

**WESTFIELD PARK HOMEOWNERS ASSOCIATION, INC.
COMMITTEE GUIDELINES POLICY**

WHEREAS, the Ohio Non-Profit Corporation Act gives authority to the TRUSTEES (the Board) to create one or more committees; and

WHEREAS, Article V of the Westfield Park Homeowners Association, Inc. (WPHOA) Code of Regulations grants the Board the authority to establish Standing, Special and Other committees; and

WHEREAS, the Board wishes to establish Guidelines for the operation and conduct of its committees;

NOW THEREFORE, be it resolved that the following general Guidelines and Procedures for committees be adopted:

COMMITTEE MEMBERS

The members of each committee shall be members of WPHOA, and shall be members in good standing throughout the term of office. The number of members serving on the committee shall be at the discretion of the Chairperson in order to accomplish the duties and responsibilities of the committee, or as defined by the Board approved resolution creating the committee. Committee members do not need to be approved by the Board unless so identified in the Board resolution creating the committee.

EX-OFFICIO MEMBERS

The Board shall be a non-voting ex-officio member of all committees and sub-committees. One member of the Board shall be designated as the Board liaison for each committee and shall serve in a non-voting capacity.

COMMITTEE CHAIRPERSON

The chairperson of each committee shall be a member of the committee and shall be appointed by the Board to serve a term at the pleasure of the Board. If the chairperson resigns, the Board shall appoint a successor. The chairperson, at his/her discretion, may appoint one committee member to serve as Vice-Chairperson. The chairperson or their designee shall preside over and chair all committee meetings following Robert's Rules of Order, as identified in Article XII Section 2 of the WPHOA Code of Regulations. The chairperson or their designee shall give a verbal report at each WPHOA Board Meeting.

SECRETARY

The chairperson of each committee and sub-committee shall appoint a secretary to keep minutes for the use of the committee. It is the responsibility of the secretary to prepare and provide such minutes of each committee meeting to the Board in advance of the next regularly scheduled Board meeting.

SUB-COMMITTEES

The chairperson of each committee shall have the authority to appoint sub-committees for specified purposes and duties not inconsistent with the purpose and duties of the committee as defined in the Charter. Members of the sub-committee need not be members of the committee but shall be members in good standing of WPHOA and shall serve for the time required to complete their assignment. Such sub-committees shall report their recommendations to the committee and may not act independently of the committee or the Board.

COMMITTEE Purpose

The Purpose, Areas of Focus and Specific Duties of all committees shall be outlined by the resolution of the Board creating such committee. Committees may develop Guidelines/Policies and Procedures to delineate and clarify for its member's the duties, responsibilities or unique aspects of the committee for approval by the Board.

MANNER OF OPERATION

Each committee serves in an advisory capacity to the Board and may take no actions without prior approval of the Board other than those provided in the resolution of the Board creating such committee. The committees are charged with maintaining a constant awareness with the legal obligations, risks and responsibilities of the Westfield Park Homeowners Association, Inc. and with the rights of homeowners and residents of Westfield Park Homeowners Association, Inc. All committees shall advise the Board regarding the actions of the committee through written reports and the submission of its meeting minutes to the Board.

MEETINGS

All meetings of the committees of the WPHOA shall be open to any member of WPHOA in good standing. Meetings of all committees shall be held as often as necessary to carry out the duties and assignments of the committee.

QUORUM

A majority of the committee members shall constitute a quorum to transact business of the committee, and an act of the majority of the committee members present at any meeting shall be deemed to be the act of the committee.

CONFLICT OF INTEREST

Any member of a committee of the Westfield Park Homeowners Association, Inc., who could reasonably be expected to benefit in a direct and substantial way from the possible outcome of the committee action under discussion must disclose each time it is discussed that he/she has such an interest and abstain from discussion and voting on any motion affecting that interest.

SPECIAL AND AD-HOC COMMITTEES

The Board may create or dissolve such Special or Ad-Hoc committees to serve specified purposes and duties as deemed necessary by resolution of the Board.

Adopted by the WPHOA Trustees on January 11, 2005

Rob Brandt, Jeff Buttolph, Bob Stone