



BOARD
POLICIES & PROCEDURES

Revised February 20, 2020

**BOARD POLICIES & PROCEDURES
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As used in this document:

Revised: Sections will be annotated as revised when changes are made to existing language. This notation will appear immediately following the affected section.

Effective: Sections will be annotated as effective when the section is new. This notation will appear immediately following the affected section.

BOARD POLICIES & PROCEDURES

I. GOVERNING DOCUMENTS

- A. The Hawthorne Residents' Cooperative Association Inc. is hereinafter referred to as the Corporation. The Corporation's governing documents provide the framework under which the Board functions. These documents are:
1. State of Florida Statutes
 2. Florida Administrative Code
 3. The Articles of Incorporation
 4. The Proprietary Lease
 5. The By-Laws
 6. The Rules and Regulations
- B. The Policies and Procedures of the Board are developed in accordance with the governing documents and serve as a tool for guidance and organization of the current Board as well as a foundation upon which future Board members can build.
- C. The Board must recognize the authority of Federal and State Statutes, particularly Florida Statute 719, as well as Florida Department of Business and Professional Regulation (DBPR).

II. THE ELECTION

- A. The Board must be elected by the process prescribed in Chapter 719, Florida Statutes, and Rule 61B-75.005, Florida Administrative Code.
- B. Nominating committees are prohibited by statute.
- C. A search committee (Bylaws 7.4) is used to encourage individuals to run for the Board, however, they have no authority to nominate candidates for the Board.
- D. Candidates nominate themselves by giving notice to the Corporation of their intent to run for the Board (see Notices of Intent, below).
- E. Electing the Board
1. Any vacancy on the Board caused by the expiration of a term must be filled by electing a new Director.

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2. The election must be held at the same time and place as the Annual Members' Meeting. Proxies may not be used in these elections.
3. Members are elected to the Board by written ballot.
4. Ballots, envelopes and any other items used in the election process must be maintained among the Corporation's official records for at least one year from the date of the election to which these items relate.

F. Advance Notice

1. Two notices must be mailed or delivered to the members prior to the election itself, in addition to the Annual Members' Meeting notice which must be mailed, hand delivered, or electronically transmitted to each member at least fourteen (14) days before the Annual Members' meeting, and must be posted on the Board's bulletin board in the Dan Gorden Hall at least fourteen (14) days before the Annual Members' meeting.
2. The first notice of election must be mailed, hand delivered or electronically transmitted to each unit owner at least sixty (60) days prior to the election and must contain the correct name and mailing address of the Corporation. The notice should remind the unit owners that if they want to run for election they must submit their notice of intent in writing to the Corporation not less than forty (40) days prior to the election.
3. The second notice of election must be mailed, hand delivered or electronically transmitted to the unit owners with the Annual Members' Meeting notice and agenda not less than fourteen (14) days and not more than thirty-four (34) days prior to the election. Included with the second notice are the printed ballots and envelopes for returning the completed ballots and any candidate information sheets that have been submitted to the Board.

4. Notices of Intent

- a. Any member who desires to be a candidate for the Board must give written notice to the administrative office of the Corporation not less than forty (40) days prior to the election. Under the pains and penalties of perjury and pursuant to provisions of Chapter 719 of the Florida statutes I affirm that I am not a convicted felon and otherwise meet the minimum requirements to hold elected office as a HRCA Board member.
- b. Such notices of intent should be submitted to the Administration office by one of the following methods:

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- (1) certified mail return receipt requested
 - (2) personal delivery
 - (3) regular U.S. mail
 - (4) facsimile
 - (5) email
- c. Upon receipt of a timely delivered notice of intent, the Administration Office shall issue a written receipt acknowledging delivery of same. Written notice is effective when received by the Administration office.

G. Campaign Practices

1. Candidates for the Board shall participate in activities that are approved by the Board at which all candidates for Director are invited to appear. These shall include at a minimum:
 - a. one appearance on the Hawthorne TV channel;
 - b. introduction at Board meetings preceding elections; and
 - c. an open forum allowing each candidate the opportunity to meet and talk to members/residents on an individual or group basis.
2. There shall be no door-to-door solicitation.
3. Candidates shall be given a copy of these Policies and Procedures immediately upon filing nomination papers with the Administration Office.
4. Any candidate may submit a personal information sheet to the Administration Office not less than thirty-five (35) days prior to the election.
 - a. This sheet may not exceed one side of an 8½ X 11" sheet of paper and may contain information describing the candidate's background, education and qualifications as well as other factors deemed relevant by the candidate.
 - b. A picture to be included on the information sheet will be taken of each candidate by the Corporation. Leave a 2 x 2 blank space in the upper right corner of the information sheet for the picture.

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5. The Corporation must distribute copies of personal information sheets with the second notice of election. These may be printed on both sides of the page to reduce costs.
6. The Corporation may not edit, alter or otherwise modify the content of the information sheet. The original copy provided by the candidate becomes part of the official records of the Corporation.

H. Ballots and Envelopes

1. The ballot must list all eligible candidates in alphabetical order by last name. No write-in candidates are permitted. Additionally, the ballot must not have a space for the voter's signature. Balloting is not necessary to fill any Director vacancy unless there are two or more eligible candidates for that vacancy.
2. Ballots shall be mailed to all members and shall be available in the Administration Office at least twenty (20) days prior to an election.
3. The ballot shall consist of three pieces:
 - (a) the paper ballot;
 - (b) a secrecy envelope, and
 - (c) a self-addressed, stamped return envelope.

