

**SHADOW CREEK RANCH MAINTENANCE ASSOCIATION, INC.
RESOLUTION REGARDING ESTABLISHMENT AND
OPERATION OF COMMITTEES**

WHEREAS, the Board of Directors (“Board”) of SHADOW CREEK RANCH MAINTENANCE ASSOCIATION, INC. (hereinafter referred to as “SCRMA”) has the authority under Article V of the Bylaws *to establish committees to perform such tasks and to serve for such periods as may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present.*

WHEREAS, each Committee established by the Board shall operate in accordance with the terms of the resolution of the Board of Directors designating the committee and such rules as are adopted by the Board of Directors; and

WHEREAS, the Board of Directors would like to adopt the following Resolution Regarding Establishment and Operation of Committees, which applies to committees other than those committees already established by the Declaration of Covenants, Restrictions, Easements, Charges and Liens for Shadow Creek Ranch Maintenance Association, Inc.

NOW THEREFORE, BE IT RESOLVED THAT the Board hereby resolves to adopt, publish, and enforce the following **RESOLUTION REGARDING ESTABLISHMENT AND OPERATION OF COMMITTEES** for SHADOW CREEK RANCH MAINTENANCE ASSOCIATION, INC.:

- I. Standing Committees:
 - a. **Governance Committee.**
 - i. Proposes standard operating procedures for SCRMA board-related business pursuant to any applicable law and within the SCRMA governing documents.
 - ii. Develops recommendations for revisions of governing documents.
 - iii. Develops recommendations for oversight of management company performance.
 - iv. Develop & Maintain Community wide standards
 - b. **Landscape and Facilities Committee.**
 - i. Monitor landscaping contractors’ performance.
 - ii. Chooses colors and plantings for flower beds.
 - iii. Recommends appropriate improvements to the SCRMA Assets that would require the use of reserve funds.
 - iv. Monitor maintenance planning and execution for SCRMA assets (within maintenance operation budget)
 - v. Review bids and make recommendations to SCRMA for landscape and facilities contractors

- vi. Review reserve funds and make recommendations to SCRMA for target balances
- vii. Coordinate with Governance Committee for use of facilities

c. Communication and Community Relations Committee.

- i. Develops policies, plans, and processes for communication to residents.
- ii. Plans community events.
- iii. Represents SCRMA Board to community organizations.

d. Finance Committee

- i. Advisory committee on the fiscal performance year to date.
- ii. Future planning of expenses and reserve activity.
- iii. Reviews monthly SCRMA financial reports.
- iv. Assists in and makes recommendations for development of annual budgets.
- v. Works with CPA and/or other finance professionals.
- vi. Does not have access to lot owners' individual accounts or delinquency reports with lot owners' individual information.

- II. Ad Hoc Committees. From time to time, the Board may appoint ad hoc committees for any stated purpose, which shall also adhere to the guidelines herein, but which may be dissolved by the Board of Directors at any time.

GENERAL COMMITTEE GUIDELINES

Role of Committees:

Committees serve the SCRMA Board and the community by performing analysis, providing recommendations and fostering a cohesive community throughout Shadow Creek Ranch.

Committee Membership:

Each Committee shall be comprised of at least three (3), and no more than five (5) members, one of which shall be a director from a Village board of directors. All Committees shall be comprised of owners of lots within Shadow Creek Ranch. Committee members shall be appointed by the SCRMA Board of Directors and may be removed at any time by the SCRMA Board of Directors, with or without cause. Committee members may not be employed by SCRMA or any Village association, and may not be party to a contract SCRMA or any Village association, or otherwise accept any commission, personal profit or compensation of any kind for their services on the Committee. Committee members may not be an employee or principle (or spouse of an employee or principle) of a corporation or organization that may directly benefit from a committee recommendation.

Authority of Committees:

Committees serve in an advisory capacity to the SCRMA Board and have no authority to expend funds, enter into contracts, or to commit the Association to any course of action.

Committee Relationship with Managing Agent:

The SCRMA Board may, but is not required, to direct the Association's Managing Agent to provide professional advice and/or support to the Committees. Committee members are not authorized to give direction to Managing Agent, unless expressly approved by the SCRMA Board of Directors.

Committee Chairs:

Each Committee shall elect a Committee Chair, which shall be responsible for preparing the agenda and setting the schedule for each committee meeting, and for facilitating the committee meeting. The chair shall also be the point of contact for the SCRMA Board of Directors and the Managing Agent.

Committee Meetings:

Standing committees shall generally meet monthly. Depending on the amount of work to be accomplished, committees may meet less frequently but not less than quarterly.

General Operations:

1. If at any time during a meeting, the behavior of those in attendance becomes too disruptive for the committee to conduct business, the Committee Chair, in his/her sole discretion may adjourn and reconvene at another date and time.
2. Committee members that deal with confidential matters such as financial information or deed restriction enforcement issues shall keep all information pertaining to these issues confidential.
3. Official minutes of committee meetings are not required. However, any information, reports, findings, correspondence, etc. which the Committee Chair deems important shall be forwarded to the Managing Agent for record-keeping purposes.

Indemnification:

All Committee members shall be indemnified pursuant to the terms as outlined in the SCRMA Declaration.

Social Media Policy:

In General:

1. Individual members of any standing or ad hoc committee duly appointed by the Board may not respond on any social media as representatives on behalf of the Association or the committee, unless the subject is first brought up at a Board meeting and the Board votes and agrees on an acceptable response.

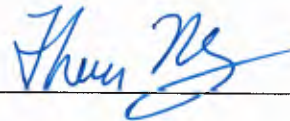
2. Individual committee members may not post anything related to any matters discussed in committee meetings other than those communications authorized by the Board.
3. Individual committee members may not engage in the following activities in relation to Association business, whether or not the social media site is officially Association sponsored:
 - Vulgar language directed at homeowners, directors or committee members, or Association contractors/vendors
 - Inappropriate images, such as, but not limited to, pornography
 - Comments or content that promotes or perpetuates discrimination
 - Spam or links to other sites
 - Posts advocating illegal activity
 - Infringements on copyrights or trademarks
 - Personally identifiable medical information
 - Information that may compromise the safety, security, or proceedings of any legal action pertaining to the Association.
4. A person duly appointed by the Board of Directors shall be the only authorized party to post Board-authorized content on webpages, feeds, groups, etc. on Association social media sites.

This Resolution may be repealed, supplemented or amended from time to time by the SCRMA Board of Directors.

CERTIFICATION

“I, the undersigned, being the President of SHADOW CREEK RANCH MAINTENANCE ASSOCIATION, INC., hereby certify that the foregoing Resolution was adopted by at least a majority of the Association’s Board of Directors.”

By: _____
President



Print name: _____

THERON METZ

Date: _____

6/19/2019