

Sandia Heights Homeowners Association

Governance Committee Charter

Board-Approved Charter

1. Committee Status and Authority

The Governance Committee (GC) is a standing committee of the Sandia Heights Homeowners Association (“Association”) established and authorized by the Board of Directors (“Board”).

The GC operates under authority delegated by the Board and serves in an advisory and support capacity.

2. Charter Adoption and Review

This Charter was approved by the Board on April 8, 2026, and shall be reviewed periodically and updated as necessary to ensure continued alignment with the Association’s governance needs.

3. Purpose

The purpose of the GC is to support the Board in maintaining a clear and effective governance framework for the Association. To do this, the GC develops, reviews, and recommends governance-related documents, structures, and practices for Board consideration and action.

The governance framework consists of the Articles of Incorporation, the Bylaws, the Policies, the Procedures, and the Rules and Regulations for the Association.

The GC supports continuity of governance practices and preservation of institutional knowledge across Board transitions.

4. Membership and Composition

The GC shall consist of:

- At least two (2) Directors
- At least two (2) Association members

Committee members are appointed by the Board. Recommendations may be made by the Committee Chair or committee members. The Board shall designate the Committee Chair.

5. Ongoing Roles and Responsibilities

The GC meets monthly, with additional meetings scheduled as necessary.

The GC provides ongoing support to the Board through the activities described below.

A. Governance Framework Maintenance

The GC reviews the Association’s governance documents at a minimum every three to five years, including:

- Articles of Incorporation
- Bylaws
- Policies
- Bylaws Implementing Procedures
- Official Record Book

The GC recommends updates as needed to maintain clarity, consistency, and alignment with applicable law and Board direction. The GC also supports consistency among governing documents, policies, and procedures.

The Secretary remains responsible for maintaining the Association's official records and Official Record Book.

B. Governance Alignment and Compliance

The GC monitors changes in applicable law, regulatory requirements, and governance best practices and recommends updates to maintain alignment.

C. Motions and Resolutions

The GC reviews motions and resolutions to verify alignment, identifies needed changes to governing documents, and recommends modifications, as appropriate.

D. Board Development and Effectiveness

The GC:

- Maintains and periodically updates the Board Handbook
- Supports ongoing Board education and training
- Facilitates independent assessments of the Board and its standing committees at least every two to three years
- Supports leadership development and succession planning in coordination with the Nominating Committee

E. Committee System Stewardship

The GC reviews the Association's committee structure and recommends the creation, consolidation, or retirement of committees as appropriate.

The GC also reviews committee charters to ensure alignment with Board direction and governing documents.

6. Scope Limitations

The GC does not have authority to independently adopt or amend governing documents or policies. All recommended changes are subject to Board review and approval.

7. Reporting and Accountability

The GC shall provide monthly reports to the Board, which include meeting minutes, results of all reviews conducted, recommended modifications to governance documents, governance practices, or committee structure, and drafts of relevant documents.

8. Board Oversight and Charter Amendments

The Board retains oversight of the GC and may amend or revise this Charter as necessary.