(Revised May 16, 2019)

4. The secrecy envelope shall have instructions for voting printed on the front.
5. The return envelope shall have the Corporation mailing address printed on the front and a ballot certificate on the back.
6. The ballot certificate shall be used to establish a quorum at the members' meeting; and to update the voting records.
7. After the member votes on the ballot, it shall be placed in the secrecy envelope and sealed. The secrecy envelope shall then be placed into the return envelope and sealed. Members must then sign the ballot certificate on the back of the return envelope. The sealed envelope may either be mailed or hand delivered to the Corporation.

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8. Ballots must be received in the Administration Office no later than 4:00 PM the day before the election. Once received by the Corporation, no ballot may be rescinded or changed. Such envelopes received by the Corporation are not to be opened until the Annual Members' Meeting.
 9. The envelopes shall remain sealed and shall be locked in a cabinet at the Administration Office.
 10. On Election Day, all ballots shall be turned over to the Election Committee.
 11. Before the Annual Members' Meeting begins, the Chair of the Election Committee shall count the number of ballot certificates already received and report that number to the Board Secretary.
 12. Ballots already received shall be held until the polls close on Election Day when all ballots are counted.
 13. Before the count begins, the Election Committee shall open the outer return envelopes, remove the secrecy envelopes, and lay the return and secrecy envelopes in two separate piles. The return envelopes must be kept as part of the official voting records.
 14. The secrecy envelopes are not to be opened until the return envelopes have been removed from the table and there can be no possible way a ballot can be linked to the name of a member voting. Once the return envelopes have been removed, the secrecy envelopes may be opened and the ballots tallied.
 15. After tallying the ballots, the Election Committee chair shall complete the Ballot Accounting Form that shall become part of the official voting records. The Ballot Accounting Form, along with the results of the election, shall be posted on the window of the Program Office at the Clubhouse.
- I. Annual Members' Meeting
1. The Annual Members' Meeting and the Election Committee Meeting will be the only activities scheduled in the Dan Gorden Hall (Clubhouse) including all adjacent rooms on the day of the Annual Members' Meeting.
 2. The election of Directors must take place at the same time and place as the Annual Members' Meeting, which is held in the Dan Gorden Hall on the third Thursday in

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March. Twenty-five (25) percent of the eligible voters must cast a ballot in order to have a valid election. The Corporation must have additional blank ballots available at the election for distribution to eligible voters who have not yet voted. These ballots must be handled in the same manner as if previously submitted, using both the inner and outer envelope and signing the exterior of the outer envelope.

J. Election Committee

1. Notice that the Election Committee will meet on the day of the Annual Members' Meeting must be posted at least forty-eight (48) hours in advance.
2. Election Committee members shall wear an identifying name tag.
3. Members wishing to observe the election process may do so from the Gallery.
4. On Election Day at 5:00 a.m. the Election Committee's Chair (Chair) and Security shall transport the ballots and the member cards from Administration to the Lemon/Lime rooms.
5. On Election Day at 6:00 a.m. the Election Committee shall hold a meeting in the Lemon/Lime room for the purpose of verifying the outer envelope containing the ballots.
6. The Committee must check the signature and unit identification on the outer envelope against a list of qualified voters. When the voter's name is found on the list, the voter's name is checked off as having voted. Any outer envelope not signed by someone on the list of eligible voters is marked "disregarded" and any ballots inside it are not counted. The business of the Annual Members' Meeting may continue during this process.
7. After all the envelope information has been verified and the eligible voters' names checked off the roster, the outer envelopes may be opened. As soon as the first outer envelope is opened, the polls must close and no more ballots may be accepted. The inner envelopes are first removed from the outer envelopes (that were not disregarded) and placed in a receptacle. Then the inner envelopes are opened and the ballots are removed and counted in the presence of the unit owners. Any inner envelope containing more than one ballot is marked "disregarded" and the ballots contained inside are not counted. All envelopes and ballots, whether disregarded or not, must be retained with the official records of the Corporation.

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8. The Chair shall notify the Corporation of any needs, including food.
 9. The Chair shall advise the Board Secretary when twenty-five (25%) of eligible voting members have cast a ballot.
 10. When the Annual Members' Meeting is in recess, the polls open for one (1) hour or until the last member in line at the end of the hour has voted.
 11. The Committee is divided into groups of three (3) people: one (1) person reads the ballot, two (2) mark their own tally sheet. After twenty-five (25) ballots have been called, tally sheets are compared to ensure the same count. If the count is not identical, the process is repeated.
 12. Once the vote has been certified the Chair shall post the results of the election on the window of the Program Office.
 13. Security shall then escort the Chair to the Administration Office with the voting materials.
- K. Assistance in Voting - Any member who requires assistance with the voting process by reason of blindness, disability or inability to read or write may request the assistance of a member of the Board or other unit owner in casting their vote. (FAC 61B 75.005 (c) (11))

III. THE BOARD

A. Director Certification

1. Within ninety (90) days after being elected or appointed to the Board, each new Director shall certify:
 - a. that he/she has read the Corporation's Articles of Incorporation, Proprietary Lease, Bylaws, Rules and Regulations and Policies and Procedures by completing the Board Member Certification Form and submitting it to the Assistant Secretary of the Corporation.
 - b. that he/she shall work to uphold said documents to the best of his/her ability; and
 - c. that he/she will faithfully discharge his/her fiduciary responsibility to the Corporation's members; or

