



Focus on Development

Guide to Committees

It is called Cooperative Living
You Enjoy Living and Your Home
Cooperative

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Introduction

Serving on your association's Board of Directors is a significant responsibility that demands a considerable amount of time, effort, and resources. Governing and leading a community is not an easy task, especially for part-time volunteers who often find it challenging to accomplish everything within the limited hours available in a day.

To address this challenge, establishing committees becomes crucial. Committees help share and divide the workload, allowing Board members to focus on their duties more efficiently and effectively. Committees are an essential part of the community's structure, providing members with an opportunity to get involved without feeling overwhelmed or assuming the full responsibilities of a Board member.

Committee Basics

A committee is a small group of members dedicated to focusing on specific aspects of the community that require additional oversight, planning, and execution. Committees support and enhance the functioning of the Board by providing knowledge, time, and resources that may be lacking. Successful associations often rely on committees to develop educational programs, conduct research, organize fundraisers, and more. Committees serve to engage members and foster their understanding and development as community leaders. It is important to note that while committees can make recommendations, the ultimate decision-making authority rests with the Board, which assumes responsibility for all final decisions.

The Role of Committees

Committees complement the work of the Board of Directors by providing expertise, time, and resources that may be lacking among Board members and staff. They contribute to the overall knowledge base and effectiveness of the association. Some of the key roles committees play include:

- Providing knowledge, expertise, and resources that the Board and staff may not have.
- Developing educational programs, conducting research, and organizing fundraising initiatives.
- Engaging members and enhancing their understanding and development as leaders.
- Making recommendations to the Board on various matters, but ultimately deferring to the Board's decision-making authority.



Committees and Their Position in the Organization

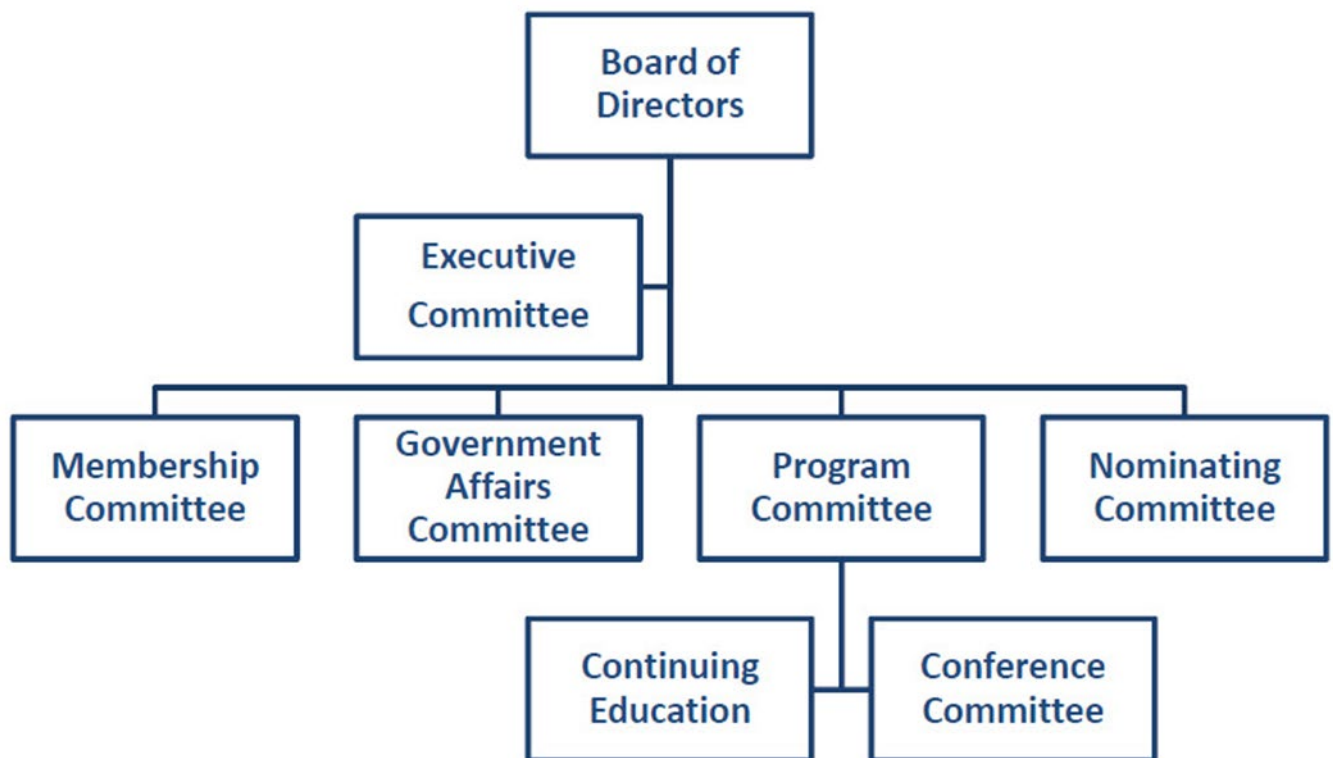
Committees derive their authority from the governing documents of the association and receive assignments from the Board of Directors. They are linked to the organization through channels of communication. It is important to note that committees typically do not have the authority to contract or speak on behalf of the Board without a specific mandate.

