

# Governing Documents Committee Guidelines

*Since we belong to a KO-OP, personal mileage will be reimbursed only with prior approval of the Board of Directors. Any amount over \$500 will need to be Board approved. All expenditures must be okayed in writing by the Committee Chairperson. This includes purchases with cash expenditures from petty cash. If NOT APPROVED in writing before the purchase, the buyer WILL NOT be reimbursed.*

## Scope

**PRIMARY MISSION:** The Governing Documents Committee (“GovDocs”) strives to ensure the KOFA KO-OP Corporation (“KOFA”) is and remains in compliance with applicable Federal, Arizona State and Yuma County laws, and KOFA’s published governing documents are and remain complete, free of contradictions, ambiguity, duplications, and erroneous information.

The KOFA Board of Directors (“Board”) refers proposed amendments to the following documents to GovDocs for evaluation and recommendations [KOFA BYLAWS 9.2, 9.3]:

1. Articles of Incorporation
2. Bylaws
3. Membership Park Rules
4. Membership Regulations
5. When directed (in writing), other documents that involve KOFA governance; for example, committee guidelines, guest information, waiting list application, leasehold agreement.

## Bylaw Provisions

Governing document amendments requiring membership approval are proposed and evaluated as follows [KOFA Bylaws, Article 9]:

1. **Scope items 1-4:** Members may suggest proposed amendments to the Board for evaluation and consideration for possible Board-sponsorship by December 10 for the following annual membership meeting [9.1, 9.2, 9.3].
2. **Scope items 2-4:** Members are entitled to submit proposed amendments by petition directly to the membership. These proposals must be submitted to the Board by December 10 for the following annual membership meeting [9.2, 9.3].
3. **Scope items 2-4:** The Board must refer copies of all proposed amendments submitted by petition and any Board-sponsored amendment proposals to GovDocs for evaluation and recommendations [9.2, 9.3].

Further GovDocs Bylaw (mostly standard standing committee) provisions include:

1. **COMPOSITION/TERM of OFFICE:** KOFA Bylaws **establish** the standing GovDocs Committee [6.2(G)(2)]. The Board **appoints** committee members [6.2(G)(2), 6.4(C)] following each annual membership meeting to serve until the next annual membership meeting and until their successors are appointed [Roberts Rules 50:29]. Committee members must be KOFA members [6.4(B)]; volunteer committee members may be appointed [6.4(B)] but can neither vote nor serve as committee chair. The Board may **remove** individual committee members [6.4(C)] and may at any time **disband** [6.4(D)] (and must promptly replace [6.4(E)]) the entire committee.
2. The Board issues [6.2(G)(4)], reviews and updates as necessary [6.2(G)(17)] GovDocs guidelines and posts GovDocs guidelines in the Clubhouse [6.2(G)(14)(a)].
3. GovDocs reports to the Board [6.4(F)]. The Board assigns one of its members to act as liaison to provide two-way communication between the GovDocs chairperson, the Board, officers, and other committees [6.2(G)(24)] unless GovDocs is directed otherwise.
4. **REPORTS:** GovDocs **1)** reports orally or in writing, when requested, to the requesting entity (Board, committee, group, individual), conclusions reached on matters referred to it for evaluation/investigation and recommendations, and **2)** gives a summary of its activities at the following annual membership meeting [6.4(G)].
5. GovDocs may request assessments [4.2(A)(2)].

## Discretionary Engagements

**SECONDARY MISSION:** When GovDocs members' expertise and availability permit:

1. GovDocs is encouraged to proactively review Scope items 1-5 above and applicable statutes and submit recommendations for corrections and improvements to KOFA published documents to the Board.
2. GovDocs may call to the attention of the Board any violation of governing documents including applicable statutes at any scheduled Board meeting or workshop, or by note to the GovDocs committee liaison.
3. GovDocs may assist the Board with publication of amended KOFA governing documents if requested (in writing).
4. Sponsors of motions are encouraged to seek assistance from GovDocs when their motions are intended for presentation at a member meeting and do not involve amending documents.

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Committee Chairperson

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Date

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Board Approval

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Date

Rev: Mar 2024