

**NOMINATING COMMITTEE
CHARTER
Revised 02-02-2024**

The Sunriver Owners Association By-Laws provide for the establishment of the Nominating Committee (Committee) as a standing committee of the SROA Board of Directors (Board). With respect to candidates for the SROA Board, the Committee works independently from the SROA Board and SROA Staff, with exception of SROA's Human Resources Manager, as outlined below. Regarding candidates for the Sunriver Service District (SSD) Board of Directors, the Committee shall work in collaboration with and at the direction of the SROA Board of Directors.

PURPOSE:

The Nominating Committee is charged with two fundamental responsibilities:

1. SROA Director Candidates: The Nominating Committee is responsible for recruiting, screening, and qualifying a slate of Sunriver candidates for the annual election to the SROA Board of Directors, by performing the functions and responsibilities outlined in this charter and the By-Laws.
2. SSD Director Candidates: The Nominating Committee is responsible for recruiting, screening, and advising the SROA Board about qualified SSD Director candidates to recommend to the Deschutes County Board of Commissioners for potential appointment.

ORGANIZATION:

The Nominating Committee consists of nine members who serve staggered three-year terms, so that no more than three member terms expire in any year. Whenever possible, at least one member shall be a former SROA Board Director. Reappointment to the Committee may occur no earlier than two years after completion of a member's term. With the exception of the SROA Human Resources Manager (serving as a non-voting member of the Committee), no member of this Committee may be a current member of the SROA or SSD Board of Directors.

Committee members who intend to run for the SROA or SSD Board of Directors must recuse themselves from participating in any potential candidate reviews. Furthermore, if the Committee member is elected to the SROA or SSD Board of Directors, the member will resign from the Committee.

FUNCTIONS AND RESPONSIBILITIES:

1. Nomination of Sunriver Owners Association Director Candidates:

The Nominating Committee shall:

- A. Meet with the SROA Board President and or designees to discuss desirable SROA candidate qualifications, skill sets, and experience to guide the Committee's recruiting efforts.
- B. Develop a list of potential candidates and contact qualified potential candidates to determine their interest.
- C. Inform members of the Association in the Sunriver Scene that nominations may occur by either the Committee or petition as outlined in the SROA By-Laws.

- D. Inform candidates that they must complete and file a Board Application with the Association Office by the established due date.
- E. Verify that candidates are in compliance with the following:
 - 1. A member in Good Standing as defined in the By-Laws, including the following requirements:
 - a. Candidates shall be Sunriver property owners;
 - b. Candidates are not delinquent in the payment of any fee, fine or other monetary obligation to the association for more than 90 days; and,
 - c. Candidates will be subject to a criminal history check. Criminal convictions may be grounds for disqualification unless mitigating circumstances are established. Mitigating factors could include, but are not limited to, the nature of offense, the time since conviction and if restitution and/or rehabilitation has been completed.
- F. Using a baseline of Committee-adopted uniform questions, interview qualified Board candidates. All interviews are to be conducted with at least two Committee members and shall additionally include the Human Resources Manager as part of the interview panel.
- G. Notify candidates in writing of the Nominating Committee's decision whether or not to nominate them for Board candidacy.
- H. Nominate as many qualified candidates for election to the Board as the Committee deems appropriate but shall endeavor to nominate as many qualified and approved applicants as there are director vacancies plus additional applicants, if any, subject to qualification and approval.
- I. Announce the names of the qualified nominees as determined by the Committee at the April meeting of the SROA Board of Directors.
- J. Prepare a press release announcing the names of qualified candidates as determined by the Committee for publication in the May issue of the *Sunriver Scene*.

2. **Sunriver Service District (SSD) Director Candidate Recommendations:** With the exception of SROA Board dedicated positions on the SSD Board, the Committee shall work in collaboration with the SROA Board to recruit qualified candidates for the purposes of filling vacancies on the SSD Board. The SSD Chair shall advise the Nominating Committee and the SROA Board in writing of any skill sets or experience that would complement the SSD Board. The Nominating Committee shall:

- A. Meet with the SROA Board President and the SSD Chair ~~for designee/s~~ to discuss desirable SSD Director candidate qualifications, skill sets, and experience to guide the Committee's recruiting efforts.
- B. Develop a list of potential candidates.
- C. Contact Potential candidates to determine their interest.
- D. Inform interested candidates that they must complete the *Sunriver Service District Board Application* and submit the completed forms to the Association Office by the established due date.

- E. Verify SSD Director candidates are in compliance with the following requirements:
 - 1. Sunriver property owners in good standing with the Association; and,
 - 2. All candidate application forms were complete.
- F. Candidates will be subject to a criminal history check. Criminal convictions may be grounds for disqualification unless mitigating circumstances are established. Mitigating factors could include the nature of offense, the time since conviction and if restitution and/or rehabilitation has been completed
- G. Using a baseline of Committee-adopted uniform questions, interview qualified SSD Board of Director candidates. All interviews are to be conducted with at least two Committee members and shall additionally include the Human Resources Manager as part of the interview panel.
- H. Meet with the SROA Board President and/or designee/s prior to making any public announcement of the Committee's recommendations. The meeting shall provide the SROA Board and Nominating Committee members with an opportunity to review applicant applications, qualifications, experiences, strengths, weaknesses, the Committee's reasons for recommending a specific candidate, and discuss any candidate concerns.
- I. Notify the SROA Board at a regularly scheduled meeting that precedes a Deschutes County Board of Commissioners meeting intended to officially Confirm SSD Board appointment/s, the person/s the Committee recommends to fill any open SSD Board position/s.

Note: The SROA Board retains final discretion regarding SSD Managing Board candidates referred to the Deschutes County Board of Commissioners, who make the appointment/s in August; Sunriver Service District Memorandum of Understanding Contract No. 2002-201.

3. SROA Human Resources Manager Roles and Responsibilities:

- A. Serves as a non-voting member of the Committee.
- B. Maintains all Committee documents and files within the Human Resources Office.
- C. Assists Committee in the development and administration of a standardized vetting process and uniform baseline interview questions for Committee use.
- D. Assures compliance with the Committee Charter as well as all adopted SROA Committee policies.
- E. Direct report/subordinate to the General Manager.

4. General Nominating Committee Duties and Responsibilities:

- A. Ensures-records of all SROA and SSD Board candidate applications are turned over to the Human Resources Director for proper retention.
- B. Recruit and screen potential Nominating Committee candidates.
- C. Meet with the President of the SROA Board to discuss the qualifications of Committee candidates, their strengths and weaknesses, and the Committee's reasons for recommending specific candidates for service on the Committee.
- D. In compliance with the SROA By-laws, the SROA Board shall appoint Committee members at the Board's September meeting, or as soon as possible thereafter.

- E. The Nominating Committee shall appoint its own officers, and notify the SROA Board of Directors in writing within 30 days.
- F. The Nominating Committee is not tasked with facilitating or reviewing candidates utilizing the Petition for Candidacy option provided in the SROA bylaws.