

A special note from the HHPPOA Board President:

Hilton Head Plantation (HHP) is a 50+ year-old community of close to 10,000 residents who have chosen HHP as their home for a multitude of reasons. The most striking reasons you proffered are the top two selections from our most recent Property Owner survey, which is posted on this website: our Natural Environment and ban on short-term rentals.

An aging beauty like HHP needs constant care for the physical infrastructure and the updating of documents such as Rules and Regulations, Guidelines, and Policies as we deal with a rapidly changing technological world. For example, in the last year, the Board adopted a Code of Conduct to highlight the need always to be mindful of proper protocols and behaviors; HHP's Rules and Regulations are undergoing a review along with our ARB Guidelines. Another such review includes a review of our Financial Polices and General Committee Guidelines.

During the policy review of the General Committee Guidelines, which had not been reviewed since 2005, the Board looked to bring these Guidelines in line with what is practiced. Unfortunately, this revision was mischaracterized as banning property owners from attendance at Standing Committee Meetings. The Board's practice has always been to allow property owners to attend committee meetings by request or invitation. That invitation was also extended to guests who often provided technical information to one of the Board's Advisory committees.

The Board provides many avenues for community engagement and information. Among these venues are Plantation Living, the HHPPOA website, email blasts, the Board of Directors Hot Line, committees composed of property owners, Coffee with Peter, HHP's Annual Meeting, and our triennial Property Owner Survey. The Board has also launched a program of increased visibility and community engagement by attending club meetings to gather input and disseminate information.

The board's Committees are populated by property owners who represent the community and provide advice and recommendations to both the Staff and Board. Below, you will find the newly adopted General Committee Guidelines along with the original version for comparison.

Carlton Dallas, HHPPOA Board President

Newly Adopted

Hilton Head Plantation Property Owners Association, INC.

GENERAL GUIDELINES FOR ALL STANDING COMMITTEES

WHEREAS Article X, section 1. Of the Hilton Head Plantation Property Owners' Association By-Laws grants the Board of Directors the powers and duties necessary for the administration of the affairs of the Association.

WHEREAS Article XII, of those By-Laws grants the Board of Directors the authority to "...appoint committees as deemed appropriate in carrying out its purpose."

NOW THEREFORE, BE IT RESOLVED THAT the following General Committee Guidelines and procedures for STANDING COMMITTEES be adopted:

PURPOSE: Hilton Head Plantation Property Owners Association, Inc. ("HHPPOA") is a non-stock corporation in South Carolina. The HHPPOA committees ("Committees") provide assistance, recommendations, and information to the Board of Directors ("Board") of the HHPPOA. Committees shall act in an advisory capacity to the Board of Directors only unless otherwise provided or at the specific direction of the Board.

AUTHORITY:

The specific duties, appointment, structure, and vested authority of the HHPPOA committees are derived from the By-Laws of the HHPPOA. Any conflict between these *General Guidelines for All Standing Committees* and the corporate documents shall be resolved in favor of the Declaration of Covenants, By-Laws, and General Guidelines, in that order. Committees are not empowered to financially obligate the Corporation or spend funds without the expressed prior approval of the Board of Directors.

MEMBERSHIP:

Persons interested in serving the community through appointment to a committee must submit an application form outlining their interest and qualifications (including relevant education, personal and professional experience, and length of residency) to the General Manager's Office by March 15 of each year unless otherwise extended by the Board President. The Board may also consider a committee's demographic composition in its appointments to foster balanced community representation.

The members of each committee shall be resident full-time property owners of the HHPPOA in "good standing" throughout their term of office. The Committee Chair, working with the Staff Liaison, will submit to the President a list of recommended Committee Members for his/her review before the April Executive Committee meeting each year. The final recommendations will be presented to the Board at the April board meeting for confirmation.

All committee members are appointed for one (1) year, subject to confirmation by the board President at the Board's April meeting. The Board President may exercise judgment when

making committee appointments to allow new members to join while conserving a good base of members who carry much-needed institutional knowledge regarding the work of a given committee. Terms end at the close of the Annual Meeting each year.

