

Green Valley Villas West Condominium Board of Directors

Officers and their Duties (based on By-Laws Article IX)

Section 9.1 Enumeration of Offices. The offices of the Association shall be a President and Vice-President, a Secretary, and a Treasurer, who shall at all times be members of the Board of Directors, and such other officers which the Board may from time to time by resolution, create.

Section 9.2 Election of Officers. The election of officers shall take place at an organizational meeting of the Board of Directors following each election of directors which shall be held at least five (5) days prior to the next regularly scheduled Board Meeting. The retiring President shall preside at the organizational meeting.

Section 9.3 Term. The officers of this Association shall be elected annually by the Board and shall hold office for one (1) year unless he/she resigns or is removed or is otherwise disqualified to serve prior to the expiration of the term of office.

Section 9.4 Special Offices. At any time, the Board may elect such other officers as the affairs of the association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine. (*Example Director at Large*)

Section 9.5 Resignation and Removal.

Any officer may be removed from office by a majority vote of the Board.

Any officer may resign at any time by giving written notice to the Board, the President or the Secretary.

Any resignation becomes effective on the date the resignation is received by the Secretary or President, or on the date specified in the notice. It is not necessary for the Board to accept an officer's resignation to make it effective.

Section 9.6 Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he/she replaces.

Section 9.7 Multiple Offices. No person shall simultaneously hold more than one office, except in the case of special offices created pursuant to Section 9.4 of this Article.

Section 9.8 Duties. Officers shall have the following duties to the extent that such duties have not been delegate to an Association employee or management company under contract with the Association.

A. President:

- Shall preside at all meeting of the Board of Directors
- Shall see that orders and resolutions of the Board are carried out
- Shall, upon resolution of the Board, sign all leases, mortgages, deeds and other written instruments and agreements
- Shall co-sign all promissory notes.
- Shall be an ex-officio member of all committees, except the Nominating Committee.

B. Vice President:

- Shall act in the place and instead of the president in the event of his/her absence, inability, or refusal to act
- Shall exercise and discharge such other duties as may be required of him/her by the Board.
- If neither the President nor Vice-President is able to act, the Board of Directors shall appoint some other member of the Board to do so on an interim basis.

C. Secretary:

- Shall record the votes and keep the minutes of all meeting and proceedings of the Board and of the Members
- Shall keep the corporate seal of the Association and affix it on all papers requiring said seal
- Shall provide notice of meetings of the board and of the Members
- Shall keep appropriate current record showing the Members of the Association together with their address
- Shall perform such other duties as required by the Board.

D. Treasurer:

- Shall receive and deposit in appropriate bank accounts all monies of the Association
- Shall disburse such funds as directed by resolution of the Board of Directors.
- Shall sign all promissory notes of the Association
- Shall insure that all checks of the Association are signed by two officers of the Board of Directors of the Association
- Shall keep proper books of account
- Shall cause an annual review of the Association books to be made by an independent accountant at the completion of each fiscal year
- Shall present to the Membership at its regular annual meeting, and to deliver a copy of each to the Members
 - Annual Budget
 - Statement of income and expenditures

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Committees (based on By-Laws Article X)

Section 10.1 Standing Committees. Standing committees (except the Nominating Committee)

- Shall include a member of the Board of Directors as chairperson who is appointed by the President and approved by the Board
- Shall include at least three (3) members of the association

A. Architectural Committee:

1. Shall review and recommend for action, all requests to the Board that involve:

- Structural changes to unit interiors
- Changes in existing exterior configuration for changes to or encroachment upon the common elements.

2. Shall be responsible for maintaining aesthetic and structural excellence in the Villas and buildings among the common elements.

3. Shall perform an inspection of the exterior of a Unit prior to any sale of such Unit and report the findings thereof to the Board

B. Grounds Committee:

1. Shall work to maintain and enhance the attractive appearance of the Common Elements (grounds) in compliance with Association specifications regarding the approved list of trees, shrubs, and native plants.

C. Communications Committee:

1. Shall maintain communications within the Association and shall be especially concerned with maintaining an adequate flow of accurate information between the Board and the Membership of the Association

D. Documents Committee:

1. Shall maintain a continuous review of the documents governing the Association

- Covenants, Conditions and Restrictions (CC&Rs)
- By-Laws
- Rules and Regulations
- Website
- Other Policies of the Board

E. Budget and Finance Committee:

1. Shall review the operating costs of the Association.
2. Shall assist in preparing the annual budget for presentation to the Board
3. The Board Treasurer shall be the Chairperson of this Committee

F. Maintenance Committee:

1. Overseeing the maintenance of the structural portions of the Common Elements (grounds) including sidewalks.
2. Conduct periodic inspections and make recommendations to the Board and Property Manager for needed repairs, improvements, and replacements.

G. Nominating Committee:

1. Shall be appointed by the Board of Directors prior to each annual meeting of the members.
2. Shall consist of a Chair and two (2) or more members of the Association (none on the current Board of Directors).
3. Shall seek out qualified people to serve the Association on the Board
4. Shall be charged with preparing a slate of candidates at least sixty (60) days prior (the second week of December) to the Annual Meeting(the second week of February).

Section 10.2 Ad-Hoc Committees These committees shall research and investigate specific matters requiring special attention outside of any standing committee's responsibilities. The President, with Board approval, shall appoint the committee members and designate who shall be the chairperson.

A. Compliance Committee:

Committee chairperson shall be the General Manager