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- d. within ninety (90) days after being elected or appointed to the Board, the newly elected or appointed Director shall submit a certificate of having satisfactorily completed the educational curriculum administered by an education provider as approved by the DBPR pursuant to the requirements established in Chapter 719 (Fl. Statute 719.106(1)(d)1.b.) within one (1) year before, or ninety (90) days after, the date of election or appointment. The educational certificate is valid and does not have to be resubmitted as long as the Director serves on the Board without interruption.
 - e. A Director who fails to timely file the written certification or educational certificate is suspended from service on the Board until he/she complies. The Board may temporarily fill the vacancy during the period of suspension.
 - f. The Corporation shall retain a Director's written certification or educational certificate for inspection by the members for five (5) years after a Director's election or the duration of the Director's uninterrupted tenure, whichever is longer.
- B. The Board shall have the powers and duties as found in Article V of the Bylaws.
- C. Officers of the Board (Article VI of the Bylaws)
1. President
 - a. Presides over all meetings of the Board.
 - b. Develops a proposed agenda for Board meetings. The agenda is reviewed and possibly changed by the Board at the Agenda meeting. It is the President's responsibility to ensure that Board meetings follow the established agenda.
 - c. Executes or delegates tasks to be completed.
 - d. Reviews the development of the budget.
 - e. Initiates the General Manager's performance review. Each year by November 5th, distributes to each Board member a General Manager's performance form to be completed and returned to the President no later than November 15th. The President and members of the Board shall review these forms and prepare a composite evaluation.
 - f. Shares the results of the composite evaluation during a closed meeting with the General Manager, no later than the first Monday in December.

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2. Vice President

- a. Presides over Board meetings in the President's absence or when the President chooses to stand down to present a position on an issue under discussion.
- b. Performs duties incidental to the office of President, in the absence of the President.

3. Secretary

- a. Issues notice of all Board and Members' meetings
- b. Attests to the validity of Board meeting minutes by signing them
- c. Coordinates the timely writing and distribution of meeting minutes
- d. Assists the President in establishing schedules for meetings, projects, etc.
- e. In the absence of the President and Vice President, the Secretary shall chair the Board meetings.

4. Treasurer

- a. Works through the Chief Financial Officer to present a monthly report to the Board
- b. Participates in the annual budget review process
- c. Works closely with the Chief Financial Officer to monitor the Corporation's fiscal status.

D. Election of Officers

1. Officers of the Board, as designated in Bylaws, Article VI, are elected at the Organization Meeting. (See Sec. III, L. 1. (a)) Revised November 21, 2019
2. The Board shall appoint other officers who are not Board members and have no voting powers. These positions are officers of the Corporation, which are necessary to satisfy legal requirements to carry out the day-to-day business of the Corporation. These positions are:
 - a. Vice President/Chief Operating Officer (General Manager)
 - b. Vice President/Real Estate Division (Real Estate Broker)
 - c. Assistant Secretary (Administrative Assistant)

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- d. Assistant Treasurer (Chief Financial Officer)
3. The highest ranking, retiring officer shall chair the meeting for election of officers. In the event there is no ranking officer, the retiring Directors shall select one of their number to chair the meeting for election of the President, Vice President, Secretary and Treasurer.
 - a. The other retiring Directors shall assist in counting and verifying ballots cast for the officer elections. Nominations shall be called for each office.
 - b. The names of all nominees shall be displayed on a Board visible to all Directors.
 - c. Voting for each office shall be by a secret, written ballot. In the event of only one nominee, the chair may declare the nominee is elected or take a voice vote.
 - d. The result of voting shall be announced for each office before nominations are opened for the next office.
 - e. After these officer positions are filled, the retiring Director, who is chairing the meeting, shall relinquish the chair to the newly elected President for the appointment of all other officers by the Board.
 - f. At the discretion of the new President, Committee chairs may be appointed.

E. Director Responsibilities

1. Directors have a fiduciary responsibility to act in the best interest of all members and to conduct themselves in a manner of respect and consideration for fellow Directors. A Director must be loyal to the Corporation and comply with the governing documents. No individual Director is vested with any authority to direct a member, contractor, agent or employee of the Corporation. The authority of a Director is limited to developing policies of the Corporation, approving an annual budget and participating in the meetings of the Board and Committees to which said Director may be appointed.
2. Directors are expected to attend meetings of the Board to fulfill the duties and responsibilities of the office. Unless specifically excused for cause, a Director may miss no more than two (2) General Board meetings annually.
3. Directors should study and research the agenda items coming before the Board in order to be prepared for a Board meeting. A Director may initiate, by presentation to the Board for endorsement, a suggestion for study by any Committee.

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F. Rules and Regulations

1. Proposed changes should be in typewritten form with additions in bold and underlined and deletions struck through.
2. A proposal for change should be submitted to all Board members at least thirty (30) days in advance of the meeting at which a vote shall be taken on the proposal.
3. Once the Board approves a change it is effectively immediately (R&R XXII B) and, published in the Green Sheet.

G. Selling Price of Proprietary Leases

1. The Board shall establish the current selling price of Proprietary Leases owned by the Corporation.
2. Current prices shall be published in the Home Sales Listing Sheet.

