

Hot Springs Village
Property Owners' Association
April 20th, 2020; 2:00 p.m.
Special Meeting Called:
Chair Diana Podawiltz Presiding

Item 5: Finance and Planning Committee

Action: To Approve and Adopt

Motion: I move to approve and adopt the Finance and Planning Committee and Charter as presented on this day of April 20th,2020.

Foundation:

The Finance and Planning Committee has a broader, multi-layered intent combining the intricacies of Finance, Accounting and Strategic Planning – both short and long term.

A very important and much needed component of this committee's work will be assisting the Corporate Treasurer in the creation of Annual Village Goals. These will provide guidance for the GM/CEO in establishing her/his required measurable and meaningful Objectives, Strategies and Tactics to accomplish said Goals.

Charter Attached

HOT SPRINGS VILLAGE
PROPERTY OWNERS ASSOCIATION
FINANCE AND PLANNING COMMITTEE
CHARTER

I. AUTHORITY AND ACCOUNTABILITY

- A. This Committee derives its authority from Article XII of the Bylaws of the Hot Springs Village Property Owners Association.
- B. This Committee is accountable to the HSV POA Board of Directors.

II. PURPOSE

The purpose of this Committee is to:

- A. Assist and advise the Board on governance and oversight responsibilities relating to fiscal management.
 - 1. Board requests regarding operational matters must first be requested by a majority of the Board.
 - 2. Board requests to Finance Committee to be approved by a majority of the Board.
- B. Assist and advise staff upon their request.
 - 1. Staff requests to Finance Committee to be approved by the Board of Directors.

III. ORGANIZATION AND APPOINTMENT

- A. This Committee shall consist of a minimum of 3 but up to 9 members, the majority of whom are not staff or Board directors.
- B. The Committee Chair shall be the Treasurer of the POA.
- C. One Board director shall be selected by the Board to serve as a committee member.
- D. Committee members shall serve staggered 3-year terms, in accordance with the Bylaws Article XII.
- F. The Committee Vice Chair and Secretary shall be elected by the Committee for terms not to exceed one year.
- G. An affirmative vote of a majority of committee members is required to approve Committee actions.
- H. Committee member interviews shall be conducted by the Committee Chair, the Director member and one other Board director selected by the Board.

IV. DUTIES AND RESPONSIBILITIES

The Committee shall:

- A. Recommend policies, and policy and bylaws modifications, relating to financial matters (risk management, internal controls, asset protection, investments, etc.).
- B. Review the proposed annual capital and operating budget and related fees, to assure alignment with established strategic intent and the objectives of the Board of Directors.
- C. Review proposed capital expenditures and related contracts.
- D. Create a standard, consistent report format and process for these first three duties, as well as detailed P&L statements for every cost/profit center.
- E. Alert the Board to any emerging financial concerns or any suspected deviations from financial policies.

- F. Become sufficiently informed of business matters and specific assignments as assigned by the Board.
- G. Perform any financial analyses requested by the Board (line of business analysis, reserves analysis, trends analysis, benchmarking, lease vs buy analysis, insource vs outsource analysis, etc.)
- H. Recommend report content improvements to the Board for direction to the CFO that aid in the Board's understanding of fiscal management and does not compromise GAAP reporting.
- I. Develop and recommend to the Board of Directors both three and five year plans for Hot Springs Village to include capital investment demands as well as projected revenue and expenses. The committee should work closely with all other departments and committees to include their projects and needs in the planning effort.
- J. Recommend the objectives of HSV for each year of the three and five year plan for adoption by the Board. These objectives will drive the budgeting of the POA to achieve those objectives.
- K. The Committee is empowered to remand any request that is over burdensome or in conflict with their charter to the Board for its disposition.

V. LIMITATIONS

- A. The Committee has no authority to hire, fire, discipline, or issue orders to any POA employee.
- B. The Committee shall serve as a check on, evaluator or perform oversight of managerial authority or performance.
- C. The Committee has no authority to set policy or take any action on behalf of the Board but shall make recommendations to the Board on any item they deem necessary.
- D. The Committee shall not make commitments of POA funds.
- E. No Committee member shall engage in any activity that would constitute a conflict of interest with the duties and responsibilities of the Committee.
- F. Committee members are prohibited from accepting any form of gratuity, any form of remuneration from suppliers, contractors, realtors, property owners, developers or any person doing business, attempting to do business, or in conflict or competition with the POA.
- G. The Committee shall not seek policy or rules changes with governmental agencies or outside stakeholders unless specifically requested by the Board of Directors.

VI. MEETINGS

- A. Meetings shall be held at least monthly. Additional meetings shall be held as required.
- B. Meetings shall be held in accordance with the Committee Open Meeting Policy (Chapter 1, Article 26).
- C. Meeting minutes, once approved by the Committee, shall be promptly filed with the Corporate Secretary.

VII. REPORTS

- A. Reports shall be produced on any analysis requested by the Board or staff (once approved by a majority of the Board).
- B. Reports shall be produced for all recommended policies and policy modifications, in accordance with the Governing Documents Change Policy (Chapter 8, Article 7).
- C. A report shall be produced upon completion of the review of the annual operating and capital budgets and associated fees.
- D. Reports shall be produced upon completion of the review of capital expenditures and related contracts.