A Committee member absent from three (3) of the regularly scheduled Committee meetings, consecutively, in a 12-month period, beginning April 1 of each year, is considered to have resigned from the Committee. The Board may waive the resignation for illness, emergency, or other good cause at the request of the Committee Chairperson.

EX-OFFICIO MEMBERS: The President of the Board and the General Manager shall be non-voting ex-officio members of all committees.

COMPENSATION: Committee members serve without compensation unless otherwise approved by the Board of Directors.

MEETINGS: Meetings of each Standing Committee will be at a time and location determined by the Chair of the Committee with input from the committee members.

All standing committees shall be held at least once each quarter, more often as necessary, to carry out their assignments and responsibilities.

In general, informal compliance with the parliamentary procedures of Robert's Rules of Order is encouraged unless a more rigorous application is necessary to complete the business of the Committee. Decisions or recommendations of the Committee are approved by a simple majority vote of members present and voting (voting by proxy is prohibited). A majority of the committee members shall constitute a quorum to transact the committee's business, and the majority of the committee members present at any meeting shall be deemed the act of the committee. In-person attendance at POA Committee meetings is preferred; however, if a committee member cannot attend in person on occasion, they may ask to attend via Zoom with the expressed permission of the Board of Directors of the POA.

Property Owners and guests may be invited or request to attend a committee meeting at the discretion of the Chair of the Committee with input from the members of the committee.

REPORTING: The committee shall submit written minutes to the General Manager at least seven (7) days before the next regularly scheduled meeting of the BOARD. Minutes of the meetings should include the participants, agenda items, motions/resolutions/recommendations, and Committee votes. Recording of Committee meetings is prohibited without the expressed written permission of the Board. If a quorum was absent, any minutes from the committee to the BOARD should reflect the members participating in such a report. Minutes can be taken by the Staff Liaison or a committee member at the discretion of the Chair with input from the committee members.

EMPLOYEES OF THE HHPPOA: The chairperson of each committee shall be authorized to consult with the management staff members involved in the committee's activities but shall not direct the activities of any employee of the HHPPOA.

SUB-COMMITTEES: Each Committee, with the permission of the Board of Directors, may appoint a sub-committee from among its membership and may delegate to this sub-committee any of its authority, duties, and functions.

ETHICS: Members of a Committee are prohibited from contracting with the HHPPOA or using their committee position for personal or financial gain. Any member of a committee to the HHPPOA who could reasonably be expected to benefit directly and substantially from the possible outcome of a committee action under discussion must disclose each time that item is discussed that he/she has such a conflict of interest and abstain from voting on any motion affecting that interest. Discrimination based on race, creed, sex, or national origin is prohibited.

CONFIDENTIALITY: Members of Committees may encounter confidential information such as security issues, bids, in the case of the election committee, ballots/proxies, and in the case of the Executive Committee, personnel issues. This information is to be kept confidential unless its release is authorized by the board. A breach of this duty to maintain confidentiality may be grounds for disciplinary action against the offending individual(s), which may include sanctions, dismissal from the committee, or both.

STANDING COMMITTEES: The following standing committees shall be established:

Architectural Review Board	Maintenance
Communications	Recreation
Covenants	Security
Finance	

SPECIAL COMMITTEES: The BOARD may, as required, create or dissolve other such special or Ad hoc committees to serve a specific purpose or duty deemed necessary by resolution of the BOARD.

➤ Nominating and Elections Committees

The Chair and members of the Election Committee shall be appointed by the Board President at the January or February meeting of the Board. The Chair of the Nominating Committee is usually assigned to the Vice President of the Board unless they are a possible candidate for reelection that year. The members of the Nominating Committee shall be appointed by the Board at the February Board meeting and as per the HHPPOA By-Laws Article VII Section 5 and announced at the Annual Meeting of the members in March of each year.

