

Grande Oaks at Heathrow Association, Inc.

RESOLUTION REGARDING PRESIDENTIAL POWERS AND RESPONSIBILITIES

WHEREAS: The Association By-Laws, in Section 6.1 and its sub-sections, grants the Board of Directors (hereinafter, the "Board") the powers "reasonably necessary to manage, operate, maintain, and discharge the duties of the Association" and enumerates in sub-sections 6.1.1 through 6.1.8, specific powers given, but not reserved, to the Board; and

WHEREAS: THE GRANDE OAKS AT HEATHROW ASSOCIATION (hereinafter, the "Association") By-Laws state, in Section 8.8, "The President shall preside at all meetings of Association and Board, sign all leases, mortgages, deeds and other written instruments and perform such other duties as may be required by the Board"; and

WHEREAS: The Board seeks to share responsibilities to manage, operate maintain and discharge the duties of the Association with the Officers, as defined in the Association By-Laws, Section 8 and its sub-sections, so as to minimize the necessity of Board votes—and special Board meetings in which to call for such votes-- for routine and emergency Association affairs; a

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT:

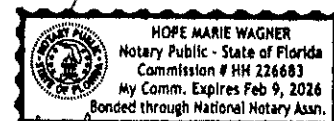
The Board President is empowered to:

- (1) Establish and approve all meeting agendas; however, a majority of the Board can require the President to add an item to a meeting agenda at any time;
- (2) Officiate at all Board meetings with powers to set policies and procedures for such meetings that promote efficient, effective, and open meetings;
- (3) Call special Board meetings without Board approval;
- (4) Establish a committee structure for all Board advisory committees not mandated by Association documents;
- (5) Appoint and approve, or delegate to the chairperson the power to appoint and approve, all members to Board advisory committees;
- (6) Act on behalf of the Board when the Community Association Manager determines an action demands immediate action, and under circumstances where the safety of Members of the Association is in imminent danger, and in other emergency situations as determined by the President with the concurrence of one other Board member where delay could reasonably lead to damage or harm to the community.

For items 4, 5 and 6 the President must report to the Board Members at a properly noticed Board Meeting the instances and circumstances when these powers were exercised.

A majority of the Board of Directors may revise or revoke this Resolution at a properly noticed Board Meeting.

HOPE MARIE WAGNER, PRESIDENT GOH/OA 6/29/23



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