

The Plantation at Ponte Vedra, Inc.		Section: 1.8.1
Policy:	Recruitment Committee Charter	
Date: 11/15/2011	Revised 11/14/2023	

Mission and Purpose:

The Recruitment Committee (“Committee”) is an autonomous committee appointed by the Board of Directors (“Board”) of the Plantation at Ponte Vedra, Inc. (“Association”). The Committee is charged with recruiting candidates for election as Directors at the Annual Meeting of the Association, as well as validating the Members’ ballots and tabulating the votes after the close of nominations and voting during the Annual Meeting. The Committee may engage a qualified, independent third-party vendor or service to assist in the tabulation and validation of the votes cast.

Composition:

The Committee shall have no fewer than seven and no more than nine members, each of whom must be an Association Member, as defined in the Declaration. Each member shall have served at least one full year on one or more Association Committees prior to appointment to the Committee. The Committee shall be appointed by the Board no later than August 1 of each calendar year. The Committee shall elect its own Chairperson. No current member of the Board or member of the Board in the two (2) preceding years, officer of the Association, or spouse or partner of such current or former Board Members or officers, shall be eligible to serve on the Committee. Service on another Committee of the Association at the time of selection for service on the Recruitment Committee shall not disqualify the Member from serving on either Committee. No member shall serve more than 3 1-year terms on the Committee, whether current, consecutive or historical.

Duties and Responsibilities:

1. The Committee shall meet no fewer than three times before presenting to the Membership a slate of candidates for election to the Board. Notice of each meeting shall be published in the *Plantation Insider* (or successor publication of Association communication) no later than forty-eight (48) hours prior to each meeting. All Committee meetings shall be open to all Members and conducted subject to applicable Florida law.
2. The Committee shall solicit candidates from the Membership as soon as possible after its first meeting, which shall be no later than August 15 of each year. In soliciting candidates, without limiting or restricting nomination of or for any qualified Member, the Committee shall seek out Members who are eligible for Board membership under applicable Florida law, who desire to contribute to the performance of the Board, and who would provide diversity to its membership. In selecting candidates, the Committee shall expressly identify important skills or expertise that would be valuable to the Board, including such desired skills and expertise expressed to the Committee by the current Board or individual current or former Board Members. By way of illustration only and

not by way of limitation, such qualifications might include: finance and accounting; business management; legal/law; marketing; real estate; project management; service on boards of directors; team building; and organizational management. In advancing Candidates to the Members, the Committee shall (a) share its non-inclusive set of desirable skills or expertise and (b) state that each Candidate advanced appears to possess one or more of same, *without* specifying the particular skills or expertise (that is left to the Candidate to choose to present in their written statements and/or at Candidates Night).

3. Each applicant for candidacy shall be verified as a Member who is entitled to vote and eligible for Board membership under applicable Florida law and Association Governing Documents.
4. The Committee shall provide a general overview for each candidate for Board membership of the duties and responsibilities of Board membership, including but not limited to, the requirements to attend a minimum number of meetings and to actively participate in the work of one or more committees.
5. The Committee shall provide a general overview for each candidate for Board membership of the purpose of the Association, its basis in Florida Statutes, and the policies, procedures, Governing Documents, and laws applicable to the governance of the Association.
6. The Committee shall publish in the *Plantation Insider* (or successor publication), no later than October 1 of each year, notice that the Recruitment Committee must receive written notice of a candidate's nomination for the Board no later than the close of business on November 1 preceding the Annual Meeting where the election will take place in order for that candidate to :
 - a. Have a candidate's written statement included in the Candidate's issue of the *Plantation Insider* (or successor publication).
 - b. Participate in a "Candidate's Night" or similar forum, and
 - c. Have the candidate's name included on the pre-printed and electronic ballots sent to Members.
7. Any Member Entitled to Vote may nominate another Member Entitled to Vote and who is otherwise eligible to be a candidate for the Board, including but not limited to, his or her spouse or partner, to be a candidate for election to the Board. Such candidates should have one or more expressly identified skills or areas of expertise deemed by the Committee or the person nominating the candidate to be valuable to the Board. Any eligible candidate whose nomination is received after the close of business on November 1 and any qualified candidate duly advanced at the Candidate's Night forum, shall have their name added to the pre-printed or electronic ballots IF FEASIBLE. To that end, Candidate's Night shall take place *no less than 35 days prior to the deadline for the casting of ballots*, and the Committee shall cause such ballots to be so revised in time to provide them to the Members a minimum of 30 days in advance of the Annual Meeting and the deadline for voting.

