

## **New Board Member Orientation Agenda for Discussion**

Congratulations on your election to the GHPOA Board of Directors! You will be provided with a flash drive which contains all three of our governing documents: Articles of Incorporation, By-Laws, and Declaration of Restrictions (for both Marion and Hamilton Counties). In order to fulfill your fiduciary obligation to the Association, we ask that you read these documents, so you have a working knowledge of how the Association functions. These documents are also available on our website, GHPOA.com, as well as on the private portal provided by our management company, TownSq.io.

Board Meetings are divided into two parts. The Executive Session is only open to Directors, our management company, and our attorney. During this portion of the meeting, delinquency issues are discussed as well as pending litigation or possible litigation. Directors have a fiduciary responsibility to hold in confidence all issues discussed during the Executive Session. These issues may not be discussed or shared with family, friends, government agencies, etc. In addition, during the Executive Session, Geist Patrol reviews its monthly activity report (Run Report). This report contains addresses and information on all dispatches they have responded to. This information is considered private and should not be shared or discussed outside of the Executive Session. The public portion of the meeting is open to all GHPOA property owners. Any GHPOA property owner may request to speak before the Board. Please review the Board's policy on this topic, which is available on our website and TownSq.

In addition, you will be asked to read and sign two documents: (1) Conflict of Interest Statement which explains your responsibility to avoid allowing your family, friendships, financial and social interests to influence or compromise your judgment, decisions, or actions involving GHPOA and (2) Statement of Conduct which, among other things, mandates that you put the interests of the Association first, precludes Directors from making decisions based on favoritism, discrimination or malice, requires Directors to refrain from using inappropriate language or engaging in personal attacks against other Board members and states

you are a representative of the people and should hold yourself up as an example to other residents of the community by complying with and following the provisions of the Association's governing documents. A copy of both of these documents is included for your review.

All Directors should register on the TownSq private portal provided by our management company. Registering on this portal will enable Directors to access proprietary information. You will need your GHPOA account number to register. This is available on your dues invoice, or you may call the management company during normal business, and they will provide it. Our management company is Community Association Services of Indiana (CASI). Their phone number is 317-875-5600.

The Board of Directors (BOD) are stewards of the Association's funds. It is the responsibility of the BOD to ensure that all decisions made adhere to the provisions contained in our governing documents. In addition, the Association must comply with all applicable federal, state, and local statutes. To accomplish this, as needed, the BOD seeks legal advice from our attorney.

GHPOA Mission Statement: To preserve and enhance the Geist Harbours neighborhoods as Indiana's premier lake community. It is GHPOA's responsibility to promote the enjoyment, health, safety, and general welfare of its property owners, residents, and guests, through homeowner association management of its common elements, and enhance the property values throughout the community.

- Basic Operations:
  - GHPOA comprises twelve neighborhoods. One Director from each neighborhood sits on the BOD. Term lengths are for 3 years and are staggered. Each Director has one vote.
    - Admirals Bay, Pointe, Sound and Woods
    - Beam Reach
    - Crossing South

- Diamond Pointe (In addition to adhering to GHPOA governing documents, Diamond Pointe also has its own property owner association. Information on their Association is available on our website.)
  - Feather Cove I, II, and III
  - Masthead I & II
- 
- The Treasurer and Secretary, if he or she is not also a Director, shall be entitled to one vote as an at large Director (appointed by a majority vote of Directors) and member of the Board. Only officially elected or appointed Directors will be entitled to vote.
  - The BOD has a fiduciary responsibility to uphold the provisions contained in the three governing documents. In addition, the BOD is required to enforce the Guidelines and Policies passed by the Board.
    - Articles of Incorporation – GHPOA is a not-for-profit business entity.
    - Declaration of Restrictions – This document is recorded in Marion and Hamilton County as Association homes are located in both counties. The document gives the Board various powers (including setting an annual budget, collection of assessments, and enforcing the covenants). It takes 75% of homeowners to vote to change any covenant or restriction.
    - By-Laws – This document contains the basic rules of how the Association operates.
    - Guidelines and Policies – These are created and updated by the BOD. They are available to read on GHPOA.com and on TownSq.io. The current policies in effect are:
      - Delinquency Policy

