



# VILLAGE OAKS

Village Oaks Common Areas Association  
22859 Brook Forest, Novi, MI 48375  
248-349-0510

## **Continuing Resolution for VOCAA**

(Per Article X of the Association's Bylaws)

Updated May 15, 2024

It was moved on May 15, 2024 , by \_\_\_\_\_ and seconded by \_\_\_\_\_ that the following 11 Continuing Resolution for the Village Oaks Common Areas Association (VOCAA) Board of Directors be adopted, outlining the specified purpose and responsibilities.

This resolution was approved by a majority vote of the Board of Directors on \_\_\_\_\_.



# VILLAGE OAKS

## Continuing Resolution 1: Conducting HOA Board Meetings

**Whereas**, the Village Oaks Common Areas Association Board is committed to transparency, efficiency, and inclusivity in conducting its meetings and

**Whereas**, the Village Oaks Common Areas Association Board recognizes the need for a structured approach to discussions and decision-making during meetings and

**Whereas**, maintaining a respectful and professional environment during board meetings is essential for effective governance;

**Now**, Therefore, Be It Resolved, the following rules shall govern the conduct of all HOA Board meetings of the Village Oaks Common Areas Association effective immediately upon adoption of this resolution:

1. **Order of Business:** Meetings shall follow the prescribed agenda:
  - Call to Order
  - Roll Call
  - Approval of Previous Meeting Minutes
  - Reports
  - Unfinished Business
  - New Business
  - Open Forum
  - Announcements
  - Adjournment
2. **Time Allocation:**
  - Each member may speak for up to 3 minutes on each agenda item during discussions.
  - Each homeowner may speak for up to 2 minutes during the Open Forum.
  - Presentations and reports shall be limited to 10 minutes unless a majority vote of the Board grants an extension.
3. **Speaking Rules:**
  - The chair must recognize members before speaking.
  - Discussion must be confined to the topic at hand.
  - Members shall refrain from personal attacks and maintain respectfulness in discourse.
4. **Motions and Voting:**
  - Motions must be clearly stated and seconded before the discussion.
  - A vote shall be taken following the discussion of each motion, with results recorded by the secretary.



# VILLAGE OAKS

## **5. Enforcement of Rules:**

- The chair shall enforce these rules, ensuring fair and orderly conduct.
- Members may appeal the chair's decisions to the Board.

## **6. Conduct and Discipline:**

- Board members must conduct themselves with professionalism and respect at all times.
- Any board member who engages in personal attacks or fails to maintain respectful discourse may be subject to censure or removal from the board.
- A board member may bring a motion for censure or removal, and action requires a majority vote of all board members present at that meeting.

## **7. Amendments to the Resolution:**

- A majority vote of the Board may amend this resolution.



# VILLAGE OAKS

## Continuing Resolution 2: Formation of the Executive Committee

### Purpose:

To act on behalf of the Board of Directors in compliance with the policies and procedures established by the Board.

### Composition of the Executive Committee:

#### 1. Membership:

- The Executive Committee shall comprise the officers of the Board of Directors, the chairperson, vice-chair, secretary, and treasurer.
- Appointments to the Executive Committee are made at the first Board meeting following the Annual Meeting.

#### 2. Authority and Responsibilities:

- **Committee Formation:** Establish other board committees by drafting continuing resolutions for the Board of Directors' approval.
- **Oversight:** Exercise oversight of all committees to ensure compliance and efficiency in their operations.

#### 3. Meeting Agendas: Prepare the agenda for Board of Directors meetings and recommend actions for Board approval.

- **Financial Authority:** Authorize budgeted and unbudgeted expenditures and enter into contracts up to a limit of \$1,000.
- **Budget Modifications:** Modify budget allocations provided that the funding for any budget item is not increased or decreased by more than 10%.
- **Policy Interpretation:** Interpret policies of the Board of Directors as necessary to address ambiguities and guide implementation.
- **Representation:** Act as spokespersons for the Association and the Board of Directors in external communications.
- **Record Keeping:** Submit minutes of all Executive Committee meetings and proceedings to the Board of Directors for review and subsequent action.



# VILLAGE OAKS

## **Continuing Resolution 3: Formation of the Activities Committee**

### **Purpose:**

To act on behalf of the Board of Directors, ensuring compliance with the policies and procedures established by the Board.