Guide to Committees

The Importance of Committee Charters

A committee charter outlines the main purpose and objectives of a committee. For example, a governance committee charter describes the committee's mission statement or charge. Committee charters should clearly state the powers and authority of the committee, as well as how the members should work together to fulfill the committee's goals. Charters also indicate the composition of the committee, specifying whether it includes chairs, members, officers, staff, or outside members. Additionally, committee charters may outline meeting frequency, meeting protocols such as agendas and minutes, and whether there are any term limits for committee members.

Committee charters serve as guiding documents, ensuring clarity and consistency in committee operations. They provide a framework for committee members to follow, enhancing their effectiveness in fulfilling their responsibilities. It is important to periodically review committee charters to determine if any changes are warranted and to consider eliminating or merging committees that have outlived their usefulness.



Guide to Committees

Precautions

While committees are valuable assets to an organization, there are some concerns regarding their management. These concerns include:

- Having too many committees, which can lead to inefficiency and duplication of efforts.
- Poor committee leadership can hinder productivity and effectiveness.
- Committees that exist but have minimal value or purpose, wasting resources.
- Lack of alignment between committees and the strategic plan of the organization.
- Disconnect between the Board and committees, leading to miscommunication.
- Exceeding authority.
- Keeping committees because they've always existed.

Committee Formation and Structure

When forming committees, it is essential to ensure that they align with the needs and goals of the association. Committees can be established by the Board of Directors or through a formal process where interested members express their desire to serve on a specific committee. The Board should review and approve all committee formations to ensure they are in line with the association's governing documents and objectives.

Committees can be temporary or ongoing, depending on the nature of the tasks they are assigned. Temporary committees are formed to address specific issues or projects and disband once their goals are achieved. Ongoing committees, on the other hand, have a continuous mandate and provide consistent support to the association.

Committees should have a clear structure that includes a chair or co-chair responsible for leading the committee's activities. The chair is typically a member of the committee who is appointed or elected by the committee members or designated by the Board. The chair acts as the liaison between the committee and the Board, facilitating communication and coordination.

Committees may also have vice-chairs or other designated roles, depending on the size and complexity of the committee's responsibilities. These roles help distribute the workload and ensure that tasks are carried out effectively. Committee members should be appointed or approved by the Board, and it is beneficial to have a diverse representation of homeowners with different skills, backgrounds, and perspectives.

COMMITTEES	
STANDING	SPECIAL
Bylaws	Case Manager of the Year
Education	Communications/Public Relations
Ethics	Conference
Government Affairs/Public Policy	Membership
Nominating	

Guide to Committees

Committee Guidelines

Your cooperative committees are the essential, functional units of cooperativities for effective function, each committee its chair, and its members must have:

- A specific function is clearly defined and understood by all members.
- An effective chair, who starts and ends meetings on time, keeps to the agenda, sets the tone and pace of meetings, and makes sure all members participate and none dominate.
- An effective logistics person, who prepares agendas, provides needed data, reports, or other material necessary to clarify issues, and prepares minutes or committee actions.
- An agenda specifying what is to be accomplished at each meeting, what decisions are needed, and what items need discussion.
- Members, who attend all meetings, read advance material provided and participate actively in discussions.



Committee Responsibilities

The specific responsibilities of each committee will vary depending on its purpose and scope. Here are some common committee roles and responsibilities:

Architectural Review Committee: Reviews and approves architectural modification requests from Members to ensure compliance with association guidelines and architectural standards.

Finance Committee: Assists in the development and oversight of the association's financial planning, and reserve fund management. They may also review financial statements, recommend financial policies, and work closely with the association's accountant or financial advisor.

Landscaping and Maintenance Committee: Oversees the maintenance and improvement of common areas, landscaping, and amenities. They may work with contractors, review maintenance contracts, and propose landscaping enhancements.

Guide to Committees

Social and Events Committee: Plans and organizes community events, social activities, and educational programs. They may coordinate holiday celebrations, community outings, and workshops to foster a sense of community among homeowners.

Communication and Outreach Committee: Focuses on enhancing communication channels between the association, homeowners, and the broader community. They may manage newsletters, websites, social media accounts, and other forms of communication to keep residents informed and engaged.

Safety and Security Committee: Identifies and addresses safety concerns, reviews security measures, and makes recommendations to improve the overall safety of the community. They may coordinate with local law enforcement agencies and educate residents on safety practices.

Bylaws and Governance Committee: Reviews and recommends updates to the association's bylaws, policies, and procedures. They ensure compliance with relevant laws, facilitate the election process, and provide guidance on governance matters.

