

A decorative graphic in the top right corner shows several stylized, orange paper figures holding hands in a circle, set against a bright, glowing yellow and white background that fades into the page.

## Forming an Ad Hoc Advisory Committee

At times, the task of being a volunteer director can be overwhelming, particularly for boards that oversee the operations of large associations. There can be just too much to research and review. Fortunately, the board does not have to go it alone. Aside from seeking help from a professional manager, the board can seek help from willing volunteers who might not have the time to serve on the board, but can help with small projects by serving on a committee.

An ad hoc committee is a committee that is formed for a specific purpose. In the context of a homeowners association, an ad hoc committee normally serves as a temporary committee formed to help the board with a particular project. While ad hoc committees can be executive committees with real power, the vast majority of ad hoc committees formed in homeowners associations are advisory committees. These committee members are given certain tasks and asked to report back to the board, usually with their findings or recommendations.

Examples of ad hoc committees might be a decorating committee formed to help with the redesign of a clubhouse, a CC&R amendment committee formed to provide recommendations to change outdated documents, a winter festival committee formed to facilitate the planning of an annual party or a political liaison committee designed to speak on behalf of the association against a proposed neighboring development.

Perhaps the greatest concern for any ad hoc committee members is a lack of understanding their directives. Oftentimes, committees are formed at a board meeting in an instant without any written guidelines as to how the committee will function or what the purpose and goals of the committee might be. This can result in frustrated committee members who meet, but never accomplish anything. Further, the board assumes that the committee will report useful information at the next board meeting only to find that all it has done is delayed the process.

The frustration and delays can be eliminated with the use of a well-drafted committee charter. A charter can be as long or as short as need be, but it should contain the following basic information:

**Purpose** – The committee members should understand why the committee was formed and what the directors' expectations are for the committee.



**Structure** – The charter should include basic information, such as the number of members, qualifications of membership, how the members are appointed and removed, who will chair or vice chair the meeting, whether a quorum is required, whether there will be a board liaison to the committee or whether the manager will be in attendance, etc. The most common practice is for the board to appoint (and remove) the committee members at will and appoint the chair. It is appropriate to name the initial members and chairperson if they are known.

**Meetings** – There should be some detail on who calls the meetings, where they will be held, how often they will be held, etc.

**Duties** - The duties of the committee should be as detailed as possible, including every aspect of the assignment given to the committee. If the committee is to contact third parties or perform research it should say so in this part of the charter. The duties may include whether the board wants information or documents gathered. If the board wants the committee members to consider certain things in coming to their recommendations, those things should be noted.

**Record Keeping** – If the committee is expected to keep minutes, the charter should require it. The charter should also explain who is responsible to keep the minutes, when the minutes should be provided to the board or management, whether the minutes need to be approved by the secretary, etc. Whether minutes are expected or not, most boards do want a written report, summary or recommendations from the committee. The charter should make it clear when that report should be provided to management or the board for consideration at a board meeting.

The charter itself is normally signed, dated and included in the board meeting minutes. It is good practice to send a letter to each committee member confirming his or her appointment. The letter should include a copy of the charter. If the chair will be calling the first committee meeting, the letter can also explain that the chair has been provided all of the contact information for the committee members and will be contacting each to schedule the first meeting.

Equally important is disbanding the committee once the committee has finished its assignment. This should be done formally, at a board meeting, and documented in the minutes. Again, good practice is to send letters to the committee members informing them that the committee has been disbanded and thanking them for their service to the community.

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