



Contract Negotiation and Review Committee

Members: TBD

Board Liaison: TBD

Purpose: The time to ensure our HOA is protected is before the contract is signed. The purpose of the Contract Negotiation Committee is to advise the Board on matters concerning the negotiation and review of vendor contracts entered into by the HOA. Committee members will make recommendations and suggestions to the Board. Committee members may not make final decisions on any matters, expend funds, or speak on behalf of the community, without the approval of the Board. All committee members shall serve at the will and approval of the Board.

The Duties of the Committee shall include:

1. Becoming familiar with the Community Documents as they pertain to contracting matters of the Association.
2. Establishing contract guidelines to help the Board avoid entering into a contract that is not in the best interest of the Association.
3. Providing knowledgeable representation in negotiations, drafting and review of contracts on behalf of the HOA.
4. Bargaining for the best rates and prices for all relevant and required services.
5. Providing detailed reviews of the vendor bidding and selection process and the potential impact on contract negotiations.
6. Establishing a committee member as the point person for vendor contact. Board members may provide input or discuss the scope of work in a meeting. Any contract negotiations with the vendor are through the committee point person and vice versa. This simplifies the contract process for the vendor, the point person and the HOA Board.
7. Finalizing contract terms while utilizing the HOA's counteroffer and negotiating strategy to protect the HOA's negotiating position.
8. Reviewing all details of vendor contracts for accuracy and completeness. A well written contract can reduce liability exposure, reduce the risk of litigation, and help ensure the HOA's best interests are given priority.
9. Clearly defining contract terms and duration provisions.
10. Highlighting any potential issues in contracts before they are signed.

Qualifications:

1. The Committee shall consist of a maximum of 5 voting members and one non-voting Member.
2. Members must be unit owners and in good standing in the Association.
3. Members must have a working knowledge of the Community Documents (Declaration, Bylaws, and Rules and Regulations).
4. Significant and relevant business, negotiating and contracting knowledge.
5. Basic computer skills in Microsoft Office (Word and Excel).
6. Members serve in a volunteer capacity.
7. There shall not be more than one member of a household serving on the same committee at the same time.

Appointment and Terms:

1. All interested candidates will submit an Application to Serve on a Board Committee form. The form should include qualifications and / or other rationale for appointment.
2. Members will serve for two years. Members may serve consecutive terms. Members appointed to serve a vacancy will fill out the remainder of the term of the member they are replacing.
3. The Committee shall select a Chair and Secretary annually.
4. A member may be dismissed by the Board for just cause, including but not limited to, failure to attend three consecutive meetings, failure to perform required duties, and failure to abide by the terms of the Agreement to Serve.

Meetings:

1. The Committee will meet a minimum of quarterly with more frequent meetings possible depending upon circumstances.
2. The Chair or their designee will preside over all meetings.
3. The Secretary or their designee will record accurate minutes of committee meetings, which will be approved by the committee. Once approved, the Board Liaison will submit them for website posting.
4. A majority of members must be present to conduct a meeting.

Board Communication:

The Board Liaison of each standing committee shall make a report to the Board at each Board meeting regarding committee recommendations, pending committee tasks, upcoming activities, and any other information that may be of interest and assistance to the Board.