H. Director Communication

1. Every Director shall have a mail slot in the Administration Office for official communications. Directors shall check their mail slot frequently.
2. Directors shall be issued an e-mail account, which should be checked at least daily. Directors without a computer should check their mail slot each business day.
3. Board information should not be distributed publicly until the Board has met and discussed the information at a Board meeting.

I. Green Sheet

1. The Green Sheet is the official publication of the Board. Its purpose is to communicate the business, goals, and actions of the Board to the members.
2. It is normally published once each month, however it may be more or less often depending on the need as determined by the Board.
3. The President and Secretary are responsible for overseeing the editorial content of the publication.

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J. Official HRCA Bulletin Board

1. The glass-enclosed bulletin board on the wall opposite the Program Office in the Dan Gorden Hall is designated the official HRCA bulletin board.
2. All notices of Board and Members' meetings shall be posted on this bulletin board as well as other documents required by governing documents.

K. Written Correspondence to the Board

1. All signed correspondence shall be logged by the Assistant Secretary and copies shall be distributed to each Director.
2. All anonymous correspondence shall be discarded and ignored.
3. When a written response is requested or deemed appropriate by the President of the Board or General Manager, this response should be sent within a reasonable amount of time.
4. Using the guidelines set forth in the legal opinion of attorney Charles Johnson, dated November 5, 2002, or any other legal opinion which may be obtained, the President and General Manager shall determine which correspondence, if any, falls into the category of official records of the Corporation pursuant to Sections 719.104 and 719.106 (1)3 of the Florida Statutes.
5. In the minutes of the next monthly General Board meeting, the number of correspondence to the Board should be noted. There need not be any mention of the name or content of any correspondence.
6. All correspondence that falls into the category of official papers shall be maintained in accordance with section 719.04 of the Florida Statutes.

L. Meetings of the Board

1. Meeting times and places will be on the HRCA website and on the official HRCA bulletin board. With the exception of Closed Meetings, the Community is welcome to attend all meetings of the Board.

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a. Organization Meeting

- (1) The Organization Meeting shall be held immediately after the election of the Directors at the Annual Members' Meeting or at the convenience of the Board.
- (2) Officers of the Board are **elected**, and Officers of the Corporation are appointed at this meeting. (See Section III D)

(Sec. a. Effective November 21, 2019)

b. Workshop Meeting

- (1) This meeting is designed for the Board to examine Community issues. This venue allows time to discuss pertinent matters and acquire information for consideration.
- (2) The Board will decide the disposition of these matters. The Board may:
 - (a) place an item on the agenda for a vote at a General Board meeting
 - (b) charge a Board Committee to investigate and report on the issue
 - (c) direct management to deal with the issue, or
 - (d) dismiss the matter

c. The Agenda Meeting is held for the Board to establish the Agenda for the General Board Meeting.

d. General Board Meeting

- (1) This meeting is held for the Board to:
 - (a) receive pertinent reports
 - (b) vote on all motions on the Agenda
- (2) Members have the right to speak on underlined new business agenda items.
- (3) Members also have the right to make audio or videotapes of Board meetings. Taping must not be disruptive to the Board meeting or to the members in attendance.
- (4) At the conclusion of the business portion of the meeting the Members shall have an opportunity to address the Board on any subject that is within the Board's jurisdiction.

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- (5) Member comments shall be limited to three (3) minutes per person and no one shall be allowed to speak more than once until all desiring to speak have had an opportunity.
 - e. Special Meeting (as defined in Bylaws 4.7)
 - (1) This meeting is held when an issue requires immediate consideration.
 - (2) The agenda will be limited to the scope and purpose of the specific issue.
 - f. Emergency Meeting (as defined in Bylaws 4.6)
 - (1) This meeting may be called when an event could cause an adverse impact on the Community.
 - (2) Actions taken at emergency meetings shall be added to the agenda of the next regular Board meeting for ratification.
 - (3) Due to the nature of such a meeting, no notice is required.
 - g. Closed Meeting
 - (1) This meeting may be called to:
 - (a) deal with a personnel matter, or
 - (b) meet with the Board's attorney to discuss pending litigation.
 - (2) This meeting is not open to the Community.
- (Revised May 16, 2019)
2. Notices of all Board meetings with the exception of Emergency Meetings shall be posted on the HRCA bulletin board at least 48 hours in advance of the meeting.
 3. The President, or in his/her absence, the Vice President may change the date, time or place of the above noted meetings or may call a Special Board meeting.
 4. Meeting Minutes
 - a. An audio tape recording shall be made of all Board meetings to assist the Assistant Secretary and Secretary in preparing the minutes.

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- b. The audiotape shall not be archived and shall not become an official record of the Corporation.
 - c. The posted minutes shall become an official record of the Corporation. Committee reports may be made orally by the Chair of the committee or in writing or both.
5. Board meetings shall be conducted in accordance with the governing documents and Robert's Rules of Order, Newly Revised, Latest Edition.