### **Responsibilities:**

#### **1. Composition and Appointment:**

- The Activities Committee shall consist of at least three members appointed by the Board of Directors for a one-year term. The Board shall appoint one member to serve as Chairman.

#### **2. Event Planning and Promotion:**

- To enhance community engagement and cohesion, plan and promote all association activities, including social, educational, cultural, and other events.

#### **3. Community Responsiveness:**

- Be responsive to the needs and interests of the Association's members, ensuring that activities align with their preferences and expectations.

#### **4. Budget Preparation:**

- Prepare and submit budgets for planned activities to the Finance Committee for approval, ensuring financial oversight and alignment with overall financial planning.

#### **5. Calendar Coordination:**

- Develop a well-balanced calendar of activities and coordinate with the Public Relations Committee to publish and promote these events.



# VILLAGE OAKS

## **Continuing Resolution 4: Formation of the Architectural Control Committee**

### **Purpose:**

To act on behalf of the Board of Directors, ensuring compliance with policies and procedures as outlined by the Board and following Article VII, Section 2 of the Declaration.

### **Responsibilities:**

#### **1. Composition and Appointment:**

- The Committee shall consist of three members appointed for one year, including at least one member of the Board of Directors.
- The Board of Directors will appoint one member to serve as Chairman of the Committee.

#### **2. Administrative Duties:**

- The Committee administers and enforces Article VII of the Declaration, which details the association's guidelines and regulations.

#### **3. Legal Oversight:**

- Any enforcement action requiring legal proceedings must receive prior approval from the Board of Directors.



# VILLAGE OAKS

## **Continuing Resolution 5: Formation of the Audit Committee**

### **Purpose:**

To assist the Board of Directors in fulfilling its oversight responsibilities for the financial integrity of the Association.

### **Duties:**

#### **1. Financial Oversight:**

- Oversee the integrity of the Association's financial accounting processes and internal control systems, including asset management.

#### **2. Accountant Oversight:**

- Oversee the independence and performance of the independent accountant and any staff members with finance-related responsibilities.

#### **3. Policy Oversight:**

- Oversee the enforcement of policies related to conflicts of interest and Board-staff communications.

#### **4. Communication:**

- Facilitate communication among the independent accountant, management, staff, and the Board of Directors.

#### **5. Investigative Authority:**

- Conduct investigations appropriate to fulfilling its responsibilities. This includes direct access to the independent accountant and any personnel within the organization.

#### **6. Expert Retention:**

- Retain special legal, accounting, or other consultants or experts at the Association's expense as deemed necessary for performing its duties.



# VILLAGE OAKS

## **Continuing Resolution 6: Formation of the Facilities & Commons Committee**

### **Purpose:**

To act on behalf of the Board of Directors in managing the association's facilities in compliance with established policies and procedures.

### **Responsibilities:**

#### **1. Composition and Term:**

- The Committee shall consist of a minimum of three members appointed by the Board of Directors for one year. The Board will designate one of these members as the Chairman.

#### **2. Facilities Oversight:**

- Responsible for the overall condition and maintenance of the building, its contents, equipment, and grounds.
- Investigate and recommend to the Board of Directors the procurement of major items or the contracting of services, whether budgeted or not.

#### **3. Regulatory Compliance:**

- Ensure all necessary inspections, permits, and certificates of insurance are obtained for outside contractors involved in operations, repairs, or improvements to the clubhouse, pool, and common areas (excluding lakes).

#### **4. Facility Management and Rule Enforcement:**

- Monitor the management of all facilities and enforce community rules, reporting findings and recommendations for action to the Board of Directors.

#### **5. Human Resources:**

- The Board of Directors has assigned this position to handle the hiring, management, and dismissal of employees tasked with maintaining facilities and common areas.

#### **6. Information Management:**

- Periodically review the clubhouse bulletin board to remove outdated or unauthorized material.

#### **7. Event Management:**

- Manage the scheduling and use of the clubhouse for private events, ensuring compliance with association rules and policies.





# VILLAGE OAKS

## **Continuing Resolution 7: Formation of the Finance Committee**

### **Purpose:**

To act on behalf of the Board of Directors and ensure compliance with its established policies and procedures.

