

RESOLUTION NO. 2016 - xx

Executive Committee

This Resolution sets out the purposes, authority, makeup and operating procedures of the Lake Limerick Country Club Executive Committee.

1. Purposes. The Executive Committee acts on behalf of the Board of Directors (Board) in numerous situations and has several purposes as outlined below:

- to oversee Club Management and to provide general direction on the routine operation of the Club, consistent with established Board policies and direction;
- to support the Board in the hiring of supervisors and managers (or other staff) by developing job descriptions and performance standards; conducting recruitment and interviews; and making hiring recommendations to the Board;
- to investigate specific personnel, administrative, membership, asset management and legal matters, and to make appropriate recommendations to the Board;
- to develop and recommend procedures and policies for improving Club operations, especially as related to personnel and legal matters;
- to act on behalf of the Board in emergency situations, to mitigate significant threats to members, staff, assets and resources, with such action to be reported to the Board as soon as possible and included in the next scheduled (open or closed) Board meeting for ratification or modification.

2. Authority. The Executive Committee has the right to act for the Board in emergency situations and to provide direction on the day to day operation of the Club, as outlined in the purpose. They have the authority to make recommendations to the Board in regards to policies, procedures, personnel, administrative, membership, asset management and legal matters. It is not the intent of the Executive Committee to circumvent or supersede the authority of the Board of Directors, but to assist in the smooth operation of the Club.

3. Makeup. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer of the Board of Directors, and one representative of the Water Committee appointed by the Board of Directors. *(or Chair?)*

4. Closed Sessions. The Executive Committee may call a closed session to discuss sensitive or confidential member, personnel or legal matters. Other Board members may attend a closed session, but will not have a vote.

5. Records. The Executive Committee shall maintain records of its meetings and actions to properly record discussions and actions taken or items agreed upon. It will be the Executive Committee's responsibility to present to the Board of Directors any measure so decided by the committee in open or closed session, for ratification or modification.

6. Operating Procedures. The Executive Committee shall operate pursuant to procedures that are fair and reasonable. It shall create and make a readily-accessible record of systems for its operation which shall include processes, timelines, assignment of responsibilities, accountability and forms, as well as other procedures that are beneficial to the work of the committee.

Robert's Rules of Order, or other mechanical rules of procedure, shall not apply to any of the process and procedures of the committee; rather, the committee shall proceed in all ways reasonably and fairly, with concern not only for the rights of the general membership to enforcement of the applicable rules, but also for the rights of individual members to a process that affords them respect as members, gives them a reasonable chance to participate in the process, and fairly considers their positions.

7. Adoption. This Resolution supersedes the previous Executive Committee Bylaws last updated and approved by the Board on May 19, 2001, and any other prior Resolutions or governing documents (except for the Articles of Incorporation and the Bylaws of Lake Limerick Country Club), with respect to the Executive Committee purpose, authority, makeup and operating procedures.