These are just a few examples, and associations may have additional committees based on their specific needs and priorities.



Committee Meetings and Reporting

Committees should establish a regular meeting schedule to discuss and address their assigned tasks. Meetings can be held in person, virtually, or through a combination of both, depending on the preferences and logistical considerations of the committee members. The chair is responsible for setting the agenda, conducting the meetings, and ensuring that minutes are taken and distributed to committee members and the Board.

It is important for committees to provide regular progress reports to the Board of Directors. These reports should include updates on ongoing projects, recommendations, challenges faced, and any resource needs. Transparent and effective communication between committees and the Board is crucial to maintain alignment and ensure that the Board can make informed decisions.

Guide to Committees

Committee Support and Resources

Committees should be provided with the necessary resources and support to fulfill their responsibilities effectively. This includes access to relevant information, association documents, financial records, and any other resources required to carry out their tasks. The Board should also ensure that committees have a clear understanding of their authority and limitations, as well as any budgetary constraints.

In some cases, committees may need to work with external professionals such as lawyers, accountants, or consultants to obtain specialized expertise or guidance. The association should be prepared to provide such support when needed.

Committee Decision-Making and Accountability

Committees should follow a structured decision-making process to ensure that their actions are well-informed and aligned with the association's goals. This process typically involves gathering relevant information, analyzing options, discussing potential solutions, and reaching a consensus or making a recommendation. Depending on the authority granted to the committee, their decisions may be final or subject to approval by the Board of Directors.

Accountability is an essential aspect of committee work. Committee members should fulfill their responsibilities diligently, act in the best interest of the association, and adhere to ethical standards. Regular attendance at meetings, active participation, and timely completion of assigned tasks demonstrates a commitment to the committee's objectives.

Term Limits and Succession Planning

To promote fresh perspectives and avoid complacency, it is common for committees to have term limits for their members. Term limits prevent individuals from monopolizing committee positions and encourage the rotation of volunteers. By periodically introducing new members, committees benefit from fresh ideas and diverse experiences.

Succession planning is crucial to ensure a smooth transition of committee leadership and maintain continuity in the association's operations. Existing committee members should actively mentor and groom potential successors, providing them with opportunities to learn and gradually assume leadership roles. This proactive approach helps to mitigate disruptions and maintain the effectiveness of the committee even when there are changes in leadership.



Guide to Committees

Collaboration and Coordination with the Board of Directors

Committees should maintain open lines of communication with the Board of Directors. Regular reporting, as mentioned earlier, enables the Board to stay informed about committee activities and provide necessary guidance and support. Committees should also be receptive to feedback and direction from the Board, as they ultimately serve the association's best interests.

The Board of Directors, in turn, should respect the autonomy and expertise of the committees. They should provide committees with a clear mandate, establish reasonable expectations, and empower them to make decisions within their designated authority. A collaborative relationship between the Board and committees fosters synergy and ensures effective governance.



Responsibility	Committee Chair	Committee Member
Before the Meeting	The chair sets the time and prepares an agenda, envisioning what must be accomplished at the meeting.	Members need to make time for the meeting and prepare by reading or completing reports.
At the Meeting	The chair ensures a quorum is present and follows the set agenda, monitoring the time.	Members are engaged in discussions, asking questions and potentially making motions.
After the Meeting	The chair ensures that a report is submitted to the board in a timely manner describing how the committee is advancing the mission and assignments.	Members may have accountability following the meeting for the tasks for which they volunteered.

Recognition and Appreciation

Recognizing the efforts of committee members is crucial for maintaining their motivation and engagement. Expressing gratitude and acknowledging the contributions made by committee members can go a long way in fostering a positive committee culture. The association can consider various forms of appreciation, such as publicly acknowledging committee achievements, hosting appreciation events, or providing certificates of recognition.

Additionally, providing opportunities for committee members to enhance their skills and knowledge through training or workshops can contribute to their personal and professional development. This investment in committee members demonstrates the association's commitment to their growth and encourages their continued involvement.

Guide to Committees

Periodic Evaluation and Adaptation

Regular evaluation of committee performance is important to identify strengths, weaknesses, and areas for improvement. The association should periodically assess the effectiveness of each committee, considering factors such as their ability to achieve goals, adherence to timelines, and collaboration with other committees or the Board. Feedback from committee members and stakeholders can provide valuable insights for enhancing committee operations.

Based on the evaluation outcomes, adjustments can be made to committee structures, responsibilities, or processes as necessary. This adaptive approach ensures that committees remain responsive to evolving needs and continue to contribute meaningfully to the association's objectives.

Committee Composition and Diversity

Committee composition plays a significant role in the effectiveness and representation of the committee's work. Associations should strive for diversity within committees to ensure a broad range of perspectives and experiences are taken into account. This diversity can encompass various factors such as age, gender, ethnicity, professional background, and length of residency within the community. By having diverse committee members, associations can benefit from a wider range of ideas, improve decision-making, and ensure inclusivity within the decision-making process.