- Speaking Before Board Policy
  - Comparative Bid Policy
  - DCC Application and Guidelines
  - Mailbox Guidelines
  - Snow Removal Policy
  - Social Expense Policy
  - Board Statement of Conduct
  - Director Conflict of Interest
  - Late Fee Waiver Policy
  - School Signs & Banners
  - Vacation Check Policy
  - Social Media Policy
- 
- The BOD's sole responsibility is to protect and preserve property values for all homeowners. This is accomplished by ensuring the financial stability of the Association. The Association's funds are used to maintain, repair or improve assets, provide security, and enforce our covenants and guidelines which ensures that the appearance of all 2,383 properties adhere to specific standards. They also pay expenses related to operating the Association (management and legal fees, mailings, insurance, funding our reserve account, etc.). The BOD must always act within the bounds of their fiduciary duty. A fiduciary is a person who holds a legal or ethical relationship of trust with one or more other parties (person or group of persons). Typically, a fiduciary prudently takes care of money or other assets for another person. A fiduciary duty is the highest standard of care at either equity or law. A fiduciary is expected to be extremely loyal to the person to whom he owes the duty, such that there must be no

conflict of duty between fiduciary and principal, and the fiduciary must not profit from his position as a fiduciary.

- The BOD meets monthly to conduct GHPOA business.
  - Monthly meetings are held on the 3<sup>rd</sup> Monday of each month, from 6-8 p.m., at Indian Lake Country Club.
  - In December, the Board meets on the 2<sup>nd</sup> Monday of the month.
  - Due to the closing of all schools on the 3<sup>rd</sup> Monday of January, Martin Luther King Day, the Annual Meeting is held on the 3<sup>rd</sup> Tuesday in January at Amy Beverland Elementary School.
  - A representative of the Association's management company (The Agent) is assigned work with the BOD. The Agent, with input from the President, emails all Directors a copy of the Board packet which includes an agenda, management, and financial reports, etc. on the Wednesday prior to the meeting. Directors have the option to receive this via email and/or have a paper copy delivered to their home. Directors should review the meeting packet before the meeting to allow for a quick and efficient meeting.
  - The Board President presides over meetings.
  - Roberts Rules of Order are used during a Board meeting for all votes and discussion.
- The quorum for a Board meeting is a majority of Directors. Ex: 12 Directors in total require at least seven members to be present to vote on any motion made at the meeting.

- The Treasurer presents the prior month's financial report at each Board meeting.
- The Secretary is responsible for preparing the minutes of all meetings.
- GHPOA currently has six committees – Development Control Committee, Grounds, Security, Social, Communications and Welcome. The committees are made up of Board members and interested homeowners. Ad hoc committees are approved by the Board. While it is recommended that Committee Chairs be Directors, homeowners may also serve in this position. The Committee Chair presents monthly updates and recommendations at the Board meeting. Committees meet once a month or as needed.
  - Development Control Committee (DCC) – The DCC is charged with reviewing all proposed exterior changes to homes and lots. Per our governing documents, the DCC must have three members. Property owners submit a DCC application. This document is available on our website (GHPOA.com) and TownSq (a private portal available to registered homeowners provided by our management company). Upon receipt of a fully completed DCC application, the DCC begins its review process to ensure that all exterior changes to homes or lots are in full compliance with the Association's covenants, restrictions, and guidelines. Due to the complex nature of some applications, the DCC makes site visits as needed. The DCC must render a decision on a fully completed application within 30 days. The 30-day clock cannot be extended. If an application is not approved or denied within 30 days, it is automatically approved, and the BOD has no authority to reverse this approval. An approval of an application which does

not comply with all GHPOA's covenants, restrictions and policies may result in a significant legal risk to the Association. If an application is denied, the property owner may submit another application or appeal the DCC's decision. To appeal the decision, the homeowner must submit their request in writing to the DCC and/or property management company within 30 days after notice of the DCC's denial or conditional approval. The appeal will be heard at the next BOD meeting if it is received not later than 15 days prior to the Board meeting. If the appeal is not submitted during that period, the matter is deferred until the following BOD meeting. The decision of the majority of Directors is final.