M. Committees of the Board (Article VII of the Bylaws)

- 1. The Board may appoint any number of committees it deems necessary and identify the responsibilities and scope of work of the committee. No committee shall be self-initiating nor shall it serve autonomously from the Board. The method of appointing committees is outlined in the Bylaws, Article VII.
- 2. All committees serve at the pleasure and direction of the Board. (Revised November 21, 2019)
 - a. The President shall appoint the chairpersons of all committees.
 - b. The appointed committee chairperson shall select the balance of the committee members to be presented to the Board for approval. (Subsection a. and b. Effective November 21, 2019)
 - c. When vacancies occur in an uncompleted term, a new member shall be appointed to serve the remainder of that term subject to Board approval. (Subsection c. Effective February 20, 2020)
- 3. The Board may discontinue or replace a committee at any time. It is the duty of a committee to support the Board. All committees shall make regular reports to the Board. Board members may attend any committee meeting.
- 4. No Committee shall have the authority to spend money or commit the Corporation to any liability whatsoever without prior Board approval. (Effective May 16, 2019)
- 5. Budget Committee
 - a. The Committee shall review the annual budget prepared by Management, make whatever adjustments it deems desirable along with the recommended

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maintenance fee, and present same to the Board as a recommendation for the Board's approval. (Bylaws 7.1)

- b. The Committee shall consist of an uneven number of members with a minimum of five (5) (per Bylaws Article VII) and a maximum of nine (9), two (2) of whom shall be Directors to serve as Chair and Co-Chair for a one-year term. The Committee shall be appointed with staggered terms. (Revised November 21, 2019, February 20, 2020)
6. Community Pride Committee - The Committee's charge is to make recommendations to the Board to improve, refurbish and regenerate the common areas of the community.
7. Documents Committee
 - a. This Committee's charge is to draft language for amendment/revision of the governing documents: Proprietary Lease, Bylaws, Rules and Regulations and/or Policies and Procedures, as directed by the Board for their consideration and action, ensure that any amendments/revisions to one governing document are not in conflict with any others, review all governing documents to ensure proper formatting, punctuation and grammar; address changes, correct errors and ensure compliance with current Board practices. (Revised May 16, 2019)
 - b. The Committee shall consist of seven (7) members, one of whom shall be a Director to serve as Chair for a one-year term. (Revised November 21, 2019, February 20, 2020)
 - c. The Committee shall be appointed with staggered terms. (Revised November 21, 2019, February 20, 2020)
 - d. Procedures
 - (1) Revisions
 - (a) Revision to any section of Hawthorne's governing documents will be documented in line with the paragraph changed as follows: (Revised [date])
 - (b) If an entire section is revised, the revision shall be noted as follows at the bottom of the section:
(Sec. [] revised [date])

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- (2) Entirely New Language - When a new section is created it will be documented as follows at the end of the new section:
(Sec. [] effective [date])
- (3) Revision Record
 - (a) A Revision Record will be kept at the end of Rules & Regulations and Policies & Procedures.
 - (b) Revisions will be recorded by date.
 - (i) A brief explanation of the change will be documented.
 - (ii) An electronic copy of the document as it was before changes will be kept in its entirety in our online historical archives.
 - (c) Renumbering/Re-lettering of items do not need revision dates.
- (4) Notice
 - (a) Proposed changes to the Hawthorne Bylaws will be distributed to members prior to the Annual Members' Meeting.
 - (b) Changes to Hawthorne Rules & Regulations will be displayed in the Dan Gorden Hall on the HRCa Bulletin Board for thirty (30) days prior to becoming effective.
 - (c) Changes to Board Policies & Procedures are made when approved by the Board of Directors.
- (5) Archives – With every revision, a digital copy of each of our governing documents will be archived as a Portable Document Format (pdf). This file will identify the specific document name and the revision date it represents, e.g. RulesRegulations_11212019.pdf. Archives will be available on the Historical Archives section of Hawthorne's resident login website.

(Sec. d. Effective February 20, 2020)

8. Election Committee

- a. The Election Committee shall supervise the election process, the counting of ballots and announcing the results as well as assist in assembling the ballot.
- b. The impartial committee, appointed by the Board, must not include current Board members, candidates for the Board, or persons related to them by blood, marriage or who reside in the same household.

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9. Investment Committee

- a. An Investment Committee shall be responsible for investment of the reserve funds as determined by the Board in accordance with Bylaws, Article VII.
- b. The Committee shall consist of an uneven number of members, with a minimum of five (5) (per Bylaws Article VII) and a maximum of nine (9), two (2) of whom shall be Directors to serve as Chair and Co-Chair for a one-year term. (Revised February 20, 2020)
- c. The Committee shall be appointed with staggered terms. (Revised November 21, 2019, February 20, 2020)

10. Planning Committee

- a. The Committee shall develop and maintain a long-range master plan for facilities and improvements at Hawthorne. It shall conduct an in-depth study of all projects referred to it by the Board and when appropriate, make recommendations to the Board.
- b. The Committee shall monitor club projects that the Board has approved. If there are any deviations from what the Board has approved, the Planning Committee shall recommend that Management issue a Stop Project Notice and advise the Board of the deviation.
- c. The Committee shall consist of an uneven number of members, with a minimum of five (5) (per Bylaws Article VII) and a maximum of nine (9), two (2) of whom shall be Directors to serve as Chair and Co-Chair for a one-year term. (Revised November 21, 2019, February 20, 2020)
- d. Each year, three (3) members shall be appointed for a three-year term, with the exception of the Chair and Co-Chair. (Revised November 21, 2019)
- e. The Committee Chair shall be responsible, in coordination with Administration, to implement, manage and preserve the archives in accordance with Article VII of the Bylaws. (Revised May 16, 2019)

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11. Safety Committee

- a. The purpose of the Committee is to investigate and study safety issues, as directed by the Board, that impact the members/residents and make recommendations to the Board in the area of safety.
- b. A Committee shall be appointed, as deemed necessary, by the Board.

