

**RESOLUTION OF THE
COPPERLEAF HOMEOWNERS ASSOCIATION, INC.
REGARDING THE ACTIVITIES COMMITTEE
AND
COMMITTEE CHARTER**

ESTABLISHMENT: The Activities Committee ("Committee") is established by and serves at the direction of the Board of Directors of the Association. The authority for the establishment of the Committee is based on delegation from the Board of Directors and is based on provisions in the Association's Bylaws.

The Bylaws of Copperleaf Homeowners Association, Inc., at Article X, provide as follows:

The Executive Board may appoint a Design Review Committee, subject to the provisions of the Declaration, and may appoint a nominating committee. In addition, the Executive Board may appoint other committees, as it deems appropriate in carrying out its purposes. In the event an authorized committee has not been appointed, or for any other reason fails to act, the Executive Board may carry out that committee's duties.

Liaison to the Committee: The Board will appoint a member of the Board of Directors to act as Liaison to the Committee. This member will assist the Committee with questions for the Board of Directors. This member may attend meetings, and volunteer for events, but may not be a Committee Co-Chair.

PURPOSE AND DUTIES OF THE COMMITTEE: The purpose of the Committee is to assist the Board of Directors in all matters related to the planning, funding, promotion, and carrying out social activities and events in the Copperleaf Community, including but not limited to the following:

1. Recommendation and Advice to the Board of Directors. The Committee Co-Chairs shall make recommendations and give advice to the Board of Directors in matters related to social activities and events in the Copperleaf Community.
2. Point of Contact. The Committee Co-Chairs shall serve as the main point of contact between the Association/Association's Board of Directors and any contractor(s) or vendor(s) hired by the Association for any aspect of social activities and events sponsored by the Association.
3. Revenues and Expenses.
 - a) The Committee Co-Chairs, or their designee shall present an annual budget for all proposed activities and/or events for the upcoming year to the Board of Directors no later than the September Board of Directors' meeting of each calendar year.
 - i. The annual budget will include a proposed cost per activity and/or event and how many homeowners are expected / allowed at the event so that a cost per attendee can be determined.
 - b) The Committee does not have income or revenues of its own and is without authority to incur expenses on behalf of the Association, including, but not limited

to, authorizing vendor supplies or services, except, with the delegation or approval of the Board of Directors.

- c) All vendor contracts and/or proposals, certificates of insurance, and completed W-9s must be submitted to the Association's management company for review and approval not less than 20 days prior to the date of the event.
 - d) Contracts and/or proposals may not be entered into until approved by the Board and signed by an authorized Board member.
- 4. Reporting. The Committee Co-Chairs or their designee, shall attend monthly Board meetings or send written communication and provide updates to the Board as to plans, schedules, and related matters for activities and events. The Committee Co-Chairs or their designee will notify the Board liaison or Association's management company as needed, concerning outstanding items that need the attention or approval from the Board.
- 5. Meetings. The Committee will meet as often as necessary, at the place and time designated by the Co-Chairs, or may be held by conference call or electronic means. All Committee meetings are open to Association members or their designated representative. Notice may also be posted on the Association's website.
- 6. Minutes. Minutes of meetings of the Committee, including meetings of the Committee that are held jointly with the Board of Directors, shall be kept by the Association's managing agent, if present, or by a designated recording secretary.
- 7. Inventory, Accounting, and Reimbursement Procedures.
 - a) All items purchased for a Board-approved activity or event by a Committee member and for which reimbursement from the Association is sought must be submitted by an expense reimbursement request on the designated form and attach the detailed and itemized receipts within 30 days of the event conclusion. The reimbursement form must be signed by the Committee member seeking reimbursement and the event coordinator and a Committee Co-Chair or treasurer of the Committee. Reimbursement forms submitted by the Committee Co-Chair must be countersigned by another Co-chair or the treasurer of the Committee.
 - b) Committee members will use best efforts to ensure purchases adhere to the Board-approved event budget, unless exigent circumstances require the purchase of any last minute items that are subsequently approved by the Board.
 - c) Registration fees, sales, and additional purchases for activities during an event which are payable to the Association will be collected through a Board approved cashless payment method(s). Cash may only be utilized at an event with prior Board approval, and such approval may provide additional terms and conditions for accounting and the deposit of funds.
 - d) Two or more Committee members will conduct an inventory of Association owned equipment, alcohol, and other event purchases, utilizing the detailed receipts, and make a list of Committee member and management company purchased items existing prior to the event and at the event conclusion. The

inventory list must be signed by the Committee members conducting the inventory and delivered to the Committee Co-Chairs to file with the Committee records.

- e) All left over nonperishable items including beverages will be stored in the clubhouse/storage area in the area designated by the Board.
- f) Left over perishable items that will spoil before use at a future Association activity or event may be disposed of in appropriate receptacles or distributed among Committee members.

