Memo

To: Lesley Nalley, Chief Executive Officer
From: Linda Mayhood, Chief Operating Officer
Date: November 15, 2017
Re: Motion – Approve 2018 Board Election Calendar and Application

Motion

I move to approve the 2018 Board Election Calendar and Application for Board Candidacy.

Discussion

Attached is the proposed 2018 Board Election Calendar and Application for Board Candidacy.

- The Board applications must be submitted to the CEO’s Office by Friday, January 12, 2018
- Draw for ballot position on Tuesday, January 23, 2018 at 10 a.m. in the COO’s Office
- Ballots mailed on Friday, March 2, 2018
- Ballots returned on Wednesday, March 21, 2018 at 4 p.m.
- Election date is Thursday, March 22, 2018
- New Board members seated at conclusion of regular board meeting Wednesday, April 18, 2018.
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<th>Timetable</th>
<th>Action</th>
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<td>Nov. 15, 2017 Reg. Bd. Mtg.</td>
<td>Approval of Board Application and Election Calendar</td>
<td>Board of Directors</td>
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<td>Friday, Dec. 1, 2017</td>
<td>COO's office to make applications available to interested property owners as well as on the POA's website.</td>
<td>COO</td>
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<td>(Weekly)</td>
<td>Press releases describing the procedure for submitting an application to be provided to local media announcing expiration of three (3) POA Directors' term and that candidates are being sought.</td>
<td>POA Communications</td>
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<td>Friday, Jan. 12, 2018</td>
<td>Deadline for submitting completed applications, with resumes and photographs to CEO's office by 4:00 p.m.</td>
<td>CEO</td>
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<td>Friday, Jan. 19, 2018</td>
<td>Deadline for BOD applicant(s) to file additional information or material, if requested to do so, by 4:00 p.m.</td>
<td>COO</td>
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<td>Friday, Jan. 19, 2018</td>
<td>Deadline to submit candidate support advertising in Advocate with payment by 4:00 p.m.</td>
<td>POA Communications</td>
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<td>Tuesday, Jan. 23, 2018</td>
<td>Within two days after certification, draw for Ballot position</td>
<td>COO</td>
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<td>Wednesday, Jan. 24, 2018</td>
<td>Board and public to be notified of certified candidates.</td>
<td>POA Communications</td>
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<td>February</td>
<td>Submit article to the local media and ADVOCATE on the BOD candidates, based on the applications and unedited resumes submitted.</td>
<td>POA Communications</td>
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<td>Solicit members of Election Day Committee</td>
<td>POA Communications</td>
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<td>Friday, Feb. 9, 2018</td>
<td>Determine property owners in good standing</td>
<td>Property &amp; Member Services</td>
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<td>POA staff to prepare ballots for mailing along with letter, resumes and return envelopes to all Association members determined to be in good standing on Feb. 9, 2018.</td>
<td>Property &amp; Member Services</td>
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<td>Wed., Feb. 21, 2018</td>
<td>Draw for and appoint members of Election Day Committee and Chair.</td>
<td>Board of Directors</td>
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<td>Friday, Mar. 2, 2018</td>
<td>Ballots, letter, resumes and return envelopes mailed to all Association members in good standing. Ballots will be returned to the POA staff to be stored and</td>
<td>Property &amp; Member Services</td>
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2018 CALENDAR
FOR BOARD OF DIRECTORS ELECTION

Wednesday, Mar. 21, 2018  Deadline for ballots to be returned (4:00 p.m.)

Thursday, Mar. 22, 2018  Election Date
The Election Day Committee and POA staff will process the ballots and submit the results to the CEO, who will notify the current Board of Directors, all Board of Director candidates and issue a press release on the results.
In the event of a tie, the affected candidates shall be called together and final results will be determined by the drawing of lots.

CEO

Tuesday, Mar. 27, 2018  Deadline for any member in good standing to request a recount by 4:00 p.m. The recount will be performed by an outside firm. A check in an amount determined by the outside firm conducting the recount must accompany the written request. If the recount changes the outcome of the election, the member will be reimbursed all fees paid.

CEO

Wednesday, Apr. 18, 2018  Newly elected Board members will be seated at the conclusion of the April 18, 2018, regular meeting at which time the Board will certify the election of the new Board members.

Board of Directors
2018
APPLICATION FOR CANDIDACY FOR BOARD OF DIRECTORS
HOT SPRINGS VILLAGE PROPERTY OWNERS’ ASSOCIATION
(Please print or type all information)

Name _______________________________ Phone _______________________

Cell ________________________________

Address _____________________________ Lot, Block/Subdivision ______________________
(If multiple lots, please list all on attached form)

Email Address: ______________________________

I am a member in good standing on all properties (which I own or control in any legal entity) of Hot Springs Village Property Owners’ Association and I am not an employee of the Association, and hereby apply to serve the Association on the Board of Directors (position description attached). If elected, I agree to follow and be bound by the Bylaws, Declaration and Protective Covenants, governance policies of Hot Springs Village and will remain a member in good standing (on all lots) throughout my term of office.

I understand the amount of time required for Board activities, may include approximately 40 to 60 hours per month. I agree to provide the required information and abide by the election procedures. My failure to do so may disqualify me as a candidate.

Signature ______________________________ Date ______________________

APPLICATION INSTRUCTIONS:
Please complete all sections of this application, including the specified attachment and return it in a sealed envelope to the CEO, by 4:00 p.m. on Friday, January 12, 2018.