Transparency and Communication

Transparency is crucial in committee operations. Associations should establish clear lines of communication between committees and community members. This can be achieved through regular updates in newsletters, community forums, or dedicated sections on the association's website. By providing transparency, members can stay informed about committee activities, ongoing projects, and decisions that may impact the community. Additionally, community members should have the opportunity to provide feedback or suggestions to the committees, fostering a sense of involvement and ownership within the community.

Committee Training and Support

To ensure committee members are equipped with the necessary knowledge and skills to carry out their responsibilities effectively, Associations should offer training and support opportunities. Training sessions can cover topics such as committee governance, conflict resolution, effective communication, project management, and relevant legal or regulatory aspects. Providing resources and guidance to committee members enables them to contribute more effectively, enhances their confidence in decision-making, and ultimately benefits the association and community as a whole.

Guide to Committees

Collaboration with External Experts

In some instances, committees may need to seek external expertise to address complex issues or specialized areas. Associations can consider collaborating with professionals, such as lawyers, accountants, engineers, or landscape architects, to provide guidance and support on specific matters. These experts can offer valuable insights, advice, and technical knowledge that may not be readily available within the committee or the community. Engaging external experts demonstrates the association's commitment to making informed decisions and ensuring the best possible outcomes for the community.

Flexibility and Adaptability

Committees should possess the ability to adapt to changing circumstances and evolving community needs. Associations should allow committees the flexibility to adjust their goals, strategies, or projects as necessary. By embracing flexibility, committees can respond effectively to emerging challenges, leverage new opportunities, and address the evolving expectations of the community. Regular review and assessment of committee objectives and alignment with the association's overall goals can help ensure ongoing relevance and effectiveness.



Promoting Committee Participation

Encouraging active participation in committees is vital for their success. Associations can adopt strategies to increase volunteer engagement and attract diverse committee members. These strategies may include promoting committee opportunities through various communication channels, highlighting the positive impact of committee involvement, and offering flexible time commitments to accommodate varying schedules. By creating a welcoming and inclusive environment, associations can foster a sense of community ownership and inspire members to contribute their skills and expertise to committee work.

Guide to Committees

Accountability and Oversight

To ensure accountability and proper governance, Associations should establish mechanisms for oversight of committees. This can include regular reporting requirements, performance evaluations, and accountability measures for committee members. By implementing these measures, associations can monitor the progress of committee activities, assess their effectiveness, and address any issues or concerns that may arise. Oversight helps maintain transparency, instills confidence in the community, and ensures that committees are fulfilling their responsibilities in accordance with the association's bylaws and policies.

Conflict Resolution and Mediation

Committees may encounter conflicts or disagreements during their work, which can hinder progress and impact community dynamics. Associations should provide mechanisms for conflict resolution and mediation to address these issues in a fair and impartial manner. This can involve establishing a dispute resolution process, offering mediation services, or engaging professional mediators to facilitate productive discussions and find mutually acceptable solutions. By promoting open dialogue and resolving conflicts effectively, committees can maintain a positive working environment and foster stronger relationships within the community.

Utilizing Technology for Committee Operations

Technology can significantly streamline committee operations and enhance collaboration. Associations should leverage technological tools, such as project management software, online collaboration platforms, or video conferencing tools, to facilitate communication, document sharing, and task management within committees. These tools can help improve efficiency, increase accessibility for remote committee members, and centralize information for easy reference and tracking.

By implementing these additional considerations, Associations can further strengthen their committees, promote community engagement, and optimize the overall governance structure for the benefit of the Members and the association as a whole.



Guide to Committees

Recognition and Appreciation

Recognizing and appreciating the efforts of committee members is essential to maintain their motivation and commitment. Homeowners' associations should acknowledge the contributions of committee members through various means, such as public recognition events, awards, or certificates of appreciation. Recognizing committee members' hard work and dedication not only boosts morale but also encourages other homeowners to get involved and contribute to the community. It reinforces the importance of volunteerism and demonstrates the association's gratitude for their invaluable service.

Evaluation and Continuous Improvement

Regular evaluation and continuous improvement are key to optimizing committee operations. Associations should periodically assess the performance and effectiveness of committees through structured evaluations. This can involve gathering feedback from committee members, community members, and other stakeholders to identify strengths, weaknesses, and areas for improvement. Based on these evaluations, associations can implement changes, provide additional support, or adjust enhance committee performance and align their activities with the evolving needs and priorities of the community.

Networking and Collaboration

Encouraging networking and collaboration among committees can lead to greater synergy and sharing of best practices. Associations can facilitate opportunities for committees to connect, exchange ideas, and collaborate on projects or initiatives that intersect their respective areas of focus. This can be achieved through regular committee meetings, joint workshops, or social events. By fostering a sense of camaraderie and teamwork among committees, associations can maximize the collective expertise and resources available within the community and drive impactful outcomes.