8. Vendors and Service Providers.

- a) Any vendor or service provider, to be compensated by the Association, proposed by the Committee for any activity or event must be vetted by the Association management company and approved by the board.
- b) Any vendor or service provider that will be compensated by the Association for services must provide The Committee with the following items to submit to the Association management company for consideration:
 - i. Proposal or contract for goods or services;
 - ii. W-9; and
 - iii. If applicable, Certificates of Insurance evidencing effective insurance coverage as follows: Worker's Compensation and Employer's Liability, Comprehensive General Liability, and Comprehensive Automobile Liability.

9. Disclosure of Committee Member Conflicts of Interest.

- a) Members of the Committee must adhere to the same standards and procedures for disclosure of any conflict of interest set forth in the effective Association policy for disclosure of Board Member Conflicts of Interests.
- b) The Committee member with the conflict of interest must disclose to the Board in the monthly Committee report or at the next Board meeting prior to entering into a contract, transaction, or other financial relationship between the Association and party that is the center of the conflict.

10. Code of Ethics. Members of the Committee must adhere to the same standards set forth in the effective Association Board Member Code of Ethics.

AUTHORITY OF THE COMMITTEE: The Committee does not have authority to act on its own, without the cooperation and involvement of the Board of Directors. Final decision-making authority on all affairs of the Association is retained by the Board of Directors. The Board of Directors, however, desires to include and involve the Committee in all affairs related to the planning, funding, promotion, and carrying out of approved social activities and events, so that the Board may be guided and assisted by the recommendations and requests of the Committee.

QUALIFICATION FOR COMMITTEE MEMBERSHIP: Members of the Committee must be Owners, or designated representatives of Owners, and residents in the Copperleaf Community. The Committee Co-Chairs may not be members of the Board of Directors.

TERM OF COMMITTEE MEMBERSHIP: The Committee is a standing committee with members serving as long as willing and approved by the Board.

COMMITTEE STRUCTURE: The Committee shall have the following structure:

1. Three (3) Co-Chairs as elected by the Committee and approved by the Board. If more are needed, they should maintain an odd number for voting purposes.
2. Recording Secretary, if any, elected by the Committee
3. Treasurer as elected by the Committee.
4. Event Coordinator(s) as approved by the Co-Chairs
5. As many volunteers as each event can obtain as approved by the Co-Chairs

DUTY OF CARE: Each member of the Committee shall discharge the member's duties as a Committee member as follows:

1. In good faith;
2. With the care an ordinarily prudent person in a like position would exercise under similar circumstances; and
3. In a manner the member reasonably believes to be in the best interests of the Association.

DUTY OF LOYALTY: Each member of the Committee has the following duties of loyalty:

1. To avoid conflicts of interest; and
2. To avoid use of their position or information about the Association or Community to gain personal advantage.

VOTING OF CO-CHAIRS: Each Co-Chair has one (1) vote and may vote in person, by email, or other digital communication platform on all items placed before the Co-Chairs. A record of all writings and actions taken by the Committee via email will be filed with the minutes of the Committee.

RESIGNATION: Any Co-Chair may resign at any time by informing the remaining Co-Chairs stating the effective date of the resignation. Acceptance of a resignation shall not be necessary to make the resignation effective.

REMOVAL OF MEMBERS: By majority vote of either the Co-Chairs or the Board of Directors, one or more Co-Chairs, members, or volunteers may be removed at any time without any stated cause.

COMPENSATION: No Committee member shall receive compensation for any service they may render as a Committee member to the Association, including, but not limited to, gifts, commissions, rewards, or payments from vendors or service providers engaged for Association activities and events. However, any Committee member may be reimbursed for actual expenses incurred in the performance of Association duties subject to the requirements of this Charter. Volunteers for any event should not expect or solicit compensation of any kind (i.e.,

tips, gift card, food etc.). The committee can budget non-cash gifts of appreciation for volunteers on an event by event basis.

OBLIGATION TO INDEMNIFY: The Association shall indemnify each member of the Committee, whether currently serving or having previously served, to the same extent as Board members and Officers of the Association are indemnified.

AMENDMENT OF THIS CHARTER: This Charter may be amended by the affirmative vote of a majority of the Board of Directors. The Board may deviate from the procedures set forth herein if, in its sole discretion, such deviation is reasonable under the circumstances.

Member acknowledgment of Charter: Committee members need to sign the attached acknowledgement form.

BOARD

CERTIFICATION: The undersigned officers of the Copperleaf Homeowners Association, Inc., a Colorado nonprofit corporation, certify that the foregoing Resolution was approved and adopted by the Board of Directors of the Association at a meeting of the Board of Directors of the Association on November 14, 2023.

COPPERLEAF HOMEOWNERS ASSOCIATION, INC.,
a Colorado non-profit corporation

By: 
President

Attest: 
Secretary

**COPPERLEAF HOMEOWNERS ASSOCIATION, INC.
COMMITTEE MEMBER ACKNOWLEDGEMENT OF ACTIVITIES COMMITTEE CHARTER**

I, _____, hereby acknowledge and confirm that I have read the Copperleaf Homeowners Association, Inc. Activities Committee Charter and agree to abide by the charter in my actions taken while serving on the Activities Committee.

Signature

Printed Name

Date