



## MUIRFIELD HOA BOARD GOVERNANCE POLICIES

### Speaking with One Voice as Board:

(Adopted August 10, 2010)

**Background:** for the board to make authoritative decisions it must have a single voice for the community. The strength of the single voice arises from a diversity of viewpoints and intentions and then focusing them into a unified policy. The one-voice principle does not mean that there should be unanimity or lack of diversity on the board. On the contrary, the board must reach out to hear all position, and from that input decide a policy that best meets the needs of the community. Seldom will vote be unanimous. Those board members who lose a vote, however, must accept that the board has spoken and that its decision must be implemented as decided and all members must speak as with one-voice.

**Policy:** The board encourages a diversity of opinions from board members and the community. From that diversity, the board will determine a policy that best serves the needs of a majority of the community. Once the board has voted on the policy, all members will support the policy as if it was their own so that the board can speak with "one-voice" and show authoritative leadership. (Approved August 10, 2010)

### Roles and Responsibilities of Board Members:

(Adopted August 10, 2010)

**Background:** The Board's job is to govern on behalf of the community and to set policies that are fair and equitable to a majority of the community in accordance with the CC&Rs and By-Laws. In order to do so there are certain expectations placed on board members. Each member of the board has equal authority and powers. The board elected offices and empowers them to act for the board and the community; however the power remains with the board as body. In order to govern and show leadership there are certain expectations placed on each board member in order to perform their roles and responsibilities. The Board's direct product is to serve as the link to the community and to set

explicit governing policies that direct the community and the property management company in accordance with the CC&Rs and By-Laws.

**Policy:** Members of the board have the following roles and responsibilities:

1. To come prepared to participate responsibly by reading all distributed materials sent out by board officers and members.
2. Represent the entire membership rather than a single constituency.
3. Be responsible for group behavior and productivity.
4. Be a proactive board member.
5. Honor divergent opinions without being intimidated or offended by them.
6. Use your special expertise to share with the other board members.
7. Think upward and outward more than downward and inward.
8. Tolerate issues that cannot be quickly solved.
9. Don't tolerate putting off the big issues forever.
10. Support the board's final choices and policies.
11. Don't expect agendas to be built only on your interests
12. The organization is not there for you. Support the chair in board discipline.

Specific Duties and Responsibilities:

- Board members should avoid and disclose any areas where there could be a conflict of interest.
- Confidentiality of board meeting conversations should be strictly maintained so that each board member may speak freely without fear of reprisal.
- Board members should confirm their inability to attend meetings in advance
- Board members who have any new business for discussion should register it with the President at least one week prior to the meeting so that the information can be distributed in advance of the meeting to the entire board. The board may waive this requirement base on a 2/3 vote of those board members present.
- Board members who miss more than 3 meetings during a calendar year may be recommended to the board for possible removal.
- Board members may participate in Board meetings electronically, via teleconference, if so requested in advance of any meeting.

## **Setting the Board's Agenda**

(Adopted August 10, 2010)

**Background:** Board members have precious little time in which to do the business of the community. A properly organized agenda reduces board members time and increases the effectiveness of the board in making policies and monitoring the status of the community. The board president is tasked with

preparing the board's agenda with input sent to the President at least one week in advance. Board agendas should cover the following topics: 1) Ends Policies 2) Governance Issues 3) Property Management Reports and Monitoring; 3) Financial Status Reports; 4) New Business Items and set the agenda for the following meeting.

**Policy:** Board Agendas will be determined as follows:

1. All agenda items for Board Meeting and Community Meetings will be sent to the President at least one week before any scheduled meeting. The Board President is empowered to flesh out the details.
2. Agenda items will include the following items: 1) Ends (Desired Results) Policies 2) Governance Issues 3) Property Management Reports and Monitoring; 4) Financial Status Reports; 5) New Business Items and set the agenda for the following meeting.
3. Adopt the Board Meeting and Community Meeting schedule for a year.
4. Non board members may participate in meetings of the board provided notice is given to the board at least one week in advance. Time should be limited to no more than 10 minutes of the board's time.
5. Items requested for board discussion less than one week before a meeting should be put on the next meeting's agenda and no vote should be expected until the board has time to distribute the information and do proper due diligence. (Adopted August 10, 2010)