

## Tahoe Donner Association Member Engagement Committee Charter

Pursuant to the powers invested in the Board of Directors (“Board”) by the articles of Incorporation, and the First Restated Bylaws of Tahoe Donner Association (“Association”), the Board hereby establishes as a Committee, the Member Engagement Committee (“Committee”). This is a member driven Committee which requires compliance within the Tahoe Donner Bylaws and other ruling documents and Association guidelines, and is an independent Committee with a charter applicable to its Mission which is to:

1. Without favor, increase member participation and engagement during member voting processes.
2. Inform and educate the membership before and during these voting processes by serving as a clearinghouse and conduit for impartial, official, and authoritative information.
3. At the request of Committees or Task Forces, provide assistance with other member communications efforts.

### AUTHORITY

The Committee is established under the provisions of:

- Section 1 and Section 2, Restated Bylaws of Tahoe Donner Association
- Article VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association
- Resolution 2008-2, Committee Policy, Tahoe Donner Association Board of Directors

The Committee shall have no authority to act on behalf of the Association, other than to formulate and present recommendations to the Board related to its stated purpose. The Committee shall have no annual agenda other than its original purpose as stated above unless further updated by the Board.

### MEMBERSHIP AND ORGANIZATION

The Committee shall consist of four (4) regular voting members. At the Committee’s discretion there may be one (1) non-voting alternate member. There shall also be one non-voting Board Liaison to the Committee who is chosen by the Board to attend Committee meetings, and whose primary purpose shall be to facilitate communications between the Board and the Committee.

Any member of the Association in good standing, who has a positive interest in contributing to the welfare of the Association, who is prepared to contribute the necessary time, and who does not present a conflict of interest is eligible to apply for appointment as a member of the Committee. Directors and their immediate families are ineligible for appointment. Co-owners of property and immediate family members shall be ineligible to serve simultaneously on the Committee. The Board shall approve all appointments to the Committee.

Other than when the Board finds an exception, regular and alternate members shall be appointed for a term of two years (subject to reappointment). Said terms shall be staggered where practicable in order to promote continuity within the Committee. Upon initial formation, the Board will decide which two members shall serve 1 year terms and which shall serve 2 year terms.

The Committee shall elect from among its membership, the Committee Chairperson who will serve for a period of one year. If no other Committee member is then willing to assume the duties of the Chair, the incumbent Chair may be reelected by the Committee.

The Chairperson of this Committee shall submit all prospective new Committee members wishing to be appointed or reappointed at the end of their initial term to the Executive Secretary stating their interest and brief qualification; all such requests shall be forwarded to the Board by the Executive Secretary and the Board will consider the application at the next available monthly meeting. Initial application shall include information as to what the candidate proposes to contribute to the Committee.

Vacancies: The Committee Chair shall advise the Executive Assistant of any membership changes that either have occurred or are anticipated. The Executive Assistant shall communicate the current or pending vacancies to the Communications Department, which shall publish notices of the vacancies in all Association media.

## REPORTING REQUIREMENTS

The Chairperson, or a duly appointed representative, shall report periodically to the Board, on the actions of the Committee. Reports may be written, oral, or a combination thereof.

## COMMITTEE SUPPORT

In support of the Committee's work for the Board, the General Manager and/or other staff members, especially marketing and communications (and as chosen by the General Manager), will attend all or part of most Committee meetings as a staff liaison. The Committee shall always be respectful of the limited time and other responsibilities of staff. Other staff participation shall be at the discretion of the Committee in conjunction with the input of the General Manager.

The Chair of the Committee will direct requests for statistical data, marketing support and communications, or any other types of information needed for the work of the Committee to the staff liaison assigned by the General Manager and where applicable to the Chairs of existing standing Committees or Task Forces. To protect Association member privacy and security, neither member personal information, nor member contact information will be provided to the Committee.

As necessary or appropriate within the Member Engagement Committee's mission, the Committee will coordinate and cooperate with the Elections Committee and the Covenants Committee, as well as with other Committees and Task Forces that request the Member Engagement Committee's assistance.

## FORMAL COMMUNICATIONS

To better ensure formal communications remain impartial, official, and authoritative, all formal communications must be approved in final form by all of the following:

- A majority of the Committee's regular voting members.
- The chair or chairs of any Committees or Task Forces with which the Member Engagement Committee is coordinating and cooperating on that particular communication.
- A majority of the Board of Directors.

As a courtesy, the Committee will solicit comment from the General Manager before giving final approval to any formal communications.

All formal Committee communications to Association members will be relayed to the members by Association staff.

The Committee's formal communications will emphasize quality over quantity.

#### COMMITTEE MEETINGS

The Committee will establish a meeting schedule. The Committee may meet by a variety of communication vehicles as agreed upon by its members.

All meeting shall be open to all Association members, and notice of the meetings shall be posted online and on the Northwoods Clubhouse bulletin board.

#### AMENDMENTS TO AND TERM OF CHARTER

This Committee charter shall remain in effect as presented herein until such time as it is amended or revoked by the Board or until such time the Board deems the work completed.

#### QUORUM REQUIREMENTS

A quorum shall consist of at least 75 percent of the members being able to vote.

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to promote continuity within the Committee. Upon initial formation, the Board will decide which two members shall serve 1 year terms and which shall serve 2 year terms.

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#### FORMAL COMMUNICATIONS

To better ensure formal communications remain impartial, official, and authoritative, all formal communications must be approved in final form by all of the following:

- Unanimous consent of the Committee's regular voting members.

- The Chairs of any Committees or Task Forces with which the Member Engagement Committee is coordinating and cooperating on that particular communication.
- 4 of the 5 members of the Board of Directors.

As a courtesy, the Committee will solicit comment from the General Manager before giving final approval to any formal communications.

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