RESPONSIBILITIES: The specific purview and responsibilities of each Committee are amplified and interpreted in their respective individual Committee Guidelines. The responsibility of the individual members is to come prepared to listen, offer suggestions, and discuss the issues and proposals openly and professionally. Contacting vendors or

potential vendors regarding POA business is the responsibility of the POA's professional staff. The POA Board and, in emergency situations, the POA's Executive Committee may empower Committee and Task Force members to contact vendors directly.

- Committee Chairperson: The chairperson of each committee, except for the Election Committee, shall be a member of the POA Board. The chairperson of each committee shall preside over and manage the general affairs of the committee to ensure that the committee fulfills its goals and assignments from the Board. The President may appoint individuals to fill vacancies on a particular committee as appropriate. As assigned, they shall confer with the Staff Liaison to prepare the meeting agenda. Conduct the meeting to ensure that all members have the opportunity to participate and that each item of business receives appropriate consideration. Review the Board goals with the Committee to identify areas where the Committee can contribute to accomplishing these goals.

- Staff Liaison: Confer with the Committee Chairperson to prepare the meeting agenda. Provide technical assistance and administrative support as appropriate.

Revised 1/23/01
Revised 9/28/04

Revised 10/26/2004
Revised 06/25/24

2004 version

Hilton Head Plantation Property Owners Association, INC.

GENERAL GUIDELINES FOR ALL COMMITTEES

WHEREAS Article X, section 1. Of the Hilton Head Plantation Property Owners' Association By-Laws grants the Board of Directors the powers and duties necessary for the administration of the affairs of the Association;

WHEREAS Article XII, of those By-Laws grants the Board of Directors the authority to "...appoint committees as deemed appropriate in carrying out its purpose."

NOW THEREFORE, BE IT RESOLVED THAT the following General Committee Guidelines and procedures for COMMITTEES be adopted:

PURPOSE: Hilton Head Plantation Property Owners Association, Inc. ("HHPPOA") is a South Carolina, non-stock corporation. The HHPPOA committees ("Committees") provide assistance, recommendations, and information to the Board of Directors ("Board") of the HHPPOA. Committees shall act in an advisory capacity to the Board of Directors only, unless otherwise provided or at the specific direction of the Board.

AUTHORITY:

The specific duties of the HHPPOA committees, their appointment, structure and vested authority are derived from the By-Laws of the HHPPOA. Any conflict between these General Guidelines For All Committees and the corporate documents shall be resolved in favor of the Declaration of Covenants, By-Laws, and General Guidelines in that order. Committees are not empowered to financially obligate the Corporation or spend funds without the expressed prior approval of the Board of Directors.

MEMBERSHIP: The members of each committee shall be members of the HHPPOA in "good standing" through out their term of office. The President or Committee Chair will present at the April board meeting those members recommended for confirmation by the Board.

Persons interested in serving the community through appointment to a Committee should submit an application form outlining their interest and qualifications (including relevant education, personal, and professional experience) to the Board by April 1, of each year unless otherwise extended by the board president. The Board may also consider the geographic composition of a Committee in its appointments in trying to foster a balanced community representation.

All committee members are appointed for one (1) year or less subject to confirmation by the board for any number of consecutive terms as determined by the board. All committee

members shall be confirmed by the board at the April meeting each year. Terms end at the Annual Meeting each year.

A Committee member who is absent from three (3) of the regularly scheduled Committee meetings, consecutively, in a 12 month period, beginning April 1 of each year, is considered to have resigned from the Committee. The Board may waive the resignation for illness, emergency, or other good cause at the request of the Committee Chairperson.

EX-OFFICIO MEMBERS: The President of the Board and the General Manager shall be non-voting ex-officio members of all committees.

COMPENSATION: Committee members serve without compensation, unless otherwise approved by the Board of Directors.