Guide to Committees

To meet the duty of care...

A director has the right to rely on:

- Advice of legal counsel and public accountants
- Officers or employees
- Expert advisors
- Committees of the board



3. Duty of Obedience

In your role, a director must comply with:

- State co-op law and other laws
- Articles of incorporation
- Bylaws
- Board policies



Sustainability and Environmental Considerations

In today's world, sustainability and environmental considerations are increasingly important. Associations can establish committees specifically dedicated to sustainability initiatives, such as energy efficiency, waste reduction, water conservation, or green spaces. These committees can develop and implement programs to promote sustainable practices, educate the community about environmental stewardship, and explore opportunities for renewable energy or eco-friendly initiatives. By integrating sustainability into committee activities, homeowners' associations can contribute to a greener and more sustainable community for the benefit of both current and future residents.

By considering these additional points, Associations can further enhance the effectiveness, inclusivity, and impact of their committees. Strong and well-functioning committees are instrumental in ensuring a thriving and harmonious community environment for homeowners.



1. Duty of Loyalty

- Undivided loyalty to the entire co-op
 - Don't represent special interests of one group or yourself over membership as a whole
- Refrain from conflict of interest
- Act in good faith
- Do not divulge confidential information
- Have a code of ethics
- Be independent in mindset – no agenda, no bias, and a willingness to challenge



Guide to Committees

10 STEPS TO A WELL-ESTABLISHED COMMITTEE

When forming a committee, it's important to follow guidelines to ensure that each committee is successful. Follow these steps to create a strong committee:

Start from the bottom. Determine the basis for the establishment of the committee. Why are you forming this committee?
Define the decision-maker. Identify the scope of authority given to the committee. Are they allocated a budget? Can they make decisions independently, or do they make recommendations to the Board without the power to act?
Get the big picture. Clearly define the purpose and function of the committee to ensure it fulfills a specific need within the association.
Set to-dos. Detail the responsibilities and activities of the committee and its members.
Organize the team. Decide how many members the committee needs. How are they appointed? Should they only be residents? What does the leadership and voting structure of the committee look like?
Clock in. Identify a timeline for task completion, term limits, and the overall committee lifespan.
Talk it out. Communicate how many and what kind of recommendations the committee must deliver to the Board.
Keep track. Clarify the Board's expectations for reports and minutes. How often should this information be provided to the Board to ensure proper oversight and communication?
Set boundaries. Create an understanding of the committee's relationship with the manager, Board of Directors, and other key stakeholders. How should they interact?
Say, "Thank you!"

Guide to Committees

FINANCE COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Finance Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

Supporting the Board in overseeing the cooperative's financial strategy and performance.
Assisting in fulfilling the cooperative's mission and commitment to health equity.

Guide to Committees

FINANCE COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by the treasurer, with a minimum of three members.
 - Committees perform a continuing function and operates on a year-to-year basis.
 - Members should possess corporate finance and/or business operational experience.
 - Appointment of committee members is done by the cooperative's president and approved by the Board.
 - External experts may be invited as needed, while staff members serve in an advisory role only.
 - Vacancies can be filled by the Board, and members can be removed at any time with or without cause.
-

Committee Authority and Responsibilities:

- Reviewing and making recommendations on the cooperative's budget, financial plan, and forecasts.
 - Monitoring liquidity position, and performance against projections.
 - Reviewing reserve funds and recommending appropriate amounts.
 - Overseeing enterprise risk management in assigned areas and reporting to the Board.
 - Reviewing financial policies and recommending revisions.
 - Evaluating performance of invested funds on a quarterly basis.
 - Providing orientation to committee members on financial statements and governance issues.
 - Accomplishing additional tasks assigned by the Board president.
 - Operating under the committee charter and reviewing it annually.
 - Reporting committee activities and findings to the Board at least once a year.
-

Committee Meetings:

- The committee should meet at least annually or as necessary.
 - Meetings can be conducted in person or virtually.
 - Developing an agenda in advance with the committee chair and management team leader.
 - A majority of committee members present constitute a quorum.
 - The president may attend committee meetings.
 - Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.
-

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
- It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.

Guide to Committees

FINANCE COMMITTEE CHARTER cont.

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
- Reviewing relevant financial documents, reports, and data.
- Providing input, insights, and recommendations based on their expertise and knowledge.
- Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
- Assisting in the development and monitoring of financial goals, strategies, and policies.
- Staying informed about current financial trends, regulations, and best practices.
- Engaging in ongoing professional development to enhance financial literacy and understanding.

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
- Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
- Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
- Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
- Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
- Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
- Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.

Guide to Committees

MEMBERSHIP COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Membership Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

Act as the Board's oversight body in matters related to the cooperative's membership systems and structure, especially membership recruitment, screening, waiting list, investment, communications, administration, and co-op education. Comply with Fair Housing standards.

Guide to Committees

MEMBERSHIP COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by the president, the committee should have a minimum of three members.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- Committees perform a continuing function and operate on a year-to-year basis.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time with or without cause.