12. Search Committee

- a. A Committee shall be formed, with no current Director or their spouses serving on the committee, at least ninety (90) days prior to the Annual Members' Meeting.
- b. Its sole function is to encourage members to self-nominate for the Board.

13. Web Update Committee

a. Duties and Responsibilities

(1) The Committee:

- (a) is charged with oversight of Hawthorne's website, both the public and resident side, to ensure that it is current at all times;
- (b) ensures that photographs on the site give viewers insight into the beauty of our community and the amenities offered;
- (c) educates the community about the website and how to find articles of interest on the site through educational seminars provided monthly;
- (d) entices activities to submit photographs giving web viewers a look at what their activity does; and
- (e) encourages Hawthorne residents to receive their Weekly Bulletin on the website as a cost saving measure and to help Hawthorne become environmentally conservative.

- (2) Every two years the Committee will review these duties and responsibilities to ensure their accuracy.

(Sec. 13. Effective February 20, 2020)

BOARD POLICIES & PROCEDURES

N. Guidelines for Committee Chairs

1. Committee Chairs are charged with the task of conducting meetings to accomplish assigned goals. To assist the Committee Chairs, the following are suggested as guidelines:
 - a. Recommend Committee members as soon as possible after appointment. Remember to check the sign up list from the Information Center.
 - b. Meet in advance of each meeting with the General Manager, as appropriate, to discuss the agenda for input to assist with the process.
 - c. Establish an agenda at least one week prior to each meeting and distribute it to each Committee member.
 - d. Enlist a Committee member to record minutes about what was discussed and promptly provide a copy to the Chair.
 - e. Establish a meeting schedule for the Committee.
 - f. Stress the importance of each Committee member gaining information about the agenda items prior to the meeting to promote thoughtful discussion.
 - g. Lead the meeting without expressing an opinion on the topic under discussion by drawing the Committee members into the discussion.
 - h. Keep the Committee members on task. When discussion wanders, bring the discussion back on point.
 - i. When the topic has been discussed thoroughly, either call for a vote or ask if there is a consensus as to a resolution of the issue.
 - j. Inform Committee members that between meetings they should direct all concerns to the Chair. Two (2) Committee members should not be working on issues apart from the Committee unless directed to do so. This can destroy the cohesiveness of the Committee.
 - k. When the meeting is over, ensure that the minutes of the meeting are produced promptly and distributed to all Committee members as well as all Directors, the Administrative Assistant and General Manager.
 - l. Offer to meet with the General Manager and review the minutes to discuss what was recommended and get feedback. The President and the General Manager should be kept up to date on everything the Committee is doing. The General Manager is part of the Board team and can assist. Prepare a report to be presented at the next Board meeting when appropriate.
 - n. Present to the Board the unresolved Committee tasks at the final Board Workshop prior to the installation of a new Board.

BOARD POLICIES & PROCEDURES

O. Liaison Representatives

1. Community Relations Representative

- a. The Community Relations Representative, appointed by the President, shall serve as the liaison for the Board with the Club Hawthorne Council, the Ambassadors, the Water Sprinkler Group and the Zone Watch Chair.
- b. The purpose of this position is to facilitate communication, cooperation and coordination between the Board and the aforementioned.
- c. Ambassadors to New Residents
 - (1) The Ambassador Program consists of volunteers whose primary purpose is to welcome new members to the community.
 - (2) Each year the President appoints a member to coordinate the Ambassador Program. The purpose of the program is to welcome new members to Hawthorne and provide an informational packet that familiarizes them with the activities and functions of the Community.
- d. Chaplain
 - (1) A Chaplain will be appointed by the Board President.
 - (2) A group of volunteers will be maintained by the chaplain to be called upon on a rotating basis for Board meeting invocation.

(Effective May 16, 2019)
- e. Water Sprinkler Group

This Group consists of volunteer workers, who assist members/residents with minor irrigation issues.
- f. Zone Watch Program
 - (1) The Zone Watch Program's primary purpose is to deliver the Weekly Bulletins, be familiar with all the members within a zone, and assist with house to house communication in times of emergency or as deemed appropriate by the General Manager or President.

BOARD POLICIES & PROCEDURES

- (2) This program has a Chair, Co-Chair, seven (7) Zone Coordinators, sixty-four (64) Captains and sixty-four (64) Co-Captains.

2. Kay Lewis Tribute Coordinators

- a. Each year the President appoints Directors to coordinate the Kay Lewis Tribute. This program, originated by and named in honor of a former member, the late Kay Lewis, is designed to thank Hawthorne's dedicated employees with an annual monetary gift of appreciation at the Thanksgiving holiday.
- b. Beginning in October each year, the coordinators
 - (1) publicize the annual event
 - (2) arrange for collection of member/resident contributions
- c. The accounting process and distribution of proceeds shall be established by the HRCA Accounting Department and approved by Management.
- d. The accounting records for the fund each year shall be maintained in the Administrative Office.
- e. The following positions shall be excluded from the list of recipients:
 - (1) General Manager
 - (2) Assistant Treasurer
 - (3) Real Estate Broker
 - (4) Real Estate Sales Agent(s)
- f. A file of the origin and subsequent modifications of the Kay Lewis tribute shall be maintained in the Administrative Office.