MEETINGS: Meetings of all HHPPOA Committees with the exception of the Executive and Nominating Committees are open to attendance by any member of the HHPOA in “good standing”. The dates of regularly scheduled committee meetings shall be announced in advance. (Due to the sensitive nature of many of the topics discussed, the Executive and Nominating Committees are not open to attendance by members. However, members in “good standing” may address the Nominating and Executive Committees by sending a written request to the General Manager or the Committee Chair stating the reason(s) for the request.) Except for the Nominating, Strategic Planning and Election committees meetings all standing committees shall be held at least once each quarter, more often as necessary to carry out their assignments and responsibilities. In general, informal compliance with the parliamentary procedures of Robert's Rules of Order is encouraged unless a more rigorous application is necessary to complete the business of the Committee. Decisions or recommendations of the Committee are approved by a simple majority vote of members present and voting (voting by proxy is prohibited). A majority of the committee members shall constitute a quorum to transact the business of the committee, and the act of the majority of the committee members present at any meeting shall be deemed to be the act of the committee.

REPORTING: The committee shall submit written minutes to the General Manager at least seven (7) days prior to the next regularly scheduled meeting of the BOARD. Minutes of the meetings should include the participants, agenda items, motions/resolutions/recommendations, and Committee votes. In the event a quorum was not present, any minutes from the committee to the BOARD should reflect the members participating in such report

EMPLOYEES OF THE HHPPOA: The chairperson of each committee shall be authorized to consult with the management staff members involved in the activities of the committee but shall not direct the activities of any employee of the HHPPOA.

SUB-COMMITTEES: Each Committee, with the permission of the Board of Directors, may appoint a sub-committee from among its membership and may delegate to this sub-committee any of its authority, duties, and function.

ETHICS: Members of a Committee are prohibited from contracting with the HHPPOA or using their committee position for personal or financial gain. Any member of a committee to the HHPPOA who could reasonably be expected to benefit in a direct and substantial way from the possible out come of a committee action under discussion must disclose each time that item is discussed that he/she has such a conflict of interest and abstain from voting on any motion affecting that interest. Discrimination based on race, creed, sex, or national origin is prohibited.

Confidentiality: Members of Committees may come in contact with confidential information such as security issues, bids, in the case of the election committee ballots/proxies and in the case of the Executive Committee personnel issues. This information is to be kept confidential unless its release is specifically authorized by the board. A breach of this duty, to maintain confidentiality, may be grounds for disciplinary action against the offending individual(s); which may include sanctions, dismissal from the committee or both.

STANDING COMMITTEES: The following standing committees shall be established:

Architectural Review	Finance
Strategic Planning	Communications
Maintenance	Covenants
Nominating	Election
Security	Recreation

SPECIAL COMMITTEES: The BOARD may, as required, create or dissolve other such special or Ad hoc committees to serve a specific purpose or duty deemed necessary by resolution of the BOARD.

RESPONSIBILITIES: The specific purview and responsibilities of each Committee are amplified and interpreted in their respective individual Committee Guidelines. The responsibility of the individual members is to come prepared to listen, offer suggestions, and discuss the issues and proposals in an open and professional manner. Contacting vendors or potential vendors regarding POA business is the responsibility of the POA's professional staff. The POA Board and in emergency situations the POA's Executive Committee may empower Committee and Task Force members to contact vendors directly.

- **Committee Chairperson:** The chairperson of each committee, except for the Election Committee, shall be a member of the POA Board and shall be appointed by the Board President annually at the March meeting of the Board. The chairperson of each committee shall preside over and manage the general affairs of the committee to ensure that the committee fulfills its goals and assignments from the Board.

If assigned, confer with the Staff Liaison to prepare the meeting agenda. Conduct the meeting to ensure that all members have the opportunity to participate and that each item of business receives appropriate

consideration. (Involving concerned individuals attending the meeting is encouraged if, in the opinion of the chairperson, it is not disruptive or prevents accomplishment of the Committee's work). Review the Board goals with the Committee to identify areas where the Committee can contribute to accomplishing these goals.

- Staff Liaison: Confer with the Committee Chairperson to prepare the meeting agenda. Provide technical assistance and administrative support as appropriate.

Revised 1/23/01
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