Committee Authority and Responsibilities:

- Evaluate all membership criteria, documents, and policies, including member selection policies.
- Documents include Membership Application, Income Verification, and Occupancy Agreement.
- Develop and review member outreach and marketing strategies.
- Follow Board-approved new applicant policy and procedure, including Receiving written applications, credit history, and reference checks, applicant interviews, applicant evaluation, and recommendations for approval or denial to the Board.
- Maintain prospective member waiting list.
- Orient and train new members.
- Develop and maintain a continuing education and training program, with corresponding materials, for cooperative members.
- Develop and maintain member communication and resource materials, including Resident Handbook.
- Develop and enforce policies about unit transfers and member participation requirements.
- Develop and enforce house rules.
- Hear grievances about participation requirements.
- Be responsible for the general promotion of cooperation through special education programs and through the development of services and activities.
- Develop and coordinate a program to educate the membership in the use of the electoral system.
- Submit minutes from every meeting to the Board of Directors.
- Perform such other duties and responsibilities as the Board of Directors may confer upon the committee from time to time.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Guide to Committees

MEMBERSHIP COMMITTEE CHARTER cont.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
 - It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.
-

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
 - Reviewing relevant financial documents, reports, and data.
 - Providing input, insights, and recommendations based on their expertise and knowledge.
 - Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
 - Assisting in the development and monitoring of financial goals, strategies, and policies.
 - Staying informed about current financial trends, regulations, and best practices.
 - Engaging in ongoing professional development to enhance financial literacy and understanding.
-

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
 - Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
 - Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.
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Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
 - Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
 - Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.
-

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
 - Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
 - Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.
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Guide to Committees

PARKS, HOUSE, GROUNDS COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Parks, House, Grounds Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

- Support the Board in overseeing the cooperative's financial strategy and performance.
- To improve and maintain the garden and lawn areas of Riverwoods in conjunction with the Management, Board of Directors, and Committees of the Co-op.
- To develop procedures and policies for approval by the Board of Directors and General Membership.
- To report to and educate members in all areas regarding grounds.

Guide to Committees

PARKS, HOUSE, GROUNDS COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by the _____, the committee should have a minimum of three members.
- Members should possess corporate finance and/or business operational experience.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time with or without cause.

Committee Authority and Responsibilities:

- To be knowledgeable about and aware of any agreements affecting the Co-op's ground area.
- To monitor the requirements of the grounds.
- To develop, implement and monitor policies and procedures as follows:
 - which members are responsible for designated areas.
 - upkeep and fertilization of lawns
 - Purchasing plants, soil, fertilizer, and gardening equipment
 - Improvements to ground areas of Co-op
 - organize and oversee cleanups and plantings.
 - organize and purchase plants for the benefit of the Co-op.
- Create systems that ensure timely and accurate reporting.
- Coordinate long-range ground planning and improvements, in conjunction with the Board of Directors, Management, and Committees.
- To ensure system continuity and adherence to the allotted budget.
- Oversee the awards for the best property looks.
- Recommend improvements and future park equipment.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Guide to Committees

PARKS, HOUSE, GROUNDS COMMITTEE CHARTER cont.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
 - It's important to note that this information is specific to the Parks, House, Grounds Committee and may vary for different committees and organizations.
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Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
 - Reviewing relevant financial documents, reports, and data.
 - Providing input, insights, and recommendations based on their expertise and knowledge.
 - Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
 - Assisting in the development and monitoring of financial goals, strategies, and policies.
 - Staying informed about current financial trends, regulations, and best practices.
 - Engaging in ongoing professional development to enhance financial literacy and understanding.
-

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
 - Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
 - Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.
-

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
 - Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
 - Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.
-

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
 - Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
 - Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.
-

Guide to Committees

ACTIVITIES COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Finance Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

The primary function of the Activities Committee is to serve as a committee of the Board of Directors with the purpose of planning and hosting scheduled community activities. The goal of the Activities Committee is to create fun events that build a sense of community, which aims to bring residents together.

The activities include, but are not limited to:

- Easter egg hunt.
- Annual Cooperative festive
- Halloween party
- Christmas with Santa

Guide to Committees

ACTIVITIES COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by the vice-President, the committee should have a minimum of three members.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time.

Committee Authority and Responsibilities:

- Review and make recommendations on the cooperative's Activities for our members.
- Schedule and organize meetings.
- To be available to on-sight property manager(s) for activities communication support
- Report updates and requests to the Board of Directors monthly
- Appoint and remove committee volunteers as needed.
- Accomplish additional tasks assigned by the Board president.
- Operate under the committee charter and review it annually.
- Report committee activities and findings to the Board at least once a year.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
- It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.

Guide to Committees

ACTIVITIES COMMITTEE CHARTER cont.