(Subsection 2. Revised August 13, 2018)

IV. FISCAL

A. Annual Budget Procedures

1. It is the responsibility of the Board to approve an annual budget for the Corporation.
2. The Corporation's fiscal year begins on January 1 and ends on December 31.

BOARD POLICIES & PROCEDURES

3. The budget procedure begins when Management prepares an operating and capital budget to present to the Budget Committee. (Bylaws 7.1)
4. The Budget Committee considers Management's proposed budget during the month of October.
5. At the regular Board Meeting in November, the Budget Committee proposes a budget for the next year to the Board.
6. Following the November meeting, the proposed budget is distributed to all members. This distribution must be at least fifteen (15) days before the Board takes any action on the budget.
7. At the regular Board meeting in December, the Board shall take action to approve a budget for the next year.
8. The budget approved by the Board shall become effective on January 1 of the following year.

B. Investment of Funds (Bylaws 7.2)

Guidelines for the investment of the Corporation portfolio shall be as follows:

1. No more than 30% of assets shall be invested in open-ended mutual funds such as diversified equity investments (stocks) and diversified fixed income investments (bonds).
2. Individual bonds shall be rated "BBB" or better by Moody's or Standard & Poor's.
3. Fixed income assets shall be purchased with a laddered maturity schedule with maturities not to exceed ten (10) years.
4. The purchase of new investments recommended by the Investment Committee and its financial advisor requires Board consensus. The new investment requires ratification at the next Board meeting.
5. When current investments have funds added, that action shall only require an Investment Committee report to the Board.

BOARD POLICIES & PROCEDURES

C. Reserves

1. A portion of the monthly maintenance fee is divided into certain reserve accounts to fund current and future capital improvements.
2. The amount to be set aside for reserves shall be reviewed each year by the Board to determine whether or not adequate sums are being accumulated.
3. At the Annual Members' Meeting each year, the Board shall ask the members to approve less than full funding as required in 719.106(1)(j)2.
4. The combined cash and investments including operating cash, stocks, bonds, CD's, home inventory and Funds A and B make up the total funds available for investment.
 - a. Funds – A and B
 - (1) The portion of the monthly maintenance fee set aside for allocated accounts shall be distributed into two (2) different accounts called Funds A, and B.
 - (2) These accounts are restricted in the sense that they must be used for capital expenditures.
 - (a) Fund A has the greatest restriction since currently it can only be used for three (3) items: roofing, paving, and painting.
 - (b) Fund B was set up to accumulate funds for all other capital improvements.
5. The reserves shall normally be kept at a minimum of one-half the annual operating expenses.
6. It is the goal of the Board to maintain the income from investments to provide an amount estimated at a minimum of 3.25% of the annual operating expenses.
7. There shall be a repayment plan established by the Board any time funds are expended from the reserves.

BOARD POLICIES & PROCEDURES

V. HUMAN RESOURCES

A. Personnel Policies

The Employee Handbook is available for members to review, on request, at the Administration Office.

B. Hiring Policy

1. The General Manager shall have the overall responsibility for hiring all employees.
2. The hiring process shall include:
 - a. determining the need for the position
 - b. describing the duties and the responsibilities for the open position
 - c. identifying the qualifications required for the position (i.e., certificates, licenses, training, etc.)
 - d. identifying recruitment sources utilizing the following methods:
 - (1) Internal and external advertising for job openings shall be posted at the same time.
 - (2) Internal advertising is to be posted in designated employee break areas or areas as designated by Management.
 - e. Job applicants shall be considered in the following order:
 - (1) Internal candidates
 - (2) External prior applicants (applicants that have applied for the same or similar position within the last thirty (30) days.
 - (3) All other applicants
 - f. obtaining reference and background checks for each prospective employee prior to employment.
3. Hiring decisions and interviews for open supervisory positions shall be made by a minimum of the General Manager and an appropriate Supervisor who are trained or have a working knowledge of legal interviewing techniques and requirements within the guidelines of the EEOC and other applicable laws and rules.

BOARD POLICIES & PROCEDURES

4. The Board shall be notified of all newly hired employees before the employee begins his or her first day of work. Such notification shall be by email or via the internal mailboxes.
5. Supervisory positions include the Program Coordinator, Clubhouse Supervisor, Emergency Services Chief, Grounds Supervisor, Home Services Supervisor, Real Estate Broker, Assistant Treasurer and Administrative Assistant.

C. Nepotism

No employee may initiate or participate in, directly or indirectly, decisions involving a direct benefit, e.g., initial hiring or rehiring, promotion, salary determination, performance appraisals, work assignments or other working conditions for those employees related by blood or marriage, membership in the same household, including domestic partners, or persons with whom the employee has an intimate relationship.

VI. GENERAL MANAGER - Role and Responsibilities

1. The Board delegates its authority for day-to-day operation of the Community and care and maintenance of the facilities to the General Manager.
2. The General Manager serves under the Board's direction as Chief Operating Officer of the Corporation.
3. The General Manager shall employ a Chief Financial Officer, and such other employees as are necessary to operate the Community in accordance with policy set by the Board. All employees of the Corporation shall report directly (or indirectly via supervisors or heads of departments) to the General Manager.

