

BCLOA Committee Charter
(Revised January 29, 2022)
Bear Creek Land Owners Association
Board of Directors

The following Nomination Committee Charter was established pursuant to BCLOA Committees, POLICY 2013-#13, and Policy and Procedure for Adopting and Amending Policies, Rules, Regulations and Fines: BCLOA Policy Resolution 2017-1.

Nomination Committee Charter

PURPOSE

The purpose of the Nomination Committee Charter is to ensure the selection, nomination, and election of the following BCLOA elected positions in compliance with the Declaration of Covenants and Bylaws, (hereafter "Bylaws").

- Five BCLOA Directors who will serve as President, 1st Vice President, Vice President for Community Affairs, Treasurer, and Secretary, each Director to serve a term of 3 years with terms staggered to ensure overlap of some incumbent with newly elected directors-

AUTHORIZATION PER THE BCLOA BY-LAWS

The Nomination Committee shall be formed and shall function in accordance with the Bylaws. This charter addresses procedures or policies that may not be specifically addressed in the Bylaws in Article IV, Section 3; and Article V.

COMMITTEE COMPOSITION

The committee will consist of a minimum of 3 members as stipulated in Policy/Procedure 2013 #13 and the BCLOA Bylaws. The Chairperson shall be appointed by the Board of Directors from among Board members. The Chairperson shall appoint the other members of the committee, informing the Board of such appointments. The same members should not serve on the Committee in consecutive years.

RESPONSIBILITIES

The Committee shall have the responsibility to carry out the tasks as enumerated in this charter.

BOARD MEETINGS

The Committee Chairperson, Vice Chairperson, or another committee member designated by the Chairperson, shall attend all regular Board meetings and shall provide a written report on committee activity at the annual meeting and shall request any Board guidance necessary to allow the committee to perform its assigned tasks.

SELECTION OF MEMBERS

- The Committee chair shall select Committee members from among BCLOA members.
- Committee members must be members of the Association. Committee members may not be candidates for director positions.
- Committee members shall recuse themselves and not participate in a specific nomination when a potential conflict of interest arises, e.g., if a committee member's spouse or co-owner is nominated to fill an elected position.

CORRESPONDENCE

- The committee will correspond with the members directly or, alternatively, through the BCLOA Secretary.
- Correspondence will be emailed to those who have authorized use of email and by US postal service for members who have not provided an email address to the Board.

NOMINATIONS

- Nominations will be sought for positions which are expiring during the coming year.
- No nominee be should be accepted for more than one director position, nor should nominees be selected if they are serving in an elected position which will not expire during the election cycle
- Because the Board of Directors may be required to hear an appeal of an Architectural Review Committee (ARC) finding, association members may not serve on the Board and the ARC at the same time.
- No two co-owners of a Lot or members of the same household or family may serve simultaneously on the Board of Directors.
- Nominations will be sought from all association members in good standing, who may then nominate other members or non-members for elected positions. The nomination must specify who is making the nomination.
- Nominees for Board positions do not need to be members of the Association.
- Any member may self-nominate with at least two other Bear Creek Lot Owners, who are eligible to vote endorsing the nomination.
- The nominee will provide the committee with a short resume and qualifications for the position, no to exceed 100 words. If this is exceeded, the committee will have the authority to edit the nominee's submission.
- The Board or the Nominations Committee may submit a set of identical questions to the nominees, which the nominees may decline to answer.
- Candidates must meet Director Qualifications as stated in the Bylaws, Article IV, Section 2-a, b, d, and e.