8. The Committee is charged with presenting to the Membership a slate of candidates no fewer than TWICE the number of openings on the Board for which the election is to take place, on or before December 1 of each calendar year. (Failure by the Committee to advance the minimum number of candidates shall not preclude the association conducting the election.)
9. The Committee shall compile for each eligible candidate, who has provided advanced written notice to the Recruitment Committee prior to the close of business on November 1, their candidate's statement of not more than two 8 ½" x 11" pages in length (in Arial font, 12-point type, 1 1/2 spaces between lines) for publication in the Candidate's or Election issue of the *Plantation Insider* (or successor publication). This written statement should contain information on the candidate's background, experience and such other statements of opinions and views as the candidate wishes to put forth. In the distribution of the candidates' statements, the candidates, their pictures, and statements shall be listed in alphabetical order. The Association shall not be responsible and/or liable in any way for the content of any written statement submitted by an eligible candidate for the Board.
10. The Committee shall be responsible for the organization and conduct of a "Candidate's Night" or similar forum at The Plantation House. The presentations shall be available either by live zoom or other electronic means or shall be available by link to a video of same, for Members unable to attend in person. The "Candidate's Night" or similar forum shall provide time for all eligible candidates, who have provided written notice of their intent to be a candidate for the Board to the Recruitment Committee no later than the close of business on November 1 immediately preceding the Annual Meeting where the election of Directors will take place, to make brief presentations and to answer questions from those in attendance.

Resign-to-Run:

A Committee member who decides to become a candidate for election to the Board must resign from the Recruitment Committee before submission of his or her nomination as a candidate and before the Committee takes action or makes any decisions on whether to advance that person's name to the Members for election to the Board.

Ballot Tabulation:

The Committee shall meet in The Plantation House or other suitable location on the date of the Annual Meeting to validate and tabulate ballots in accordance with applicable Florida law and Policies 1.6 and 1.7, cast by Members Entitled to Vote as defined in the Association's Governing Documents. Validation may be performed until voting has ended, and the Committee has collected all ballots cast and/or submitted during the Annual Meeting. Tabulation of results shall occur after voting has been closed. The Committee shall deliver all paper ballots to the Association to be preserved in accordance with applicable Florida law. After the results have

been announced, the Committee should refer all questions about the results, including voting numbers, to the General Manager.

Term:

The term of each member of the Committee shall begin no later than August 1 of the calendar year immediately preceding the Annual Meeting at which an election of Directors will take place, and the term for each member of the Committee shall automatically end with no further action of the Board being necessary upon the adjournment of that Annual Meeting.

The Plantation at Ponte Vedra	Section: 1.8.2
Policy: Governance Committee Charter	
Date: 03/27/2007	Date Revised: 04/25/2017, 02/23/2018, 05/25/2021, 05/28/2024

Purpose:

The Governance Committee of the Planation at Ponte Vedra Inc. is established by the Board of Directors to undertake among other things:

- (i) the timely review of the Governing Documents of the Association, including: the Articles of Incorporation; the Declaration of Covenants; the Bylaws; the Rules and Regulations; and the Policies. (review of those Policies that have been in effect for five years is mandatory).
- (ii) the periodic review, for compliance with the Governing Documents and the Association's Code of Conduct and Ethics, the policies, practices and procedures of the Association's Operational departments;
- (iii) providing recommendations to the Board for such changes to the Governing Documents as may either be warranted on the basis of the foregoing reviews or may be required by reason of (a) changes in law identified by Plantation legal counsel, (b) then-current best practices of Florida homeowners associations, or (c) operational developments and needs of the Association el.

Goals

The goals of the Governance Committee are:

1. To assist the Board in providing both Members and Association's staff clear and understandable guidelines and rules that address the Association's operations and property holdings and Member conduct, responsibilities, and activities ;
2. To provide such other support and counsel on governance matters to the Board, Association management, and Committees of the Association as may be requested.

