

**LAKE ROYALE  
PROPERTY OWNERS ASSOCIATION  
Resolution 0809-10  
NOMINATING COMMITTEE CHARTER:**

WHEREAS, Article IV, Section One (1) of Consolidation and Amendments of the By-Laws of the Lake Royale Property Owners Association empowers the Board of Directors to manage the affairs of the Association;

WHEREAS, the Bylaws provide that the Board of Directors shall have all of the powers and duties necessary for the administration of the Association's affairs . . .;

WHEREAS, Article IV, Sections Two (2), Ten (10) and Eleven (11) of the Consolidation and Amendments of the By-Laws of the Lake Royale Property Owners Association empowers the Board of Directors to appoint and manage a Nominating Committee and their actions; and

WHEREAS, the Board of Directors deems it necessary and desirable and in the interest of the individual lot owners and the Association to periodically establish a committee to recommend candidates for election to the Board of Directors and to conduct the nomination process in accordance with the governing documents of the Association and procedures prescribed by the Board;

**NOW, THEREFORE, THE BOARD OF DIRECTORS RESOLVES THAT** a Nominating Committee be established annually, having the following terms of reference:

1. The Lake Royale Nominating Committee is empowered by the Board of Directors of the Property Owners Association to recommend nominees for scheduled vacancies on the Board of Directors. This document defines and describes the Committee's duties to the Board of Directors, to whom it reports, and to the Association.
2. The Nominating Committee shall serve at the pleasure of the Board. The primary purpose of the Committee is to recruit, interview, and recommend candidates to be nominated for election to the Board of Directors.
  - The Committee shall consist of at least five (5) and no more than seven (7) members appointed by the Board with representation from both the Residential and the Camping areas. For the purpose of conducting its business, a simple majority of members shall constitute a quorum.
  - Committee members shall be members in good standing of the Lake Royale Property Owners Association. Committee members may not simultaneously be members or spouses of members of the Association's Board of Directors.
  - The Committee Chair and Committee members shall be appointed in December of each year and shall serve until the last day of May of the following year. The Board of Directors may remove a member of the Committee, with or without cause. Vacancies may be filled by appointment by the Board of Directors.

- The Committee shall elect a Vice Chair who will chair meetings in the absence of the Chair.
- The Committee Chair will designate a recorder from among the Committee members. The recorder shall be responsible for maintaining Committee records, minutes of meetings, and assisting the Chair in preparing periodic and final reports to the Board of Directors.

3. The Nominating Committee shall conduct its business in the best interest of the Lake Royale Property Owners Association and in accordance with the Association's Covenants and Bylaws. The Committee shall prepare a slate of recommended nominees in sufficient time for preparation of a ballot for the next Annual Meeting of the Membership.

- The committee will meet as often as deemed necessary by the Chair with notice to all members, the Board of Directors, and the Lake Royale POA General Manager.
- The Committee will determine its own meeting agenda.
- All meetings shall be open to all members of the Association. Notice of each meeting shall be provided to the Lake Royale POA General Manager in time for publication to the membership. The Committee Chair shall establish and announce the rules by which meetings will be conducted.
- The Committee shall adhere to the procedures adopted by the Board in execution of its duties, noting that the procedures are intended to allow the Committee to exercise judgment in the establishment of selection criteria and evaluation methods.
- The Committee Chair will close the meeting during balloting for nominee candidates. All matters relating to the voting process, except for the final results, will remain confidential. Voting records will be destroyed immediately after the Nominating Committee Report, signed by the Committee Chair upon approval by a majority of the members present during the voting, is delivered to the Board of Directors. Other than Nominating Committee members, no member of the Association or the Lake Royale POA General Manager or staff, will have access to or be made aware of the voting records on any members of the Nominating Committee.

4. The Committee Chair will:

- Coordinate all committee activities and preside at all Committee meetings.
- Prepare required reports to the Board (e.g., Committee membership and attendance at meetings, the time and place of meetings, the candidates interviewed, and the names of those recommended for the ballot).

- Represent the Committee to the Board.
- Review criteria for identifying and qualifying nominees for Board membership, pursuant to which the Nominating Committee may evaluate and recommend nominees to the Board of Directors.
- The Nominating Committee shall interview candidates for the Board of Directors to determine the qualifications of such individuals. Criteria may include considerations such as:
  1. Good Common Sense.
  2. Familiarity with the Lake Royale Covenants and By Laws and POA Rules and Regulations.
  3. Previous experience on Association committees/Boards.
  4. Familiarity with the management, issues and priorities of the Association.
  5. Track record of making, executing and taking responsibility in the business or professional world or in volunteer activities.
  6. Availability of time to commit to volunteer positions and a track record of having committed time in the past.
  7. An understanding that all Board members are required to act as fiduciaries for the Association as a whole, without regard to special interest or a particular agenda.
- For every open Director's seat, the Committee will attempt to nominate two or more candidates.
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- 5. The External Administrative Actions related to the Activities of the Lake Royale POA Nominating Committee (attached) and the Candidates Application Form (also attached) are considered to be an integral part of these Terms of Reference.

This Resolution is adopted the 15<sup>th</sup> day of November, 2008 by the Board of Directors of the Association.

ATTEST:

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Association Secretary

Date

ATTACHMENT  
EXTERNAL ADMINISTRATIVE ACTIONS RELATED TO THE ACTIVITIES  
OF THE LAKE ROYALE POA NOMINATING COMMITTEE

1. The POA General Manager will solicit candidates for consideration by the Nominating Committee through announcements in the Lake Royale Property Owners Association Newspaper (Royale Reporter) January edition, on the Lake Royale Web Page, and through signs at the Gate.
2. The President of the Lake Royale Board of Directors, at the January Meeting of the Board, will solicit candidates for consideration by the Nominating Committee.
3. POA Staff will handle requests for candidate application forms.
4. Staff will check the Accounts Receivable system to verify that candidates are in “good standing.”
5. The POA Staff will collect completed forms submitted in person, by mail, or electronically and turn the over to the Nominating Committee Chair on the day following the closing date for submission of applications.

**LAKE ROYALE  
PROPERTY OWNERS ASSOCIATION  
CANDIDATE APPLICATION – BOARD OF DIRECTORS**

**This application must be received by the Lake Royale POA Staff by \_\_\_\_\_.**  
Application may be submitted in person, by mail, or electronically.

**All candidates MUST submit a biography or resume that may not exceed 250 words.**  
If nominated, this /biography/resume will be circulated to POA members in conjunction with the distribution of ballots.

Lot # \_\_\_\_\_ Lake Royale Physical Address \_\_\_\_\_

Name: (as appearing on your deed) \_\_\_\_\_

Mailing Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Residential Candidate? \_\_\_\_\_ Camping Candidate \_\_\_\_\_

**On a separate sheet of paper, please answer the following questions:**

1. Why are you interested in serving on the Lake Royale Board of Directors?
2. What experience do you have (public/private sector/boards/committees) that you believe would make you an effective member of the Lake Royale Board of Directors?
3. What personal characteristics do you possess that you believe would contribute to your ability to serve on the Lake Royale Board of Directors?
4. Meetings of the Lake Royale Board of Directors are held on the third Saturday of each month. Will you be able to attend most meetings?
5. Have you read and are you familiar with the Lake Royale POA Restrictive Covenants and By-Laws?