BALLOTS

- Ballots will be prepared by the committee to include position, nominee names, Bylaw revisions, amendments to the declaration, or any other issue for which association member voting is required. Additional written materials, including each nominee's qualification statement and an instruction sheet will be included with the ballot.
- The ballot or written materials accompanying it should indicate the number of responses necessary to meet the quorum requirement, (Article III, Section 4 of the By Laws, presently 20% of all members entitled and eligible to vote), and state the percentage of approvals required to approve each matter. This may be a majority of votes cast for a single director position with 2 candidates or Bylaws revisions, the highest vote totals when there are three or more candidates for one or two director positions, two-thirds of all votes eligible to be cast for any special assessment, a majority of all votes eligible to be cast in the case of a vote to amend the declaration, or three-fourths of all votes eligible to be cast for amendments to the articles of incorporation.
- Each ballot must be accompanied by written materials sufficient to allow members to reach an informed decision and should state the date and time by which the ballot must be received to be counted.
- When there are director positions to be filled, the positions will be filled by candidates receiving the most votes. Depending upon the number of candidates, the winner may or may not receive a majority of total votes cast. In all cases there must be a minimum of a quorum of eligible owners participating in the vote.
- In the event of uncontested elections, where a single candidate is running for a single director position or where 2 candidates are running for 2 director positions, the candidates win the elections if there is not less than a quorum of eligible owners casting votes. Colorado does not require uncontested elections to be held by secret ballot. Association members, if they so desire, may inspect cast ballots for uncontested elections. Should there be other items on the ballot that require a secret ballot, two ballots will accompany the ballot mailing. One ballot will be for the uncontested director election and the other ballot will be for the issue(s) requiring a secret ballot.
- For a secret ballot election, nothing should appear on the ballot that would allow the neutral third party who assists the Voting Committee or the Voting Committee members to determine who cast the vote. This may require that proxy statements signed by a member be capable of being separated from the ballot for votes at member meetings. Proxies do not apply when votes are conducted using mailed written ballots. A system must be used to determine which lot owner has returned a ballot, and, if a lot owner is entitled to cast more than one vote, the number of votes cast, but the system should not reveal how the person voted.
- Ballots, ballot envelopes, additional written materials, and stamped self-addressed return envelopes with owner return addresses/lot number will be sent by US postal service.

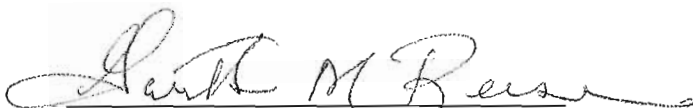
COUNTING BALLOTS

- Ballots will not be mailed to or accepted and counted for members who have had their right to vote suspended. For Guidance see the Article IV, Section 2.A of the Declaration of Covenants, Restrictions, Easements, Charges for Liens for Bear Creek.
- Association members will mail returned ballots directly to an impartial non-member third party, who shall retain them until they are counted in accordance with the provision of the Bylaws.
- The Committee chair or designates from among committee members will be present during the vote tally.
- Ballots which are potentially invalid (e.g. write-in voting, more than one vote per lot) will be reviewed with the committee prior to determination to exclude that ballot or count part of it as an abstention.
- The results will be sealed in two envelopes and delivered to the BCLOA President and BCLOA Secretary the morning of the annual meeting prior to the meeting opening. The envelopes should remain sealed until just prior to the announcement of the results.
- If two nominees receive the same number of votes, the tie shall be broken in accordance with Article V of the Bylaws.
- Ballots and all items sent with the ballots shall be retained by the Chair for a period of one year following the announcement of the results. A nominee may demand a recount of the vote within 7 days of the announcement of the results. The recount shall be conducted by the committee within 30 days of the request for recount and observed by the same neutral third party who was present at the initial count. Should the neutral third party not be available, the committee will choose another neutral third party.

COMMUNICATION OF RESULTS

- The Nomination Chairperson will communicate the final vote results, including the tally of the votes for each nominee, at the annual meeting or as soon thereafter as possible. The results shall be recorded in the minutes of the annual meeting.

SECRETARY'S CERTIFICATION: The undersigned, Secretary of Bear Creek Landowners Association, a Colorado non-profit organization, certifies that the foregoing Nomination Committee Charter was unanimously adopted by the Board of Directors of the Association on _____. In Witness thereof, the undersigned has subscribed his/her name.


Garth M Reese, Secretary of the Board