Composition

1. **Membership:** The Committee shall consist of as many members (all of whom must be an Owner or the spouse of an Owner) as the Board shall determine, a majority of whom shall be non-Board members. In no event however, shall fewer than two Committee members be Board members. The President of the Association shall select one Committee member to serve as Chairperson.
2. **Selection:** Non-Board committee members shall be chosen in accordance with Policy 1.0, section 1.3.
3. **Approval:** The Committee Chair shall submit his or her recommendations to the Board for its approval and appointments in accordance with Policy 1.0, section 1.3.

4. **Vacancies:** Any vacancies on the Committee shall be filled by the Board upon the recommendation of the Committee in accordance with Policy 1.0, section 1.3.

Operation:

1. **Meetings:** The Committee Chair, in consultation with the other Committee members, shall determine the schedule and frequency of the Committee meetings.
2. **Agenda:** The Committee Chair shall be responsible for establishing meeting agendas in consultation with the other Committee members.
3. **Reports:** The Committee Chair shall furnish reports of Committee meetings to the Board on an as needed basis. .

Authority & Duties:

1. The Committee is advisory to the Board.
2. The Committee shall recommend to the Board changes to the Governing Documents, Rules and Regulations, and Policies and Procedures of which it becomes aware and as it deems advisable and necessary. The Committee shall rely on Plantation legal counsel to provide information on and to monitor statutory or other changes in Florida law relevant to the Association, its Governing Documents and its affairs. The Committee has no independent obligation to undertake such monitoring, although it shall consider as appropriate any developments in Florida law of which it becomes aware.
3. The Committee shall advise the Board of any significant developments of which it becomes aware in the Florida statutes and current practice of corporate governance that are relevant to the Association and that might warrant amendments to the Association's Governing Documents; Code of Conduct and Ethics; or particular operating policies, practices, or procedures.

The Plantation at Ponte Vedra		Section: 1.8.3
Policy:	Marketing Committee Charter	
Date: 3/22/2007		Date Revised: 05/23/2017, 05/25/2021, 1/30/24

Purpose:

To assist the General Manager and Marketing & Membership Director with real estate events and programs for newly initiated members as well as to advise on communications which:

1. Increase positive awareness of The Plantation locally and nationally:
 - Among potential buyers
 - In the real estate community
 - In the private club industry
2. Increase the rate of property sales.
3. Increase home values.
4. Build and continue to strengthen the brand of The Plantation.

Goal:

To position The Plantation as the PREMIER gated community on the Northeast Florida Coast offering a wide variety of amenities and activities for families of all ages, and to help garner increased member satisfaction with the quality of Plantation life.

Composition:

- The Committee is established by the Board of Directors in accordance with the By Laws.
- The Chairperson of the Committee shall be the GM or his/her designee with the approval of the Board of Directors.
- The Committee shall consist of as many members as the Board of Directors determine, but in no event shall there be less than one (1) member who is a member of the Board.
- Non-Board committee members shall be selected in accordance with Policy 1.0, section 1.3.

Operation:

1. Committee will meet at the discretion of the chair.
2. Committee meeting agendas will be developed by the committee chairperson in consultation with committee members.
3. Committee meeting minutes will be reported to the Board of Directors monthly at scheduled Board meetings.

Duties and Responsibilities:

1. Recommend development and implementation of programs to publicize The Plantation to the real estate community and potential buyers.
2. Review and provide guidance on Plantation communications.
3. Overseeing brand management
4. The committee is advisory to the GM.

The Plantation at Ponte Vedra		Section: 1.8.4
Policy:	Finance Committee Charter	
Date: 03/23/2007		Date Revised: 02/26/2013, 4/26/2016, 5/23/2017, 5/25/2021

Purpose

The Finance Committee is established to assist the Board in fulfilling its financial and oversight responsibilities by overseeing the integrity and preparation of the Association's financial statements, the preparation of its annual operating and capital budgets, the system of internal control, the independent auditor's qualifications and independence, and to advise the President and General Manager on financial matters. The committee is also responsible for long term financial planning and reviewing the effect of policies and procedures on the financial condition of the Association.

The Committee does not prepare financial statements and nothing stated herein is intended to diminish the fact that management is responsible for the Association's financial statements.

Goal

It is the Goal of the Finance Committee to ensure that the financial affairs of the Association are properly managed, adequately financed and that the financial results and financial condition are timely reported to members.

Composition

The Committee shall consist of as many members as the Board shall decide, but in no event shall there be fewer than two committee members who are members of the Board, one of whom shall be the Treasurer of the Association, who shall also be Chair of the Committee. Non-Board committee members shall be selected in accordance with Policy 1.0, section 1.3.

