CGEHOA, Inc.
Board of Directors Charter

The Board of Directors are responsible for the financial health of the organization, and for the operational agenda for each fiscal year.

The Board of Directors shall:

1. Set and collect all member assessments;
2. Maintain the common areas at comparable value;
3. Maintain the common areas for mutual benefit of all Association Members;
4. Insure the common areas at comparable value;
5. Negotiate, sign and service all agreements and contracts;
6. Respond to all requests for information from, assistance with, and documents of the Association;
7. Review and evaluate all internal and external financial reports, including monthly financial packages for accounts payable and accounts receivable to regularly monitor and evaluate the financial activities and conditions of the Corporation;
8. Conduct regular board meetings in open session at least once per quarter;
9. Ensure the Corporation complies with an adequate risk management plan and strategy to protect the Corporation financially – such plan and strategy to incorporate considerations of operating risks, compliance with applicable laws, and other appropriate practices; and
10. Ensure the Association Members are appropriately and timely apprised of all actions taken and all matters related to the Corporation's financial health.

Authority

The Board of Directors has such authority as is set forth in this charter, and in the Bylaws, and is authorized to take action deemed to be in the best interest of the Association Members when that action results from a legal motion passed by a majority of Directors in quorum during a duly noticed open or executive session.

Board Composition

The Board shall consist of four Officers and three Directors.

The four Officers of the Corporation, in fulfilling financial oversight responsibilities in furtherance of annual operational goals established by the Board, are responsible for managing the business of the Association and for the enforcement of the Associations Bylaws and the Covenants, Conventions & Restrictions (CC&R).

President

The primary duty of the President is to communicate and model the agenda of the Board through visible and obvious focus on achieving the business goals of the Board.

Serves as Chair during all open and executive sessions; is a voting Director; can make unsupported motions; represents the Board during Internal Dispute Resolution (IDR); co-signs all contracts with Treasurer; can co-sign checks with Treasurer; signs all IDR agreements.

Vice-President

The primary duty of the Vice-President is to support the achievement of the goals of the Board through visible and obvious focus on achieving the business goals of the Board.

Serves as President when that office is vacant or when the President is unavailable; is a voting Director; cannot make unsupported motions; can co-sign checks with Treasurer.

Treasurer

The primary duty of the Treasurer is ongoing visible and obvious focus on the financial control necessary to achieve the business goals of the Board.

Serves as Chair of the Finance Committee; is a voting Director; cannot make unsupported motions; co-signs all contracts; has sole signatory; reviews and makes recommendations on all Association financial matters (via Finance Committee or separately); and determines best methods for maintenance of Association financial records, for filing taxes, and for reporting.

Secretary

The primary duty of the Secretary is to record all business of the Board.

Serves as Chair of the annual Member Meeting; is a voting member; cannot make unsupported motions; can co-sign checks with the President or Vice-President when the office of Treasurer is vacant; publishes the agenda for all Association meetings; records the roll for all Association meetings; records the minutes of all Association meetings; and manages all Association information resources and archives.

Unassigned Directors

Three Directors are unassigned voting members.

Unassigned Directors cannot make unsupported motions; are not signatory; may not liaison with vendors, contractors, repair and maintenance personnel.

Unassigned Directors assist in the maintenance of the comparable value and usability of the common areas; recommend vendors, develop cost estimates, and make recommendations to the Board for all work that needs to be performed on or within the common areas; liaison with interested Association Members and event service providers regarding social activities and mutually-beneficial use of the common areas; recommends event providers, develops cost estimates, and makes recommendations to the Board for all social events on or about the common areas.

Meetings

The Board shall meet at such times as are set forth by the Board, on the call of the President or any two Directors, and generally at times and locations established by the Board.

The Vice-President or Treasurer (in that order) may serve as Chair of any duly noticed meeting, upon request of the President, or when the President is otherwise unavailable.

Actions of the Board

A quorum shall exist at any duly noticed meeting of the Board of Directors where the Chair and at least three other Directors are present. Actions or decisions of the Board are made by a majority vote of the Directors present at a duly noticed meeting at which a quorum is present.

When a duly-noticed meeting of the Board fails to achieve quorum, the Directors in attendance may discuss any item on the agenda without taking action. If quorum was achieved at roll call, then subsequently lost, the remaining Directors in attendance may discuss any item on the agenda and may take action on any item discussed if they vote in unison.

Modification of this Charter

This charter may be modified by an action of any Officer. If this charter is found to be insufficient, the Officer should recommend changes to the Board for approving action and incorporation into the next version.

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Version	Date	Approved By: (print clearly)	Initials
1.0	9/8/2021	Board Action	