



Raven Ridge Association
Board of Directors

BOARD HANDBOOK

Policy & Procedures

*“Ok, I’m on the Board,
so now what?”*

I. BOARD RESPONSIBILITIES

“So, what am I getting myself into?”

1.01 - All Directors - Serve 3-year terms (3 Directors elected each year). The Board consists of 9 Directors (4 Officers / 5 Members-At-Large). All Directors are expected to attend Board meetings and vote on motions. If a Director is absent from 3 consecutive meetings the Board may appoint a new Director to replace them for the remainder of their term.

1.02 - Officers - Serve 1-year terms (Officers elected annually by Board vote). Officers have legal authority to sign contracts, pay bills and/or perform other official acts for the association.

- President - Schedules Meetings, Sets Agendas, Signs Documents, Appoints Committees
- Vice President - Serves as President in the absence of the President
- Secretary - Meeting Minutes, Document Storage, Sends Board Correspondence
- Treasurer - Manages Finances, Budgets, Pay Bills, File Taxes

1.03 - Members-At-Large - These are Directors on the Board with authority to make motions and vote, but not the legal authority reserved to the Officers. Members-At-Large may chair committees and/or be appointed to act on behalf of the Board in special circumstances / projects.

II. BOARD TRANSITION

“Getting started as a new Board Director!”

2.01 - Elections / Annual Membership Meeting - Each year, at the Annual Meeting, 3 new Directors are elected by the homeowners to replace those whose terms are expiring. Board Directors are not required to be homeowners and can be nominated by any member of the association. Nominations are submitted by the Nominating Committee and can also be made from the floor at the Annual Meeting. Voting is by silent ballot.

2.02 - New Director Orientation - Once elected, every new Director is expected to have reviewed the following materials prior to attending the first meeting of the Board.

- > Board Handbook - (this document)
- > Read Governing Documents - Declaration, Bylaws, Rules & Regulations (on website)
- > Review Website - www.RavenRidgeHOA.com

2.03 - First Duties Of New Board - At first meeting, Board elects Officers, appoints Standing Committee Chairpersons, Web Administrator and sets Regular Meeting Schedule. Those retiring are expected to give new officers / chairpersons an orientation including updates on current business, explain procedures, provide resource / document access and convey password / account signature authorizations. New officers should change passwords and update account authorizations.

III. BOARD MEETINGS

“All about Meetings, Agendas, Minutes and Voting!”

3.01 - Regular Meetings - Monthly, 3rd Saturday, 11am (ET) - These are regularly scheduled meetings, set by the President, to conduct the ongoing business of the association. These meetings may be cancelled if there is no business to discuss, or if they fall on a holiday. They do not require prior notice because they are regularly scheduled.

3.02 - Special Meetings - 3-day Advance Notice Required - These are meetings, typically called by the President (or by any two Directors), to address special issues. Examples include to discuss Special Assessments, conduct Violation Hearings, or to address complaints or other special issues

3.03 - Meetings via Video Conference - A quorum is required to conduct business at all Board Meetings. A quorum is a majority of the Board (5 of 9 members) in attendance. To maximize attendance, all meetings are offered via video conference. Prior to each meeting members will be notified via email with a link to join the meeting online.

3.04 - Meeting Agenda - Prior to the meeting, the President sets the meeting agenda and distributes it, along with previous meeting minutes, and other reports and documents for Board review so they can come prepared. During the meeting, the President presides over the agenda, provides direction around the discussion, seeks motions / votes on issues.

Outline of Meeting Agenda...

- *Call to Order - State time / date / place*
- *Roll Call - Confirm Quorum*
- *Officer Reports*
 - *President - Announcements / Overview of Agenda*
 - *Secretary - Review last meeting minutes / Motion to approve*
 - *Treasurer Report*
- *Standing Committee Reports*
 - *ARC Committee*
 - *Landscape Committee*
 - *Social Committee*
 - *Nominating Committee*
 - *Governance Committee*
- *Special Committee Reports*
 - *Special Projects*
- *New Business*
- *Adjourn Meeting*

3.05 - Meeting Minutes --- The Secretary keeps the Meeting Minutes which become the official record of decisions made by the Board at the meeting. They are not [transcripts](#) of those

proceedings. Using *Robert's Rules of Order Newly Revised* (RONR), the minutes should contain mainly a record of what was *done* at the meeting, not what was *said* by the members.

The Minutes follow along with the agenda and record the time, place, attendance, a brief summary of discussions, capture motions and votes. Here's an example of a motion...