### **Responsibilities:**

#### **1. Composition and Term:**

- The Finance Committee shall consist of at least three Board members, including the Treasurer, who shall serve as Chairman.
- Members are appointed for a term of one year.

#### **2. Budget Preparation:**

- Prepare a comprehensive budget for the upcoming fiscal year. The Executive Committee must review the budget before submission to the Board of Directors, which will take effect on January 1st.

#### **3. Bookkeeper Management:**

- Responsible for hiring, managing, and, if necessary, discharging the bookkeeper.

#### **4. Financial Oversight:**

- Conduct monthly reviews of all financial documents, including journals, financial statements, bills, and lists of delinquent members and accounts payable.

#### **5. Accounting Liaison:**

- Act as the liaison with the Association's accounting firm.

#### **6. Financial and Investment Policies:**

- Supervise and administer the general financial and investment policies of the Association.

#### **7. Funds Monitoring:**

- Monitor all funds, including the general fund, special accounts, and clubhouse funds.

#### **8. Financial Recommendations:**

- Make recommendations to the Board of Directors regarding deposits or withdrawals from particular accounts.

#### **9. Delinquency Management:**



# VILLAGE OAKS

- Initiate communication with delinquent members and review their responses or lack thereof. Based on these reviews, recommend actions such as liens and/or foreclosures to the Board of Directors.

## **10. Reporting:**

- Before scheduled meetings, provide the Board of Directors and/or Executive Committee with monthly financial statements and a list of delinquencies, including notes on liens and foreclosures.

## **11. Audit Support:**

- Supply any information requested by the Audit Committee to assist in their responsibilities.



# VILLAGE OAKS

## **Continuing Resolution 8: Formation of the Lakes Committee**

### **Purpose:**

To act on behalf of the Board of Directors in maintaining and enhancing the ecological and aesthetic quality of the lakes within the Village Oaks Common Areas Association in compliance with established policies and procedures.

### **Responsibilities:**

#### **1. Composition and Term:**

- The Lakes Management Committee shall consist of a Chairperson and a minimum of three members appointed by the Board of Directors for one year.

#### **2. Lakes Management Program:**

- Responsible for an ongoing lakes management program that includes managing off-site wastewater runoff and other factors to preserve the quality of the Association lakes, subject to Board approval.

#### **3. Monitoring and Studies:**

- Continually monitor the lakes for biological, physical, and chemical changes.
- Initiate investigative studies and recommend findings and necessary actions to the Board of Directors.

#### **4. Municipal Coordination:**

- Notify the appropriate city department during the first week of April annually about the need to clean street catch basins in Village Oaks and surrounding areas that drain into the Association lakes.

#### **5. Maintenance Checks:**

- Verify that all catch basins within the Association are in proper operating condition.

#### **6. Information Management:**

- Maintain a reference library at the clubhouse to preserve technical information and enhance continuity from year to year.

#### **7. Community Education:**

- Educate the community continuously to foster awareness and cooperation in maintaining the ecological balance of the lakes.

#### **8. Regulation and Compliance:**



# VILLAGE OAKS

- Publish and update rules concerning the use and preservation of the lakes, subject to Board approval.
- Recommend actions to the Board of Directors concerning violations of these rules.

## **9. Contractor Management:**

- Manage permits and certificates of insurance for outside contractors working on lake-related projects.

## **10. Infrastructure Improvements:**

Investigate and recommend any necessary improvements to the Board of Directors, such as dredging, and oversee the contracting process for budgeted and non-budgeted projects.



# VILLAGE OAKS

## **Continuing Resolution 9: Formation of the Nominating Committee**

### **Purpose:**

To develop and implement a process for recruitment, orientation, and commitment of new board members.

### **Responsibilities:**

#### **1. Composition:**

- The Nominating Committee shall consist of at least three members, of which at least two must be current Board members.
- The Board of Directors appoints members for a one-year term.

#### **2. Leadership:**

- Elect a Chairperson and a Recording Secretary from among its members to lead the committee.

#### **3. Recruitment:**

- Actively seek volunteers from the membership to participate on the Board of Directors and various committees.