Duties and Responsibilities

The Committee shall meet at least monthly or more frequently as circumstances dictate. In addition, the Committee shall meet regularly with management, as well as at least annually with the independent accountants without management present. The Committee shall report its activities to the Board on a regular basis.

The Chair of the Committee shall be responsible for establishing meeting agendas in consultation with members of the Committee and the General Manager of the Association, and shall also report and furnish copies of the minutes of the Committee meetings to the committee members and the Board at all regularly scheduled meetings.

The Committee shall oversee preparation of the annual operating and capital budgets.

The Committee shall review at least monthly the Association's financial statements with the CFO and General Manager before dissemination to members of the Association, to any third party, or to the public. This review shall include a review in comparison to budget and to the prior year.

The Committee shall recommend to the Board the selection, retention, compensation and termination of the independent accountants who shall report to the Committee. The Committee shall approve all audit and non-audit services provided to the Association by the independent accountants.

The Committee and Management shall discuss with the independent auditors the overall scope and plans of their annual audit and report to the board the results of their audit, including any issues raised in the management letter, if any, and management's response.

It is the basic policy of the Association that the Finance Committee shall establish and maintain policies and procedures which constitute a system of internal controls such as, but not limited to, signing authority for financial transactions, approved vendor files, and the opening and closing of bank accounts. The independent accountants shall provide notification of any material weaknesses in the system of internal controls. This shall be based upon their practice of considering internal controls in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control.

The Committee shall also review with the independent accountants any major changes or suggested improvements to the Association's financial and accounting policies and procedures.

The Committee shall review this Charter on an annual basis, or more frequently, as the circumstances dictate.

The Committee shall perform an annual self-evaluation of its performance.

The Committee may perform any other activities which in its discretion are consistent with the Committee's purpose, or as determined necessary or appropriate by the Board.

The Plantation at Ponte Vedra		Section: 1.8.6
Policy:	Architectural Design Board Charter	
Date: 3/19/2007	Date Revised: 10/27/2015; 5/25/2021	

Mission:

To ensure that The Plantation's visual aesthetic as expressed in its buildings and gardens, both individually and Association owned, meet or exceed construction standards consistent with the general mission of The Plantation of being a premier community.

Vision:

To be generally regarded as the most beautiful community in our region, in part due to the service and guidance provided to owners in achieving and maintaining high design and aesthetic standards.

Purpose:

ADB Members: To work in conjunction with the Administrator to assure property improvements adhere to the ADB Guidelines and to achieve submission approvals in a cooperative, timely manner.

ADB Administrator: To actively facilitate the ADB process for both the ADB volunteers and applicant members resulting in consistent application of the ADB Guidelines and reliable customer service to all members.

Composition:

The Committee shall consist of as many members as the Board shall determine, but in no event shall there be less than two members who are Board members, appointed by the Board as Chair and Liaison. Non-Board members shall be selected in accordance with Policy 1.0, section 1.3.

Responsibilities:

The responsibilities of the *Architectural Design Board* are:

- 1) To assure a cooperative, responsive and consistent ADB review process that expediently and responsibly serves the applicant owner without compromising The Plantation's visual aesthetic as expressed in the ADB Guidelines;
- 2) To thoroughly read and maintain a familiarity with the ADB Guidelines so they become a reference in meetings;
- 3) To review, discuss and vote in a timely manner on whether an owner's submission is compliant with the ADB Guidelines;
- 4) To review and interpret the current Guidelines and Covenants for consistency, clarity, and simplicity and determine if amendments are required. This task is

driven by the need to confirm that the current Guidelines and Covenants are detailed enough to address more varied or involved ADB issues.

The responsibilities of the *ADB Administrator* are:

- 1) To provide assistance to ADB applicants in completing the necessary forms and providing the required information for review;
- 2) To support owners submitting for approval with timely, high quality service and guidance in the overall architectural review process;
- 3) To develop the meeting Agenda with the Chair and provide a complete explanation of submissions to ADB members during meetings;
- 4) To develop, with input from professional consultants, possible alternative solutions for submissions which do not adhere to the community's Guidelines and Covenants;
- 5) To evaluate the execution of the approved plans to determine compliance and adherence to the approved submissions and advise the ADB accordingly;
- 6) To communicate effectively with owners, architects, contractors, etc. to make the ADB submission and review process as efficient and timely as possible.