- Grounds – This committee conducts research, holds meetings, and makes recommendations to the BOD on the maintenance, repair and improvement of assets owned or under the control of the Association (Grant of Easement for land, signs, monuments, irrigation systems, lighting, bedding areas, etc.)
- Security – As stated in our Articles of Incorporation, a primary reason GHPOA was formed is to provide security for the Association. The Security Chair conducts research, holds meetings, and makes recommendations to the BOD on all security related issues. The Chair functions as the liaison between Geist Patrol and the BOD.
- Social – The Social Committee plans social events designed to foster community pride and spirit. Currently this includes a Halloween Trunk or Treat Event, “Deck the Homes” exterior holiday decorating contest, “Santa Meet and Greet” event, and a “Letters to Santa” mailbox. The committee also ensures the Association’s Annual Garage sale is held.
- Communications – This committee provides updates to property owners on what is happening within community by

updating our website (GHPOA.com), Facebook page (Geist Harbours), emailing announcements to registered property owners, as well as posting them on TownSq, and mailing a semi-annual newsletter.

- Welcome – The Welcome Committee prepares welcome packets containing a current copy of the DCC application, a welcome letter containing contact information for their Community Director and other miscellaneous items. The packet is given to the Community Director for delivery to the new property owner.
- Additionally, each Director is responsible for being the eyes and ears of their neighborhood while keeping in mind the greater needs of the GHPOA community.
  - Once a year, usually in the spring, each Director is to create a list of street signs and poles that need repair and ones that need painting. This must be reported back to the Grounds Committee so a list of items needing repair, replacement or painting may be compiled.
  - Also, after each winter, each Director must review the “hot spot” list for snow removal ice melt and confirm if the area should still be on the list or if any new areas need to be added to the list.
- GHPOA and Agent Relationship
  - GHPOA has a signed service agreement in place with the Agent’s firm. The Agent works on behalf of the BOD. The Agent has no vote in GHPOA decisions.



- All Directors may email the Agent or Supervisor to ask questions, make suggestions, etc. Directors may also ask the Agent or Supervisor to phone them. The Agent or Supervisor has two business days to respond. The Agent, assisted by the management company, performs all tasks outlined in the management contract. However, the cost of special projects which are not included in the management contract must be authorized by a majority vote of the BOD.
- The Agent manages day-to-day operations of GHPOA.
  - Homeowner correspondence
  - Invoice payments
  - Assessment collections
  - Vendor relations
  - Mailings and communications, TownSq
  - Monthly preparation for Board meeting
    - Management Report
    - Agenda
    - Review of minutes
    - Supplemental reports and recommendations
    - Covenant enforcement report
  - Monthly action items list/recap report
- The Agent conducts weekly property inspections of specific GHPOA communities. This is a rotating schedule which ensures that all communities are inspected once a month. In addition, the Agent performs weekly follow-up inspections which adhere to the

inspection schedule approved by the BOD. When a covenant violation is observed, the Agent mails the homeowner a violation notice requiring compliance by a set deadline. If on the next inspection, the violation is not corrected, a second notice is mailed. If the violation has not been corrected after five letters are mailed, the Board of Directors reviews the issue and discusses the option to pursue legal action. In addition, the Agent provides the BOD with weekly Architectural Review Comprehensive (ARC/ride report). This report lists all covenant violations by each GHPOA community. Directors are encouraged to review this for their community.

- In August of each year, the Agent sends out bid packets to vendors for annual community contracts. Per our policy, every effort is made to obtain three bids for each contract. With input from the Treasurer and President, the Agent prepares a draft budget in September. The Board votes on next year's budget at the October Board meeting. Per our governing documents, capital expenditures require notifying homeowners at the end of the current year that money from the Association's reserve fund will be spent during the following year. Information on any planned capital expenditure is included in the year-end financial information which is mailed to all property owners. In the event of an emergency, the BOD may approve spending reserve funds without prior notification of homeowners.

Approved April 21, 2025