

ARTICLE VII COMMITTEES

Section 1 Committees:

The Standing Committees of the Association shall be as follows:

- A. Architectural Review Committee
- B. Bylaws Committee
- C. Communications Committee
- D. Finance Committee
- E. Membership and Welcome Committee
- F. Nominating Committee
- G. Property Committee
- H. Neighborhood Watch Committee
- I. Clean-up Committee
- J. Tellers and Elections Committee
- K. Fund-Raising Committee
- L. Learning Garden Committee
- M. Social Committee
- N. Technology and Infrastructure Committee
- O. SGCHOA Store
- P. Kids Connection

Section 2 Overview:

- A. Unless otherwise provided herein, each Standing Committee shall consist of a Chairperson and a minimum of two (2) additional members. Members will be appointed to the Standing Committee by the Committee Chairperson except the members of the Nominating Committee will be appointed as described in Article IV, Section 3 of the SGCHOA Bylaws. The Standing Committee Chairperson shall be appointed as needed by the President annually in March and approved by the Board of Directors. Chairpersons of all Standing Committees shall hold a membership in good standing and have the ability to perform the duties prescribed by the Association Bylaws. Standing Committee Chairpersons vacancies occurring at other times are appointed by the President and approved by the Board of Directors as they occur.
- B. Any Standing Committee may take action without a meeting if the action is taken by all members of such Standing Committee via a group action such as a conference call, email, or webinar. The action must be evidenced by a written consent signed by all the

MARKUP #1 ->

MARKUP #1 · CONFLICTS WITH MANDATORY STATE STATUTE

BOARD & COUNSEL REVIEW

Sec. 3 (p. 11): Governing document purports to authorize the Board of Directors to take official Board action outside of a noticed meeting by written consent signed by the directors, conflicting with the open-meeting sunshine mandate of Fla. Stat. § 720.303(2)(a)-(b).

Statutory / Legal Reference: Fla. Stat. § 720.303(2)(a)-(b)

Statutory Comparison: While general nonprofit corporations under Fla. Stat. § 617.0821 may act by unanimous written consent unless prohibited, Fla. Stat. § 720.303(2)(a)-(b) overrides general corporate law for Florida community associations by requiring that all Board meetings be open to all members with at least 48 hours' posted notice and owner right to speak on all agenda items. Taking formal Board action by written consent in the absence of a noticed meeting deprives owners of their statutory right to attend and speak prior to Board votes.

CURRENT WORDING IN DOCUMENT:

appointed as needed by the President annually in March and approved by the Board of Directors. Chairpersons of all Standing Committees shall hold a membership in good standing and have the ability to perform the duties prescribed by the Association Bylaws.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Notwithstanding Fla. Stat. § 617.0821, pursuant to Fla. Stat. § 720.303(2)(a)-(b), all official actions and votes of the Board of Directors (other than emergency actions authorized by statute) shall be taken only at a duly noticed meeting of the Board open to all Members at which Members have the right to attend and speak on designated agenda items.

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