Duties:

1. To uphold the ADB Guidelines and evaluate submissions for adherence to them;
2. Conflicts regarding the rulings of the Architectural Design Board may be appealed to the Board of Directors in accordance with the Covenants and with Article 2, Section 9 of the ADB Guidelines.
3. The ADB shall recommend to the Board of Directors changes to the Governing Documents, Rules and Regulations, Policies and Procedures and ADB Guidelines as it deems advisable and necessary.

The Plantation at Ponte Vedra	Section 1.8.7
Policy: The Membership & Events Committee	
Date: 03/22/2007	Date Revised: 03/18/2011, 11/27/2018, 05/25/2021, 05/28/24

Purpose:

The Membership & Events Committee is advisory to the General Manager and established by the Board for the following purposes:

1. To monitor and review the quality and operational performance of the food and beverage operation and maintenance at both the Plantation House and Beach House as well as the Fitness Center and Plantation Commons.
2. To monitor and review the financial performance of these operations.
3. To actively participate in the composition of the social events calendar, playing a coordinating role for calendars of other committees.
4. To make recommendations to the Board for changes in rules and regulations pertaining to the common amenities.
5. Encourage participation of new and existing members in Plantation events and amenities.
6. Internal communications development.

Goal:

The goal of the Committee is to ensure that The Plantation provides the very best communications and support for dining, fitness, social and entertainment opportunities for members of all ages through a variety of member services, special events and food & beverage operations resources.

Composition:

The President, with the approval of the Board of Directors, shall nominate a person to be the Committee Liaison. The Chairperson shall be the GM or the GM's designee. The Committee shall consist of as many members as the Membership & Events Committee Chair and the Liaison shall determine. The Committee Chairperson and Committee Liaison shall select non-Board members in accordance with Policy 1.0, section 1.3.

Operation:

1. **Meetings:** The Chairperson, in consultation with Committee Liaison shall determine the schedule and frequency of Committee meetings.
2. **Agenda:** The Chairperson shall be responsible for establishing meeting agendas with input from the Committee members.
3. **Reports:** The Chairperson of the Committee shall report and supply copies of the Committee meeting minutes to the GM at all regularly scheduled Board meetings.

Responsibilities and Duties:

1. The Committee shall recommend to the GM/COO changes in rules and regulations pertaining to the Plantation House, Beach House, Fitness Center, and Plantation Commons.
2. The Committee shall recommend to the GM/COO changes in the Policies and Procedures pertaining to the Plantation House, Beach House, Fitness Center, and Plantation Commons.
3. Committee members shall participate in and promote within the community activities sponsored by the Membership & Events Committee.
4. Recommend programs and activities to assist all members in their awareness and enjoyment of Plantation amenities and services. Communicate the programs and activities to the membership.

The Plantation at Ponte Vedra		Section: 1.8.8
Policy:	General Services Committee Charter	
Date: 03/23/2007		Date Revised: 02/23/2010, 03/21/2018, 05/25/2021

Purpose:

The General Services Committee of The Plantation at Ponte Vedra Inc. is established by the Board of Directors to recommend actions to the General Manager for the following areas:

- Property Management
 - Traffic Safety
 - Covenant Enforcement
 - Disaster Readiness
 - Assigned Capital Projects
- Security
- Building Maintenance/Housekeeping
- Mail Service
- Garden Home Maintenance

The General Manager may take such recommendation to the Board of Directors.

Goal:

To manage the professional services to Plantation members in the areas mentioned above.

Composition:

The committee shall consist of as many members as the Board of Directors shall determine. The GM or his/her designee shall serve as Chair. Non-Board committee members shall be selected in accordance with Policy 1.0, section 1.3. Individual committee members might be designated to monitor the areas of safety, garden home maintenance and covenant enforcement.

Operation:

Meetings: The General Manager, in consultation with Department Head and Chairman, shall determine the schedule and frequency of meetings. Normally the Committee shall meet monthly.

Agenda: The Department Head, in consultation with the General Manager and Chairman will set the agenda.

Reports: The Department Head shall furnish copies of the meeting minutes to the Board. The General Manager shall report to the Board.

Responsibilities and Duties:

The committee is an advisory body reporting to the General Manager.

