



THE MEADOWS COMMUNITY ASSOCIATION

BOARD MEMBER DUTIES, RESPONSIBILITIES AND EXPECTATIONS

An individual elected to the position on the Board of Directors of the Meadows Community Association must be committed to observing and promoting the highest standards of dedication and ethical conduct in the performance of their responsibilities. This includes the avoidance of any conflict of interest between their board service on behalf of the MCA and their own personal, professional and business interests. As a candidate for election to the Board, it is important that the following be understood.

Each member of the Board of Directors has duties and responsibilities that are defined from several sources. The MCA documents, Florida Statue 720, other legal commitments including contracts, adopted policies, adherence to regulatory requirements and more all require Board member adherence when making decisions or acting in any official capacity.

First and foremost, each Board member has a fiduciary responsibility to act in the best interest of the community. This requires that actions and decisions be made taking in to account the whole community, not any one segment. A fiduciary has a legal liability which can involve personal liability if they do not act in accordance with their fiduciary responsibilities. Such a failure can result in a personal liability which is not covered by MCA's Officer's & Directors E & O policy, and usually not covered by personal insurance such as an umbrella policy, if they act outside their authority or breach their fiduciary responsibility.

A member of the Board of Directors of the Meadows Community Association must abide by the Articles of Incorporation, Bylaws and policies of the organization. The exercise reasonable care, good faith and due diligence in governing the affairs of the Association is required.

A Board member must respect the confidentiality of sensitive information presented to the Board during executive sessions.

A Board member must make full written disclosure of interests, relationships and holdings that could potentially result in a conflict of interest between themselves and any action being taken on behalf of the MCA.

Board members are required to take a State mandated certifications course within (90) days of election to be a board member. This certification is required to be on file with the MCA.

Board members are required to attend meetings, including regularly scheduled Board meetings, special meetings, and committee meetings as assigned. Regular Board meetings are held on the second Thursday of each month at 1pm and the annual meeting held the first Monday in March. Typically, there are (10) or (11) regular meetings per year plus special meetings and work sessions as needed. There is usually no meeting in August as most committees are on summer hiatus.

A member of the Board must maintain a professional level of courtesy, respect and objectivity in all matters and activities that come before the Board.

Board members are assigned duties and roles by the President and are expected to perform the duties necessary to fulfill those responsibilities. This may include serving as a committee chair or liaison, serving on one or more committees representing the Board in meetings with other entities, etc., and reporting back to the Board. When representing the Board, the Board member has a responsibility to represent Board policies, requirements, etc.

Board members do not have the authority to make commitments or incur legal or financial obligations on behalf of the Board or the community nor to sign any document which would be construed as a commitment on behalf of the community unless authorized by action of the Board.