(Revised September 20, 2018)

VII. MEMBER RELATIONS

A. Member Review of Official Records

1. The official records of the Corporation, as described in Florida Statutes, Chapter 719, are available for inspection by the members. The procedures for reviewing these records are identified below.

BOARD POLICIES & PROCEDURES

2. The request of a member's, or authorized representative to review the official records of the Corporation must be in writing. The specific record(s) must be requested so there is no confusion about what is to be reviewed. Appointments for reviewing records shall be made through the Administrative Office. The normal office hours are 7:30 am to 4 pm, Monday through Friday. Appointments shall be made at hourly intervals, except for the lunch hour from noon to 12:30 pm. The requested record(s) shall be made available within ten (10) working days.
3. One other individual may accompany a member making an appointment. A member of the administrative staff and/or a designated representative shall also be present. Appointments shall normally be limited to one hour. Members are encouraged to respect the time of all involved.
4. Staff members shall not be expected to prepare reports or attempt to interpret records.
5. Any attempt to mutilate, deface, alter or remove an official record of Hawthorne shall be cause for immediate termination of the inspection and any other appropriate action.
6. The requested record shall be presented to the member for review at the beginning of the appointed time. There shall be a charge for the actual cost of retrieving a record that is more than seven (7) years old. An estimate of the cost shall be prepared prior to retrieving the record. The member shall make payment for the actual cost of retrieval of said record at the beginning of the appointment.
7. Copies of records shall be made, if requested by the member, at the time of inspection. The charge shall be one (1) dollar per page.
8. Official records shall be made available for inspection within ten (10) working days after receipt of the member's written request. However, during the first ten (10) days of each month and during the annual financial audit, the financial records are in constant use by staff and/or the auditor. Member inspection during these periods could be disruptive to the business operation. Members are encouraged to avoid requesting appointments for financial record review during these times.

BOARD POLICIES & PROCEDURES

B. Gifts to the Corporation

1. On occasion, various Hawthorne activities, groups or individuals may wish to make gifts to the Corporation. The guidelines for accepting gifts are included in the Rules and Regulations, Section XVII.
2. It shall be the policy of the Corporation to avoid naming buildings or facilities at Hawthorne after individuals or groups making gifts.

VIII. THE CORPORATION AND CLUB HAWTHORNE

- A. The Corporation recognizes that opportunities to participate in activities are important to the well being of the members/residents of Hawthorne. The Corporation provides facilities for activities, maintains them in excellent condition and employs a Program Coordinator to work with members/residents in the development and scheduling of programs.
- B. The entity under which all program activities are organized is Club Hawthorne. The governing body of Club Hawthorne is the Club Hawthorne Council (Council). Club Hawthorne is a separate, not for profit entity with its own bylaws, policies, procedures and finances for the program activities. Club Hawthorne is to be financially self-sustaining and self-governing under the general auspices of the Corporation.
- C. HRCA has the responsibility of providing the necessary funds to maintain, repair or replace all of the common area facilities used by Club Hawthorne activities. Club Hawthorne has the responsibility of providing the necessary funds for the functioning of the activities. The funds of the Corporation and Club Hawthorne shall not be co-mingled. Each entity shall be responsible for maintaining its own bank accounts, accounting records and necessary audit controls to ensure proper use of its funds.
- D. It is the responsibility of the Council to fairly represent the interests of all program activities of Club Hawthorne. It is the intent of the Board to allow and encourage the Council to govern all program activities without interference as long as the bylaws, rules, regulations and other Corporation documents are not violated.

REVISION RECORD

Archives

With every revision, a digital copy of this document will be downloaded and archived. The archived file will be named clearly to identify the document name and the revision date it represents, for instance **Policies & Procedures 11212019**. These yearly digital documents will be saved as a Portable Document Format (pdf). Archived documents will be available on the Historical Archives pages of Hawthorne's resident login website.

2020

February 20 Section III. M. 13. Web Update Committee added to Committees of the Board
Addition of Section III. M. 2 (c) addressing Committee vacancies
Changes to Section III. M. 7. b. and c. - Changes to Documents Committee membership criteria
Addition of Section III. M. 7. d. Addition of Documents Committee procedures
Changes to Section III. M. 5. b. - Changes to Budget Committee membership criteria
Changes to Section III. M. 9 b. and c. - Changes to Investment Committee membership criteria
Changes to Section III. M. 10. c. and d. - Changes to Planning Committee membership criteria

2019

May 16 Documents Committee Charge
Section II. H. 3.c. - Wording change
Section III. L. Meetings of the Board - deleted Dialog with the General Manager
Section III. M. Added number 3.
Section III. M. 9. Removed e. – added the language in III. M. 3.
Section III. O. Community Relations – added d. Chaplain

November 21 Section III. D. Officers of the Board elected at Organization Meeting
Section III. L. 1. A. Inserted Organization Meeting as a meeting of the Board.
Section III. M. 2. a. and b. - Changed wording - President names Committee Chair.
Committee Chairperson selects balance of committee.

2018

March 13 Document reformatted/rearranged

August 13 Kay Lewis Tribute inserted in Section II

BOARD POLICIES & PROCEDURES

2018 Continued

September 20 General Manager's Position Description removed
General Manager's Performance Evaluation form removed
Addition to II. F. 4. a. Language added to Notice of Intent affirming that the person
intending to run for the Board is not a convicted felon.