The Plantation at Ponte Vedra		Section: 1.8.9
Policy:	Golf Committee Charter	
Date: 03/23/2007, 12/18/2018		Date Revised: 09/22/2020; 05/25/2021; 01/05/2023

Golf, Green & Grounds Committee Charter

Purpose:

The Committee is advisory to the General Manager and its purpose is:

1. To advise the General Manager on issues affecting the members of the Plantation relative to golf operations, golf programming and the common grounds maintenance
2. To assist the General Manager in communication to the members for the activities and programming relative to golf operations and common grounds activities
3. To advise the General Manager on operational and long-term capital needs for the golf course and common grounds
4. To assist the General Manager in communication to the members regarding the rationale for actions taken or to be taken relative to the golf course and common grounds

Goals:

1. To build and foster a golf program focused on enhanced membership satisfaction and participation in club activities by serving as a communication and support link to the General Manager, the Director of Golf and the Green & Grounds Superintendent.
2. To Provide the Director of Golf, the Green & Grounds Superintendent and the General Manager clear and concise feedback of members' opinions on issues affecting the golf course and the common grounds. The purpose of this feedback is to optimize the golf course and common grounds experiences for the members.

Composition:

The Plantation Director of Golf and the Green & Grounds Superintendent shall be the committee Co-Chairs. The committee shall consist of as many members as the Board shall determine, but in no event shall there be less than one committee member who is a member of the Board. A Board member

will be appointed Board Liaison. The MGA President and PLGA President shall also be members of the committee. The Co-Chairs shall select committee members and the Board of Directors shall approve according to Policy 1.0, paragraph 1.3.

Operation:

1. Meetings: The Director of Golf and Green & Grounds Superintendent, in consultation with the General Manager and the Board Liaison, shall determine the schedule and frequency of the committee meetings, provided that the committee shall meet no less than quarterly.
2. Agenda: The Co-Chairs in consultation with the General Manager and Board Liaison, shall be responsible for establishing meeting agendas.
3. Reports: The General Manager shall report and furnish copies of the minutes of committee meetings to the Board at all regularly scheduled Board meetings.

Responsibilities:

1. Assist in reviewing new golf events and event formats for member play as well as outside events
2. Make recommendations for changes or alterations to any club rules and policies relating to golf
3. Advise in the administration of the handicap system. *This is accomplished by ensuring there is a Handicap Sub-Committee of the Golf, Green and Grounds Committee that is in compliance with the obligations under the World Golf Handicap System in accordance with the Rules of Handicapping and the USGA.*
4. Review and provide recommendations for tee time availability and usage
5. Review and provide recommendations regarding pace of play parameters
6. Review and advise the General Manager on member decorum and rules violations issues relative to golf and common grounds
7. Assist in developing short and long-range strategies focusing on enhanced membership satisfaction and participation in club activities and events regarding golf and the common grounds
8. Communicate members' desires, needs and feedback regarding golf, greens and common grounds to the General Manager, the Director of Golf and the Green & Grounds Superintendent
9. Review the methods and means of communication with our members regarding golf and the common grounds, recommending changes and enhancements as appropriate
10. Advise in the development of long-range plans for the golf course and common grounds. This may include identifying course components (i.e. Irrigation system, maintenance facility, design features) that need improvement, or areas of the course and common areas that require extra maintenance and repetitive repair
11. Gain an understanding of the golf course and common grounds maintenance operations and participate in an advisory capacity for budgetary and policy recommendations
12. Be a strong advocate for the maintenance operations for the golf course and common grounds

The Plantation at Ponte Vedra	Section 1.8.10
Policy: The Family Committee	
Date: 1/30/2024	Date Revised:

Purpose:

The Family Committee is advisory to the House Committee and to the General Manager and established by the Board for the following purposes:

1. To monitor the quality and operational performance of the family-related operations, events and rules of the Plantation Amenities
2. To monitor the membership satisfaction and financial performance of these operations
3. To actively participate in the composition of the family events calendar and coordinating with local school calendars for optimal participation
4. To make recommendations to the Board for changes in rules and regulations pertaining to the Plantation Amenities.

Goal:

The goal of The Family Committee is to ensure that The Plantation provides the very best opportunities for the members of the community through a variety of member services, special events and food & beverage operations resources.

Composition:

The President, with the approval of the Board of Directors, shall nominate a person(s) to be the Committee Liaison(s). The Chairperson shall be the GM or the GM's designee. The Committee shall consist of a minimum of five, maximum of nine members. The Committee Chairperson and Committee Liaison shall select non-Board members in accordance with Policy 1.0, section 1.3.

