

CARMEL MOUNTAIN RANCH RESIDENTIAL COMMUNITY ASSOCIATION
GOLF COURSE COMMITTEE CHARTER AND RESOLUTION

ARTICLES

1. Name. The name of the Committee is the CARMEL MOUNTAIN RANCH GOLF COURSE COMMITTEE (“Committee”).
2. Creation. The Committee is created pursuant to the powers of the Board of Directors to create committees under Corporations Code section 7212 and the Association’s Governing Documents, including Article IV, Section 4.17, of the Bylaws.
3. Purpose and General Responsibilities. The purpose of the Golf Course Committee and its general responsibilities are:
 - a. To explore the Association’s potential options with regard to the golf course closure.
 - b. To provide a complete cost analysis of any such options, including short and long term financial impacts, insurance costs, development costs, legal costs, water costs, maintenance costs, and individual homeowner costs.
 - c. To provide a supporting feasibility study for any such options.
 - d. To provide a survey to poll the support level of the Association’s membership with regard to any golf course options.
 - e. To provide recommendations to the Board in connection with the above.

f. To take such other action or carry out such other functions as shall be delegated to the Committee by the Board.

4. Regular Meetings. The Committee may meet at such frequency as the Board and/or Committee may determine necessary.

5. Constituency of Committee. The Committee shall consist of up to seven individual Association members of which at least one individual shall be a Board member. Committee members may be appointed (and may also be removed at any time, either with or without cause) by the affirmative vote of a majority of directors constituting a quorum of the Board. The Committee shall be chaired by Board of Director member and Committee member _____. Additional members appointed are _____.

6. Chairperson's Duties. The Chairperson of the Committee shall have the power and duty to manage and control the operation of the Committee. The Chairperson will also act as liaison between the Committee and the Board of Directors of the Association. The Chairperson and the Board of Directors shall have the power and duty to make rules for Committee governance provided that such rules shall not be in conflict with the governing documents of the Association or any resolutions of the Board of Directors or the provisions hereof. The Chairperson shall act as chairperson of all Committee meetings.

7. Committee Recommendations. A majority of the number of Committee members shall constitute a quorum for the transaction of business and for deciding upon the recommendations to be made to the Board of Directors. Every act or decision done

or made by such Committee members at a duly held meeting at which a quorum is present shall be regarded as the act of the Committee.

8. Specific Committee Responsibilities. In addition to the general responsibilities of the Committee set forth above, the Committee shall, subject to the Board's knowledge and consent, have the authority:

- a. To meet with and obtain information from third parties as may from time to time be necessary to address the issues set forth in Paragraph 3 above.
- b. To receive, collate and provide to the Board all relevant documentation and information by way of periodic reports so as to enable the Board to be fully informed to make decisions on all the issues set forth in Paragraph 3 above.
- c. To put forward recommendations to the Board on all matters falling within the Committee's scope of responsibilities.
- d. To make decisions on issues which the Board delegates to the Committee.

9. Responsibilities Reserved to the Board. In addition to those items which the Board may, from time to time, reserve for itself, the Committee shall not have the power to:

- a. Enter into contracts with third parties.
- b. Incur fees, costs, charges and expenses of whatever nature for which the Association will or may become responsible that exceed \$_____ in any calendar month.

- c. Make any decision that falls outside the scope of the responsibilities set forth in Paragraph 3 above.

10. Amendments. Any and all provisions of this Committee Charter and in particular the rights, duties and responsibilities of the Committee may be amended at any time by the Board of Directors of the Association in its sole and absolute discretion. The Committee may also be disbanded by the Board of Directors at its sole and absolute discretion.

Dated: _____
Secretary _____