Information from this application will be provided to the local press and to the members of the Association at the time the ballot is mailed to them. It is important to the election process that accurate background information be provided to the members of the Association, so that they may make an informed choice as they cast their ballot. You should understand that the majority of members are non-residents and this will be the only information they receive about you. Your resume must not exceed the specified 500-word count on this application for the information requested, so that all applicants are treated uniformly in the presentation of their background data. The 500-word count limit will be determined by Microsoft Word. Applicants exceeding the 500-word count will be asked to resubmit their statement to comply with the 500-word limitation, by the specified deadline. Your resume must be in a narrative format; do not format with bullet points or numbering.

1. Attach to this application, a typed 500-word resume that you believe best represents you and your views as a candidate for the Board of Directors. Email a copy of said resume to administration@hsvpoa.org by 4 p.m. January 12, 2018. Your resume must include:
   A. Education background; employment history; date you became a Hot Springs Village property member; current POA/community involvement.
   B. Why you wish to serve on the Board of Directors.

2. Attach to this application one recent color photograph of yourself size 3”x 5”, which will not be returned, images may also be emailed to administration@hsvpoa.org by 4 p.m. January 12, 2018.

3. Attach to this application a Petition, copies of which are included in the Board Candidate package, requesting that your name appear on the Election Ballot, containing the original signatures of not less than (50) different property owners of Hot Springs Village who are members in good standing. If there are multiple owners of a lot, only one owner may sign the Petition.

Your information will be published in the Spring Edition of the POA ADVOCATE, which is available to all property owners in good standing. It will be made available to the local press and will accompany the ballots mailed to all property owners in good standing.
List additional Lots owned or in control in any legal entity.

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2018 Board Election
Position Description
Hot Springs Village Board of Directors

Mission of the Board:
"To Govern consistently with the Declaration and Protective Covenants, to assure the viability of Hot Springs Village by establishing and managing goals and objectives and to ensure that the voice of the property owner is represented."

Role of the Board:
The Board's role is defined by the responsibilities, authority, and accountability stated in Article IX, Sections 1, 2, & 3 of HSV By Laws.

Conduct of the Board:
Best practices for making and implementing decisions through appropriate conduct are described in Article 1 of the board policies, "Conduct of a Board in a Governance Role".

Duties of a Board Member:
1. To operate in concert with state and federal laws, the Articles of Incorporation, the Declaration and Protective Covenants, Bylaws, and corporation policies;
   Bylaws: Article VII, section 4; IX, section 3; RRO
2. To develop a working knowledge of fiduciary duties and apply them in your governing role;
   Bylaws: Article IX, section 1.d
3. To establish the vision, mission, values, and Enterprise Goals for Hot Springs Village and ensure that a Comprehensive Master Plan is in place to achieve them;
   Bylaws: Article IX, section 1.b
4. To attend, prepare, and actively participate in meetings and discussions;
   Bylaws: Article IX, section 1; RRO
5. To approve the annual operating budget from a strategic, enterprise-level perspective, monitoring related financial performance, and appointing independent auditors;
   Bylaws: Article IX, section 1; Fiduciary Role
6. To participate in Board training and effectiveness assessments;
   Bylaws: Article IX, section 1.e
7. To participate in hiring and releasing the CEO, setting clear performance expectations and providing the governance-level resources to achieve them;
   Bylaws: Article IX, section 1.e
8. To maintain confidentiality;
   Fiduciary Role
9. To model each of the organization's values;
   Fiduciary Role
10. To encourage and respect alternative opinions that serve to bring forth the best ideas and point them towards a shared vision;
    Policies: Chapter VIII, Article 1, section 3.e
11. To support the organization and Board decisions- whether I am of the minority or majority opinion - in a positive and uniting manner at all times and in all places;
    Policies: Chapter VIII, Article 1, section 3.e

Board Member Position Description- 9/8/2017
Position Description
Hot Springs Village Board of Directors

12. To observe parliamentary procedures and display courteous conduct in all board and committee meetings;
   **Bylaws: Article XIX; RRO**

13. To refrain from intruding on issues that are the responsibility of management, except to monitor results and prohibit actions that conflict with governing policies and principles;
   **Bylaws: Article VII, 6.b.**

14. To participate in retreats, strategic planning, self-studies, evaluations, and any other opportunities available to enhance my effectiveness as a board member;
   **Bylaws: Article IX, 1 “catch all”**

15. To actively prepare for and participate in assigned committees only, modeling and upholding the separation of governance activities from management activities during these meetings;
   **Bylaws: Article VII, 6.b**

16. To follow the association's conflict of interest policy, including declaring potential conflicts and refraining from voting on matters in which I have a conflict of interest; and
   **Bylaws: Article I, section 10**

17. To consider resigning my position as a board member, if, for any reason, I find myself unable to carry out my fiduciary responsibilities: care, loyalty, and obedience.

**Term:**
Hot Springs Village Board Members serve in accordance with Article XII of the Articles of Incorporation.

**Synergistic virtues and attributes of an aspiring, well-versed member of the board:**

- Leadership practices that inspire a shared vision, model the way, encourage the heart, enable others to act, and challenge the process (from Kouzes and Pozner Leadership Model);
- Personal values that are rooted in a passion for improving the lives of all property owners and stakeholders of Hot Springs Village;
- Political considerations of conduct and activity that create and strengthen relationships with county, city, state, and federal government officials.
2018
PETITION FOR CANDIDACY
TO THE
HOT SPRINGS VILLAGE
PROPERTY OWNERS' ASSOCIATION
BOARD OF DIRECTORS

We, the undersigned, members in good standing of the Hot Springs Village Property Owners’ Association, hereby petition the candidacy of ______________________ and set forth our signatures, addresses, and Lot, Block and Subdivision.

**ONLY ONE SIGNATURE PER LOT OR LIVING UNIT**
*(INDICATES CANDIDACY REQUIREMENT, BUT NOT AN ENDORSEMENT)*

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2018