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
 - Reviewing relevant financial documents, reports, and data.
 - Providing input, insights, and recommendations based on their expertise and knowledge.
 - Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
 - Assisting in the development and monitoring of financial goals, strategies, and policies.
 - Staying informed about current financial trends, regulations, and best practices.
 - Engaging in ongoing professional development to enhance financial literacy and understanding.
-

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
 - Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
 - Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.
-

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
 - Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
 - Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.
-

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
- Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
- Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.

Guide to Committees

GOVERNANCE COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Finance Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

Governance committees identify the qualities and characteristics that Boards need and draft a recruitment plan to draw qualified Board director candidates to them. In other duties, governance committees write job descriptions, deliver Board orientations, arrange for Board training and development, facilitate annual Board self-assessments, and write Board policies and procedures.

Committee Membership:

- Chaired by the _____, the committee should have a minimum of three members.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time with or without cause.

Guide to Committees

GOVERNANCE COMMITTEE CHARTER cont.

Committee Authority and Responsibilities:

The Governance Committee shall perform all duties as requested or required by the Board of Directors.

The Governance Committee will specifically be responsible for the following duties and responsibilities:

- Advise the Board about operational strategies including relevant amendments to the organization's bylaws to strengthen the organization and empower the Board in meeting its obligations related to good governance principles and abide by the organization's mission.
- Advise the Board about strategies that strive to increase individual Board Director effectiveness and their abilities to work collaboratively with their peers.
- Devise and make recommendations for policies on issues related to Board Director service.
- Devise and make recommendations for policies that reflect best practices for overall good governance.
- Develop a conflict-of-interest policy and recommend it to the Board.
- Lead and facilitate periodic Board self-assessments to ensure superior Board performance and overall trust in effectiveness.
- Evaluate the Board's current composition and identify the current and future needs of the organization to ensure that the Board has the necessary diversity, perspectives, experience, skills, maturity, and judgment to effectively pursue their duties in planning and oversight.
- Review the Board's individual Board Directors at the end of each of their Board terms as part of the re-election process to ensure that they continue to have the appropriate skills and engagement level to continue serving on the Board.
- Make recommendations to the Board about the criteria and qualifications that they deem appropriate for election as Board Directors.
- Recruit, identify and interview candidates for potential Board Directors that meet the identified criteria for election to the Board.
- Make nominations to the Board for qualified individuals as Board Directors.
- Make recommendations to the Board of Directors to serve as Committee Chair and Committee Members.
- Develop and conduct an orientation process for newly appointed Board Directors and provide ongoing Board training and development.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Guide to Committees

GOVERNANCE COMMITTEE CHARTER cont.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
 - It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.
-

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
 - Reviewing relevant financial documents, reports, and data.
 - Providing input, insights, and recommendations based on their expertise and knowledge.
 - Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
 - Assisting in the development and monitoring of financial goals, strategies, and policies.
 - Staying informed about current financial trends, regulations, and best practices.
 - Engaging in ongoing professional development to enhance financial literacy and understanding.
-

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
 - Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
 - Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.
-

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
 - Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
 - Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.
-

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
 - Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
 - Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.
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Guide to Committees

ORIENTATION COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Orientation Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

The primary function of the Orientation Committee is to serve as a committee of the Board of Directors with the purpose of teaching the cooperative way of doing business exists to combine visionary social ideas with the economic realities of running a business. It is a business voluntarily owned and controlled by the people who use it and is operated solely for the benefit of its owner owners people working together for their mutual benefit, achieving goals through cooperation that the individual could not achieve on their own.

Guide to Committees

ORIENTATION COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by _____, the committee should have a minimum of three members.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time.

Committee Authority and Responsibilities:

- Values and Principles all Coops have in common:
- The Seven Cooperative Principles:
 - Open and voluntary ownership:
 - Owner economic participation:
 - Democratic owner control:
 - Autonomy and independence:
 - Education, training, and information:
 - Cooperation among cooperatives:
 - Concern for the community:
- Unique features of a cooperative business.
 - The role of owners in a cooperative.
 - Coop governance
 - Challenges and how we can meet them.
- A Cooperative is a business, usually incorporated, to provide services and not a charitable organization, a club, or a community organization.
- Cooperation exists primarily for the benefit of its owners.
- In a cooperative, owners democratically control the direction of the business. In most co-ops each owner gets one vote. Owners elect a Board of Directors to monitor the business, set goals, and hire management to operate their business. Ultimately, the Board is accountable to the owners for its decisions.
- Individuals are motivated by a shared need for certain services, owners become co-owners of the business primarily so that their needs can be met.
- Review the cooperative policies.
- Review cooperative rules.
- Review the occupancy agreement.

Guide to Committees

ORIENTATION COMMITTEE CHARTER cont.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
- It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
- Reviewing relevant financial documents, reports, and data.
- Providing input, insights, and recommendations based on their expertise and knowledge.
- Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
- Assisting in the development and monitoring of financial goals, strategies, and policies.
- Staying informed about current financial trends, regulations, and best practices.
- Engaging in ongoing professional development to enhance financial literacy and understanding.

