

DVCA Trustee Training

March 20, 2021

Power and Duties of the DVCA Board (Article 7.2 – By-laws)

General - The direction and management of the affairs of the Association including control and disposition of its property and funds.

- A. The Board shall have the power to adopt procedures which shall be subject to these By-Laws and shall be attached to these By-Laws as standing rules.

- B. The Board is required to act in the following areas:
 1. The **establishment of policy and procedure.**
 2. The **preparation and approval of the Annual Budget.**
 3. The **approval and execution of contracts.**
 4. The **writing of checks and disbursement of funds.**
 5. The **taking of any policy or legal action.**
 6. The **collection of the Community Service Charge (Assessment).**

- C. Additionally, the Board shall have the power to:
 1. Adopt and publish rules and regulations governing use of Common Area and facilities, and the personal conduct of the Members and their guests thereon, and, to establish penalties for infractions thereof.
 2. Suspend the voting rights and right to use the DVCA facilities and common areas for any Member during any period in which such Member is not a Member in Good Standing (see Article 2.9).
 3. Employ a manager, independent contractors or such employees as they deem necessary and to prescribe their duties.
 4. Exercise for the Association all powers, duties and authority vested in or delegated by the Association and not reserved to the Members by other provisions of these By-Laws, the Articles of Incorporation or the Restrictions.

Procedures of the Board Highlights

- Unanswered questions asked by the Trustees or other issues kept open by the Trustees from a previous meeting shall be included on the Agenda in the appropriate agenda item
- Committees that desire the Board to take action on specific items shall present to the Office Manager a written request to be on the agenda for the next regular meeting. This request should include the action the committee is requesting the Board to take, a report on the items, including a description of the issues involved, the alternative, if any, and copies of all relative documents.
- If the request is financial in nature, the budget implications (i.e. category, in/out of budget, etc.) and whether this is to be funded as an operating expense or out of a reserve is required.
- All actions for board action need to be in writing and in a format similar to the template provided.

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Committee's relationship to the Board (Article 9.1 – By-laws)

The Board shall create and maintain the following Standing Committees to assist the board in:

1. Financial Services
 2. Recreation Center
 3. Security
 4. Deed Restrictions
 5. Community Services
 6. Tennis
 7. Swim Pool
 8. Landscape and Ground Maintenance
- The committees work for the board and have limited authority
 - Authority is vested in the board, committees help the board make decisions
 - The board will assign a Trustee liaison for each Standing Committee

Duties of the Committees (Article 9.4 – By-laws)

The activities and responsibilities of the Standing Committee shall be governed by committee by-laws and procedures and shall include but not be limited to the following:

- A. Financial Services Committee - Prepare the Annual Budget, establish financial procedures, monitor income and expenditures, conduct periodic audits and submit insurance bids and contracts **for Board approval.**
- B. Recreation Center Committee - Provide social and recreational events which consider the needs and interests of the community.
- C. Security Committee - Encourage and promote crime prevention, safety and fire protection, Neighborhood Crime Watch Program and submit contracts and bids for required services **for Board approval.**
- D. Deed Restriction Committee - Monitor compliance with deed restrictions, architectural requirements and Protective Covenants. **Submit to the Board any violation which may require legal action.**
- E. Community Services Committee - Monitor services provided by contractors for garbage collection, mosquito control, street lighting, and cable TV. Provide Members with information services (e.g., newsletters, directory, etc.). **With Board approval,** furnish, repair and maintain the Recreation Center and Annex and related building structures.
- F. Tennis Committee - Recommend rules governing court use, **submit contracts and bids for court maintenance to the Board for approval** and coordinate related activities (e.g., leagues, tournaments, lessons. etc.).
1. G. Swim Pool Committee - Submit **a pool service contract and bids for Board approval,** monitor such services, recommend pool hours, pool rules and dates of opening and closing **to the Board for approval;** enforce established pool rules, coordinate related activities (e.g., swim team, special events, lessons. etc.).
- G. Landscape and Grounds Maintenance Committee - **Submit for Board approval contracts and bids** for the maintenance and enhancement of grounds, greenbelts, playground area and equipment, athletic field and related structures, street repair. Monitor services provided by contractors and others.

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Trustee's relationship to assigned Committee (Article 4.1 – By-laws)

The primary functions of the assigned Trustee are:

- **to act as a liaison to the Board** (be the eyes and ears of the board)
- **to attend all meetings** of the committee
 - the assigned trustee **is responsible to find a back-up if cannot attend**
 - to mitigate the frustration committees have when the trustee does not attend
- **to act as counsel** to the committee regarding
 - matters concerning the Articles of Incorporation, By-Laws, and Board processes (to ensure the committee requests are in line with the above)
 - general issues where committee actions may overlap
- **to answer questions** which might unreasonably slow committee business if such questions could not otherwise be addressed prior to the next meeting of the Board of Trustees
- **to ensure the Committee By-Laws are being followed**
 - to ensure all attendees (members and guests) are permitted to express their views on a topic
 - to ensure membership and voting rules are being followed
- **to ensure that that the committee has healthy dynamics**
 - to work with committee chairman to ensure that committee meetings are safe and healthy for all the members of the committee
 - to help address any issues where a committee member continually disregards the rules or policies, or disrespects other member/members of the committee.

The Trustee Representative **shall not**, when in attendance at meetings of the committee

- be counted as a member of the said committee for establishing a quorum nor,
- be treated as a voting member
- participate in the functioning of said committee **

** unless specifically requested to do so by the committee membership. This specific instance of participation will be communicated to and approved by the Board; and, this approval does not grant voting rights on the committee. In addition, the Trustee will not be involved in actual contract negotiations and/or may be requested by the Board to recuse himself /herself from voting on that project (at a DVCA Board meeting) when there might be a conflict of interest as outlined in our Code of Ethics.

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Committee By-Law Highlights

- For all committees except Deeds, “Voting” members are those persons who have attended at least 3 of the 5 most recent Regular meetings (unless absences have the prior approval of a majority of the committee). For Deeds, the Deeds Committee Operating Procedures takes precedent, so a member becomes a “Voting Member” when the member has attended two (2) meetings. This means attendance needs to be tracked by the chairman.
- There can only one voting member per lot.
- For those members with more than one lot, there is only one vote per person
- All other members are “Non-Voting” members
- To hold a vote, there must be a quorum of 51% of the members, but not less than three (3) voting members. Proxy votes are not allowed.
- The Chairman will introduce each topic for discussion, guide the discussion and bring the discussion to a conclusion.
- All attendees shall be permitted to express their views on a topic
- Only Voting Members” can make motions and vote
- Rule will be by majority vote.