

## IV. ROLES AND RESPONSIBILITIES

### A. Board of Directors

- 1) The Board of Directors (hereafter called “the Board”) is comprised of Members who have been elected to a three (3) year term of office by their peers.
- 2) The Board has the ultimate responsibility for the operation of TPCA on behalf of the Owners. It is a policy-making body, setting goals and policies, which are to be met by Management.
- 3) Board members have a fiduciary duty to TPCA and to the Owners, and are expected to exercise reasonable and prudent care and skill in making decisions and to be informed about the Master Documents and TPCA’s business.
- 4) The Board has the authority to revise the *Rules & Regulations* from time to time as necessitated by policy and procedural changes or as recommended by the Rules & Regulations Committee of the Village Representatives. Any revisions require a two-thirds vote of the total number of Directors.

### B. Officers

- 1) The officers of TPCA are President and Vice-President (who shall at all times be members of the Board of Directors), Secretary, Treasurer, and any other officers as the Board may create. Employees of TPCA may assist the Secretary and Treasurer in their duties.
- 2) The election of officers shall take place at the Organizational Meeting of the Board of Directors immediately following each Annual Meeting of the Owners.

### C. Owners, Members and Residents

- 1) Owners have the responsibility to participate in the Annual Meeting and election, and in referenda decisions. Owners must also pay monthly or special assessments in a timely fashion to meet the financial obligations of TPCA.
- 2) Members, once duly appointed or elected, may share the responsibility of governing by serving as volunteers on committees, on the Board of Directors, or as Officers. A list of committees appears in TPCA’s monthly newsletter distributed to the Residents.
- 3) Members do not have the authority to act for TPCA by virtue of being Members. No such authority shall be exercised by Members without the prior written consent of the Board.
- 4) Residents may participate fully in the on-going athletic and social activities and clubs. The monthly newsletter contains the necessary telephone numbers, dates, etc. for Residents to explore if interested.

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- 5) Residents must adhere to the Rules, Regulations and Policies, mutually agreed to and adopted by the Board.

### **C. Committees**

The Master Documents provide for the Board to appoint an Architectural Control Committee (see “XI. Architectural Control”), an Appeals Review Committee, and a Nominating Committee. Other advisory committees have been and may be formed to assist the Board in providing research, analysis and advice needed for policy decisions.

### **D. Village Representatives**

The Village Representatives is an advisory committee reporting to the Board. Each village selects one of its Members to represent it at monthly meetings of the Village Representatives. The Village Representative is the village’s spokesperson and is the primary communication link between the Villagers and the Board. It is vitally important the Village Representative communicates the complete position of the Village and not his or her personal opinion. Conversely, the communication by the Representative to the Village must be accurately portrayed. Personal opinion should be stated as personal opinion.