Operation:

1. **Meetings:** The Chairman, in consultation with Committee Liaison shall determine the schedule and frequency of Committee meetings.
2. **Agenda:** The Chairman shall be responsible for establishing meeting agendas with input from the Committee members.
3. **Reports:** The Chairman of the Committee shall report and supply copies of the Committee meeting minutes to the Board at all regularly scheduled Board meetings.

Responsibilities and Duties:

1. The Committee shall recommend to the Board changes in rules and regulations pertaining to the Plantation Amenities.
2. The Committee shall recommend to the Board changes in the Policies and Procedures pertaining to the Plantation Amenities.
3. Committee members shall participate in and promote within the community activities sponsored by the Family Committee.

The Plantation at Ponte Vedra		Section: 1.8.11
Policy:	Human Resources Committee Charter	
Date: 03/08/2007		Date Revised: 03/15/2012, 05/22/2018, 07/23/2019, 02/23/2021

Purpose

The Human Resources Committee (the “Committee” or the “HRC”) of The Plantation at Ponte Vedra, Inc. (the “Association”) is established by the Board of Directors (also the “Board”) to develop policies and procedures for adoption by the Board that cover areas of the Association’s personnel matters. The Committee shall serve as an advisory committee to the Board.

Composition

1. Members. The Committee shall consist of as many members as the Board shall determine, but in any event no more than five (5) members, no more than four of which shall be members of the Board, and at least one member shall be from the community. If the Board determines it would be appropriate to have additional subject knowledge experience on the committee then it may select one additional member of the community to serve on the Committee for the duration determined by the Board. In addition, the Association General Manager (“General Manager” or “GM”) and Human Resources Director shall be non-voting Committee members. The members of the Committee shall be appointed annually, or as otherwise stated herein, by the Board.
2. Chair. One member of the Committee shall be appointed as Chair of the Committee at the annual organizational meeting of the Board.
3. Removal and Replacement. Members of the Committee shall serve from the time of their appointment until the next Committee is appointed. Members may be removed or replaced at any time by a majority vote of the Board, and any vacancies on the Committee shall be filled by majority vote of the Board.

Operation

1. Meetings. The Chair of the Committee, in consultation with the General Manager, shall determine the schedule and frequency of the Committee meetings.
2. Agenda. The Chair of the Committee shall develop and set the Committee’s agenda, in consultation with the GM, other members of the Committee and the Board. The agenda and information concerning the business to be conducted at each Committee meeting shall, to the extent practical, be communicated to the members of the Committee sufficiently in advance of each meeting to permit meaningful review.
3. Report to Board. The Committee shall report to the Board periodically, but no fewer than four times annually, and as requested by the Board or required by other Charter provisions and shall submit to the Board the minutes of its meetings and

recommendations for action prior to the date of the next scheduled Board meeting. All actions recommended by the Committee are subject to Board ratification.

4. Assessment of Charter. The Committee shall assess the adequacy of this Charter and recommend any changes to the Governance Committee, and Board periodically, but not less than annually.
5. Confidentiality. Any discussion and action as to performance, status, compensation, hiring, or termination of an employee (or proposed employee) of the Association shall be in executive session, open only to members of the Committee. Minutes of such executive session shall be maintained in a confidential file and not disclosed to anyone other than the full Board in executive session, except as required by law. The Committee shall utilize reasonably diligent efforts to maintain the privacy of Association employees.
6. Meeting Notices and Conduct. All meetings of the Committee shall be noticed in accordance with the provisions of the Association's bylaws and applicable law and, except as provided in Section 5 above, shall be open to all Members of the Association.

Responsibilities

1. Compensation Principles. One of the Committee's principal responsibilities is to advise the Board on compensation principles, policies for Association managers, and other employees to ensure that the Association fairly compensates its staff, remains competitive in the local and regional market, and that the compensation programs include consistent and objective mid-year and annual reviews. It is a basic principle of the Association that all increases shall be based on skills, merit, and productivity, are defined by preset goals and objectives which are communicated through performance evaluations.

2. Compensation Administration.

Annually the HR Committee shall review the goals and objectives of the GM in February of each year and make recommendations to the Board for discussion and approval. The Board President and the HRC Chair shall promptly discuss such goals and objectives with the GM.