#### **4. Responsibilities Documentation:**

- Develop and maintain a comprehensive list of responsibilities and duties for Board and Committee members.

#### **5. Slate Submission:**

- Annually submit a slate of candidates for approval from board officers and executive committee members.
- Provide nominations as necessary to fill vacancies throughout the year.

#### **6. Committee Assignments:**

- Recommend committee membership assignments to the Board for approval on an annual basis and as needed to fill vacancies.

#### **7. Record Keeping:**

- Submit minutes of all committee meetings to the Executive Committee.

#### **8. New Member Orientation:**

- Orient new Board members and distribute necessary orientation materials to ensure they are well-prepared to fulfill their roles.



# VILLAGE OAKS

## **Continuing Resolution 10: Formation of the Pool Committee**

### **Purpose:**

To act on behalf of the Board of Directors in compliance with the policies and procedures established by the Board.

### **Composition of the Committee:**

#### **1. Voting Members:**

- Chairman of the Board
- Treasurer
- An At-Large Board Member who will serve as Committee Chair

#### **2. Non-Voting Members:**

- Facilities Manager (Employee)
- Lifeguard Representative (Advisory Role)

### **Responsibilities:**

#### **1. Human Resources and Management:**

- Hire, set wages, discharge, and manage employees related to pool operations, subject to Board approval.
- Office Manager to handle human resources functions for pool activities, including lifeguard recruitment, employee paperwork, payroll, timecard management, key distribution, and cash management.

#### **2. Operations Monitoring:**

- Monitor pool operations and enforce rules, reporting findings to the Board of Directors during monthly meetings.

#### **3. Activity Coordination:**

- Collaborate with the Activities Committee to create, promote, and implement activities related to the pool.

#### **4. Maintenance and Safety:**

- Facilities Manager to oversee the pool's condition, maintenance, and safety, including pool chemistry, cleanliness, equipment, pool deck, and surrounding fences.
- Responsible for inspections, permits, and recommending purchases or contracts for pool-related needs.

#### **5. Lifeguard Management:**



# VILLAGE OAKS

- Develop a list of responsibilities for Lifeguards related to the duties of the Facilities Manager.
  - Appoint lifeguards to assist with scheduling and daily activities, including swim lessons, and report any operational issues to the committee.
- 6. Rule Development and Approval:**
- Annually update pool rules and present them to the Board for approval.



# VILLAGE OAKS

## Continuing Resolution 11: Formation of the Public Relations Committee

### Purpose:

To act on behalf of the Board of Directors in compliance with established policies and procedures.

### Responsibilities:

#### 1. Publishing and Distribution:

- **Newsletter:** Inform the membership of all Association activities by publishing a bi-monthly newsletter. Ensure timely special correspondence as needed.
- **Website Maintenance:** The Association's website must be maintained with up-to-date information to ensure members and potential members can access current and relevant details.
- **Flyers:** Handle the printing and initial distribution of flyers related to activities and general information.
- **Press Releases:** Issue and promote all press releases approved by the Board or Executive Committee.
- **Advertising:** Manage promoting and soliciting advertisements for the newsletter and Association website.
- **Postal Responsibilities:** Maintain the Association's mailing permit to ensure compliance and efficiency in mailing processes.
- **Web Presence:** Oversee all aspects of the Association's web presence, ensuring functionality, content accuracy, and user engagement.





# VILLAGE OAKS

## **Continuing Resolution 12: Formation of the Welcoming Committee**

### **Purpose:**

To act on behalf of the Board of Directors in compliance with the policies and procedures established by the Board.

### **Responsibilities:**

#### **1. Composition and Term:**

- The Welcoming Committee shall consist of a minimum of three members appointed by the Board of Directors for a term of one year. The Board shall appoint one member to serve as Chairman.

#### **2. Welcoming Activities:**

- Responsible for promptly welcoming new homeowners and association members through personal visits or phone contact.

#### **3. Welcoming Packet:**

- Provide new members a welcoming packet with a copy of the Declaration, current pool rules, and other relevant general information.

#### **4. Community Engagement:**

- Organize regular welcoming events, such as coffee meetings at the Clubhouse, to introduce new homeowners to the community. Ensure that an Officer from the Board of Directors is represented at these events to facilitate integration.