

## NEWINGTON COMMUNITY ASSOCIATION

### ARCHITECTURAL ADVISORY COMMITTEE CHARTER

WHEREAS, Article IX, of the Bylaws of Newington Community Association (hereinafter the "Association") grants and assigns the Board of Directors the power and duty to provide for the affairs and business of the Association regarding committees; and

WHEREAS, to better carry out the duties and responsibilities of the Board of Directors, the Board deems it necessary to establish terms of reference for a committee to advise and assist the Board,

NOW THEREFORE, BE IT RESOLVED THAT: the following Charter is adopted for the Architectural Advisory Committee:

#### **I. RESPONSIBILITY**

The primary responsibility of the Architectural Advisory Committee is to advise and assist the Board of Directors in administering the Association's needs prudently and efficiently in order to meet both the requirements of the Association's Declaration and Bylaws (collectively referred to as the "Association Instruments") with respect to issues of need of additional or revised Architectural Standards. A committee has no independent authority to make changes or take action affecting the Association, or to establish policies or procedures affecting the Association. It may recommend action to the Board, which the Board, in its sole discretion, may accept, modify, or reject. In fulfilling its responsibility, the Architectural Advisory Committee shall perform functions, which may include, but are not necessarily limited to, the following:

- A. Attend Board meetings;
- B. Review tasks required of the Association in order to determine what actions should be undertaken to accomplish those tasks;
- C. Obtain feedback from Association Members as relevant;
- D. Research a topic and report to the Board with the results of such research.
- E. Perform other duties relevant to the committee as assigned by the Board of Directors.

The Committee shall not:

1. Perform operational tasks unless specifically directed by the Board.
2. Perform management functions or oversee management.
3. Develop requests for proposals, draft contracts, select bidders, or approve of contracts.
4. Spend money or authorize the expenditure of funds absent express written authority from the Board.

5. Take any action or make any statement as an agent of the Board or as an agent of the Association.

## **II. ELIGIBILITY**

- A. There shall not be more than one member of a household serving on the same committee at the same time.
- B. Members will sign a Code of Conduct before becoming a member of any Committee.

## **III. NUMBER OF MEMBERS & LENGTH OF TERM**

- A. The total number of the Architectural Advisory Committee members shall be a minimum of 5 but shall not exceed 9.
- B. Each member shall serve a term of one year or such term as the Board may determine. Such members may be reappointed by the Board in its discretion.

## **IV. APPOINTMENT**

- A. Committee candidates interested in being appointed must submit their requests for appointment to the Committee Chair.
- B. Any person appointed to the Architectural Advisory Committee to fill a vacancy created by the removal or resignation of an Architectural Advisory Committee member shall serve the remainder of the predecessor member's term.
- C. Architectural Advisory Committee members will be provided a copy of this Resolution within a reasonable period.

## **V. REMOVAL**

- A. The Board of Directors, of its own volition, may remove any Committee member, including the Committee Chair, with cause, upon three (3) days written notice.
- B. Committee Chair may remove a member, particularly if there are repeated failures to attend meetings except under extenuating circumstances.

## **VI. COMMITTEE OFFICERS**

- A. The Chair of the Architectural Advisory Committee shall have a term of one year and will be appointed by the Board.
- B. The Chair, or the Committee member who is his or her designee, shall be responsible for chairing meetings of the Committee and appointing persons to serve on the Committee.

## **VII. MEETINGS**

- A. The Architectural Advisory Committee shall meet as often as agreed upon by the members. Notice of meetings shall be at least two (2) weeks in advance of the meetings for publication to the Association in a timely manner. All meetings shall be open to the Association membership.
- B. Minutes shall be taken at every meeting. Minutes shall show attendance, issues raised, and any recommendation agreed upon by the Architectural Advisory Committee.
- C. Minutes shall be forwarded to the Managing Agent. Meeting minutes will be kept on file for review by members. [Note: At the time this document was approved by the Board, the Managing Agent was Summit Management Services]
- D. Committee and subcommittee members shall not use inappropriate language or verbal tone during any discussion at a Committee or Board meeting. Any actions (including physical gestures or body language) or comments designed to insult, demean, or attack the personal character of any member of the Committee, subcommittee, the Committee or subcommittee as an entity, or any person in attendance shall be strictly prohibited. Committee and subcommittee members owe a special duty of civility to the Association's membership and shall be courteous to the individual members at all times during official functions of the Association.

## **VIII. DUTIES OF THE CHAIR**

The duties of the Chair may include, but are not limited to the following:

- A. Develop the meeting schedule;
- B. Prepare meeting agendas;
- C. Preside over Committee meetings;
- D. Provide each Committee member an opportunity for input;
- E. Ensure Committee members and those attending the meeting are treated fairly and respectfully, including when necessary ordering offending members or other attendees to leave the Committee meeting;
- F. Assign Committee members tasks as necessary;
- G. Submit meeting minutes to the Board of Directors as provided above;
- H. Serve as the liaison to the Board and represent the Architectural Advisory Committee to the Board on any matters;
- I. Ensure that the Architectural Advisory Committee is performing duties as detailed in this resolution and requested by the Board of Directors and/or Liaison.

**IX. COMMUNICATIONS**

- A. In the interest of ensuring strong communications between the Board of Directors and the Architectural Advisory Committee, it is expected that the Committee Chair, or the Committee member who is his or her designee, will attend each regularly scheduled business meeting of the Board of Directors when the Committee has met before that Board meeting. The Committee representative will present any Committee recommendations, update the Board on the status of pending Committee tasks, request guidance from the Board, as needed, and answer any questions the Board may have regarding Committee assignments.
  
- B. The Committee is expected to maintain regular communications with the Board.

I hereby certify that the foregoing Resolution has duly adopted at a regular meeting of the Board of Directors of Newington Community Association, this 1<sup>st</sup> day of January 2021.

  
Karen Chauvin, Secretary  
Board of Directors