The Committee will discuss the GM's mid-year progress on his or her goals and objectives by the second week of July followed by a review by the Board at the July Board meeting. Thereafter the Board President and the HRC Chair will promptly review the Board's comments with the GM.

The HRC shall meet and review the GM's full year performance and recommended compensation awards as early as practical in December and make timely recommendations to the Board for approval. The GM will then meet with the outgoing Board President and the HRC Chairman to review his or her Performance Evaluation and Compensation awards before the end of the first week of January.

The General Manager shall make timely recommendations to the Committee and the Board relating to performance objectives, reviews, compensation awards and

recommended changes in annual compensation for his/her direct reports. Upon approval by the Board, the General Manager shall present and review annual objectives, annual reviews and compensation awards and changes to his or her direct reports.

3. Investment Principles. As described more fully under Deferred Compensation Plans below, the Committee's principal responsibility with respect to any Association qualified and non-qualified retirement plans, programs, and arrangements (the "Deferred Compensation Plans") is to use its best efforts to ensure that appropriate persons are in place to monitor and invest relevant funds.
4. Hiring Process. Regarding new hires (at the GM level and managers reporting to the GM) and the internal promotion of existing employees into management positions at these levels, the Committee's role is to review and approve the job description, the compensation package recommended by the GM, the benefits package if it is in any way different from our standard plan, the offer letter, and ensure that the proper reference checks are conducted. The agreed upon recommendations are then forwarded to the full Board for final approval before an offer is made. Offer letters at the GM level (*and any other position designated by the HRC*) should be reviewed by legal counsel prior to Board approval.

NEW HIRE AND INTERNAL PROMOTION HIRING PROCESS AT THE GM AND DEPARTMENT MANAGER LEVEL				
HIRING ACTIVITY	INVOLVEMENT AND APPROVAL			
	GM	HRC	BOARD	LEGAL
Approve organization structure	Yes	Yes	Yes	
Job Description review	Yes	Yes		
Candidate search	Yes		Yes	
Interview Candidates	Yes		Yes	
Compensation Package Approval	Yes	Yes	Yes	Yes*
Relocation package	Yes	Yes	Yes	
Any Special Benefits	Yes	Yes	Yes	
Offer Letter	Yes	Yes	Yes	Yes*
Approve HRC Charter	Yes	Yes	Yes	
Exit interviews	Yes	Yes**		
Separation Agreements	Yes	Yes	Yes*	Yes*

** HRC's discretion				
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**If agreement is a departure from the norm or involves contractual provisions.*

5. Exit interviews. The Chair of the HRC or his/her designee will conduct exit interviews with departing General Managers, managers reporting directly to the General Manager and any other employee designated by the HRC. *The HRC determines from the results of the exit interview whether the Board should be informed of the interview results, i.e., legal exposure.*

Authority and Duties

1. Compensation Plans

- a. Subject to Board ratification, the Committee shall adopt and periodically review a comprehensive statement of managerial and staff compensation principles and strategy and shall advise the administration of the Association's compensation program fairly and consistently in accordance with these principles.
- b. The Committee shall work with the General Manager to agree on recommendations for the Association's bonus eligible Managers to include, without limitation, base salaries, incentive compensation, and supplemental or incidental benefits. In the event the Committee and the General Manager cannot agree on the recommendations, the Board will make the final determination.

2. Deferred Compensation Plans

- a. The Committee or its designees shall review annually any deferred compensation plans and methods to implement such plans. The review must be in time for the following fiscal year planning.
- b. The Committee or its designees, as appropriate in its judgment, shall recommend to the Board the appointment of investment managers, custodians, trustees, and other benefit plan fiduciaries for the purpose of implementing the compensation plans.
- c. The Committee or its designees may rely upon presentations of management, investment advisors, actuaries, and other experts that the Committee reasonably believes are informed and knowledgeable.

The foregoing list of duties is not exhaustive, and the Committee may perform such other functions as may be necessary or appropriate for the performance of its duties. The Committee shall have the authority to delegate its duties to subcommittees, or individual members of the Committee, as it deems appropriate in accordance with applicable laws and regulations.

Subject to Board ratification, the Committee shall have the ability to retain compensation consultants having special competence to assist the Committee in evaluating executive

compensation. The Committee may also recommend the retention of counsel, accountants, tax advisors and other advisors, as it deems appropriate to the Board.