Topic: **Resurfacing Road**

Discussion: *Landscape Committee gave a report on proposals received from two vendors. Pricing was in line on both proposals. They favored ABC company because they could accommodate our timing. There was some discussion around choice of vendors and how best to proceed.*

Motion: *(by Greg) Provided the work is within approved budget, allow the Landscape Committee to make vendor selection, initiate work and supervise completion.*
Motion passed: 6 yes / 2 no / 1 abstain

3.06 - Voting / Quorums - A vote is passed by a majority vote of a quorum. If a Director abstains from voting it counts as part of the quorum but does not count as either a 'yes' or 'no' vote. If necessary, to avoid having to abstain, Directors may ask for more information before casting their vote. It is preferred that Directors cast either a 'yes' or 'no' vote because they have been elected to make decisions on behalf of the Owners. Silent Votes are discouraged and not practical and/or Proxies are not allowed at Board Meetings.

3.07 - Action Without Meeting - Directors can take any action they could have performed at a meeting provided they have notified all Directors in writing. For example, if a Director needs to make a decision about something, and a meeting is not possible, the Director could email all Directors and ask them for approval of that decision. Assuming a 'quorum' (or 5 Directors) responded the 'yes / no' decision would be based on majority vote.

IV. COMMUNICATION AUTHORITIES

“Where can I find stuff... and how / who should be sending out messages?”

4.01 - Board Email Account - RavenRidgeBoard@gmail.com - Only Officers will have access to this account. It will be used for all official communications from the Board. All recipients' email addresses should be BCC (blind carbon copied) to protect privacy and avoid email spam-fests. The Secretary should be the primary conduit for sending messages to the Board and/or Owners because the Secretary is the keeper of all association records. All outgoing messages should be sent to the Secretary to forward and/or include on agenda, etc.

4.02 - Document Library - Cloud storage in Google Drive is included with our Google (email) account login. It provides a centralized archive of all official records like governing documents, meeting minutes, correspondence, forms, photos, etc. The Secretary is responsible for managing the library. Only officers will have login access.

4.03 - Website Administration - www.RavenRidgeHOA.com - The website provides public access to information about the association, governing documents, special notices and reports plus contact forms for submitting inquiries and other requests. The board appoints a Website Administrator responsible for website updates, management and development. For all updates, the Website Administrator coordinates with the Secretary. Both will have login access.

V. COMMITTEES

“Sharing responsibilities... making it easier to get things done!”

5.01 - Appoint Committees - The board forms committees and appoints Directors as committee chairs to manage association projects and business affairs. It's recommended that, in most cases, committees remain small working groups, preferably 1-3 members, so they can more efficiently work through the details of a project. The Committee should never be a quorum (5 Directors) of the Board to avoid being construed as an improperly convened Board Meeting. The Committee brings forward its recommendations and presents to the Board for approval.

5.02 - Powers Of Committee Chair - The role of the Committee Chair is to nominate committee members (who do not need to be association members), accept responsibility for a project, report to the Board, chair committee meetings, provide leadership and execution. The Committee Chair is empowered to, in the absence of the Board, make decisions and/or commitments provided they have notified all Directors in writing (as provided above in section 3.07 - *Action Without Meeting*).

5.03 - Standing & Special Committees - *Standing Committees* are ongoing to help manage the regular business of the association. *Special Committees* are appointed as needed to manage special projects and expire after the project is completed.

Standing Committees

- ARC Committee - ARC request approvals/denials / project oversight & compliance
- Landscape Committee - Common area maintenance & projects / manage vendors
- Social Committee - Manage association events, Pavilion / new owner orientations
- Nominating Committee - Encourage HOA participation / Ensure 3 nominees (annually)
- Governance Committee - Document updates, ensure compliance, enforce violations

VI. VIOLATIONS

“Dang... nobody wants to be the bad guy, right?”

6.01 - About Violations - When the Board issues a violation, it is not meant to be 'against' somebody, it is doing its job to protect the interests of everybody. Our governing documents exist to provide us with agreed upon principles and guidelines to help us preserve the peace, harmony and property values of all. When issues arise, the Board relies on these documents to make sure the decisions and actions it takes are fair, equitable and comply according to the expectations agreed upon by the members of our association.

6.02 - How Violations Get Decided - The Governance Committee makes a recommendation and the Board votes whether or not to pursue the issue. All Board members are made aware of any and all complaints or inquiries sent to the Board. If it involves a potential violation, because the Governance Committee is most familiar with our governing documents, it is sent to them for review and recommendations. If the Board votes to deem the issue a violation, the Governance Committee will prepare the Violation Notice and forward to the Secretary to inform the Owner of their options. *(see Rules & Regulations for details)*

6.03 - Violation Enforcement - If the violation is not resolved it is the responsibility of the Board to follow through with enforcement procedures. The Governance Committee is responsible for the administrative tasks involved including providing information, preparing documentation, filing forms and/or other materials necessary for the Secretary. *(see Rules & Regulations for details)*

This Board Handbook has been adopted by the
Board of Directors of Raven Ridge Homeowners Association, Inc.

A handwritten signature in black ink, appearing to read "G. Hoogerwerf". The signature is fluid and cursive, with a large, sweeping flourish at the end.

By: Greg Hoogerwerf, President
for the Board of Directors

Date: September 19, 2020