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
- Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
- Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.

Guide to Committees

ORIENTATION COMMITTEE CHARTER cont.

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
- Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
- Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.

Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
- Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
- Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.

Guide to Committees

NOMINATIONS COMMITTEE CHARTER

Adopted and approved November 18, 2023

Authority:

The Nominations Committee is established as an advisory committee of the Board of Directors under section ____ of the bylaws. As an advisory committee, the Committee does not have decision-making authority on behalf of the Board. The Committee's role is to review matters within its scope, provide recommendations to the Board, carry out Board decisions, and serve as a resource for management.

Committee Charters:

Each committee is empowered by the adoption of a Charter by the Board of Directors. The Charter sets out the purpose for the committee, and other pertinent information that the Board feels is appropriate. No committee is formed until a Charter is formally adopted by the Board of Directors.

Membership Expectations:

- Being in good standing with the association.
- Committing time to complete committee work.
- Acting in the best interests of the association.
- Discharging responsibilities diligently without delegation.
- Publicly disclosing conflicts of interest and abstaining from related voting.
- Avoiding discussions or activities that violate antitrust laws.

Meeting Structure:

- Collaborating with a staff liaison to prepare an agenda sheet.
- Including meeting details, committee members, and topics in the agenda.
- Providing written background information for each agenda item.
- Specifying whether items are for discussion or require action.
- Identifying the person responsible for presenting each item.

Purpose of the Committee:

The primary function of the Nominations Committee is to serve as a committee of the Board of Directors with the purpose of planning. The purpose of the Committee is to exercise general oversight with respect to the governance of the Board by:

- Reviewing the qualifications of, and recommending to the Board, proposed nominees for election to the Board and its committees, consistent with criteria approved by the Board.
- Leading the annual performance review of the Board, its committees, and management; and
- Assist management in organizing appropriate orientation for new Directors.

Guide to Committees

NOMINATIONS COMMITTEE CHARTER cont.

Committee Membership:

- Chaired by _____, the committee should have a minimum of three members.
- Appointment of committee members is done by the cooperative's president and approved by the Board.
- External experts may be invited as needed, while staff members serve in an advisory role only.
- Vacancies can be filled by the Board, and members can be removed at any time.

Board Candidates.

The Committee will establish procedures for the submission of candidates for election to the Board. This will include procedures for Identifying individuals qualified to become Board members based on the Director Criteria;

- Reviewing the disclosure included in the proxy statement regarding the Company's nomination process;
- Selecting, or recommending for the selection of the Board, the director nominees for election;
- Consider director nominees that are validly made and in accordance with applicable laws, rules, and regulations.
- recommending to the Board nominees to fill vacancies and newly created Directorships on the Board and nominees to stand for election as Directors.

Committee Meetings:

- The committee should meet at least annually or as necessary.
- Meetings can be conducted in person or virtually.
- Developing an agenda in advance with the committee chair and management team leader.
- A majority of committee members present constitute a quorum.
- The president may attend committee meetings.
- Written minutes should be produced after each meeting, including attendance, agenda, discussions, recommendations, and decisions.

Committee Evaluation:

Conducting periodic performance evaluations based on the requirements of the charter.

Guide to Committees

NOMINATIONS COMMITTEE CHARTER cont.

Statutory Limitations:

- The committee is restricted from certain actions due to statutory limitations, such as filling vacancies on the Board or committees, amending bylaws or articles of incorporation, etc.
 - It's important to note that this information is specific to the Finance Committee and may vary for different committees and organizations.
-

Responsibilities of Committee Members:

- Actively participating in committee meetings and discussions.
 - Reviewing relevant financial documents, reports, and data.
 - Providing input, insights, and recommendations based on their expertise and knowledge.
 - Collaborating with other committee members to analyze financial information and identify areas of improvement or concern.
 - Assisting in the development and monitoring of financial goals, strategies, and policies.
 - Staying informed about current financial trends, regulations, and best practices.
 - Engaging in ongoing professional development to enhance financial literacy and understanding.
-

Confidentiality and Ethical Conduct:

- Committee members are expected to maintain strict confidentiality regarding sensitive financial information discussed during meetings.
 - Adhering to ethical standards and avoiding conflicts of interest could compromise the integrity and objectivity of committee decisions.
 - Complying with all applicable laws, regulations, and codes of conduct related to financial management and reporting.
-

Communication and Reporting:

- Regularly reporting to the committee chair and providing updates on assigned tasks or initiatives.
 - Collaborating with the committee chair and staff liaison to prepare reports or presentations for the Board of Directors.
 - Clearly and effectively communicate financial information and recommendations to other committee members, the Board, and relevant stakeholders.
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Collaboration and Teamwork:

- Working collaboratively with other committee members, staff, and the Board of Directors to achieve common goals.
 - Respecting diverse perspectives and fostering an inclusive and constructive committee environment.
 - Contributing to the overall effectiveness and success of the committee through active engagement and teamwork.
-