



GREENHORN CREEK LANDSCAPE AND LIGHTING DISTRICT No 2 ANGELS CAMP

Owners Committee Governance Policy Document



December 31, 2022





Article 1

Name and Purpose

Name: The name of the governing body shall be “Greenhorn Creek Landscape and Lighting Assessment District No.2 Oversight Committee. (Herein after the “Committee”)

Purpose: The purpose of the Committee is to represent property owners within the Greenhorn Creek Landscape and Lighting District No.2. (Herein after the “District”) in matters associated with the oversight and management of District finances and affairs in conjunction with the City of Angels annual Engineer’s Report.

Article 2

Committee/City of Angels/Greenhorn Creek Resort Interface

Committee: The Committee will act as the property owners’ representative with regard to interactions with the City of Angels (herein after “COA”) and Greenhorn Creek Resort Management (herein after “GCR”).

COA: The Committee Chair or his/her appointed representative will interact directly with COA as required. COA, the District’s fiscal agent, is responsible for implementing an annual “Engineer’s Report” pursuant to the Landscape and Lighting Act of 1972 Government Code and Article XIID of the California Constitution. The “Engineer’s Report” will be completed each year in concert with the COA annual budget. COA will administer District funds collected through the property owner’s property tax assessments. COA will disperse funds for payment of invoices submitted in support of the tasks identified in Engineer’s Report and/or as requested by the Committee and agreed to by COA. COA will notify the Committee of any unexpected City tasks requiring use of LLD funds before they are expended.

GCR: The Committee Chair or his/her appointed representative will interact directly with GCR as required. In addition, the Committee Chair shall be a member of the Greenhorn Creek (GHC) Advisory Board to promote communications. The GHC Advisory Board shall have no direct role in the functions of the Committee. The Committee may interface with the GHC Greens Committee as required regarding interfaces between the District and GCR regarding golf course landscaping and District landscaping responsibilities. GCR maintains a thriving golf club, restaurant, pro shop, recreation center including swimming pools, tennis courts and exercise room plus meeting rooms for the benefit of the property owners who belong.

The Property Owners Contact Guide, Appendix A to this GPD delineates the task responsibilities of the District, COA and GCR regarding owners’ requests for service in the District.



Article 3

Committee Structure

Membership: Committee membership shall be limited to property owners within the district. Committee membership will be limited to between seven (7) and eleven (11) members. All Committee members shall be voting members.

Charter Members: Charter Members of the Committee volunteered because of their interest and involvement in the formation of The Greenhorn Landscape and Lighting District No. 2 which was established as a result of district wide vote. Charter members are as follows: Steve Archer, Peter Hooberman, Dan Lewis, Joe Oliveira, Sue Parker, Bert Sobon, Sue Ten Eyck, Tom Ten Eyck and Steve Wilcox. This charter member group will serve at least through the calendar 2023.

Committee Member Terms: Committee members will serve two-year terms and will be limited to two consecutive two-year terms. The charter members will be divided into two groups with one group to be designated as a one-year term member to set up an ongoing staggered two-year term process for the committee as a whole. The designation of one-year term members will be decided first by volunteers and if not settled, then by a blind number draw. This process will be complete by January 31st, 2023. The set terms as a result of the staggering process will begin February 1st, 2023 and will run for the remainder of the calendar year 2023. Members assigned this one-year term for the purpose of staggering the membership structure will be eligible to run in the first election following their one-year term and that election will establish a new two-year term with standard term limits applying thereafter. Members leaving the Committee will be eligible to return after a one-year absence unless there is insufficient interest in the community for replacements. In that case, a termed-out member may be reappointed. Each year in November, beginning in 2023, the Committee will solicit input from the community regarding interest in serving on the Committee. Selections and appointments to the Committee will be made by the sitting Committee members via an interview process conducted by the Nominating Subcommittee.

Committee Member Qualification: Committee members should have practical experience and knowledge relevant to the requirements and their function on the Committee. To the extent possible, it is desirable to have members representing the whole District.

Resignations, Termination and Absences: Resignation from the Committee must be in writing and received by the Chair or the Secretary. Committee members may be excused from attendance upon notification to the Chair prior to the scheduled meeting. Committee members shall be terminated from the board due to excess absences, more than two unexcused absences from quarterly Committee meetings in a year. A Committee member may be removed for other reasons by a majority vote of Committee members.

Vacancies: Vacancies occurring on the Committee may be filled at any time by nomination by Committee member and with a majority approval vote of the Committee members. The



appointment will be for the unexpired term of the position. Fulfillment of appointed partial terms shall not count toward a Committee member's term; appointed Committee members may serve additional full terms subject to term limitations addressed above.

Committee Officers: Officers of the Committee shall consist of a Chairperson, Vice Chairperson, Finance Officer and Secretary. Officers will be nominated and elected by the Committee annually in January of each year beginning in 2023.

Committee Powers and Duties: The Committee members shall manage the business, property, and affairs of the district, and may exercise and delegate any and all of its powers as it sees fit, subject only to restrictions imposed by government statutes and this Governance Policy Document (GPD).

The Committee members shall:

- Establish administrative policies
- Authorize operational goals and objectives consistent with the City's Approved Annual Engineer's Report, emphasizing overall planning
- Authorize agreements and contracts and oversee their implementation
- Adopt the budget
- Approve committee appointments
- Provide for the maintenance of operational tools
- Employ, direct and discharge executive personnel
- Authorize meetings
- Prepare and review Committee reports
- Communicate transparently with property owners, COA and GCR

Contracts equal to or greater than \$10,000 in value will be financially administered and held by COA.

Contracts less than \$10,000 will be generated and administered by the Committee through a competitive bid process for contracts greater than \$1,000, keeping COA representatives informed.

Committee Conduct:

- **Decorum:** Committee members shall be fair, impartial, and respectful of the District owners, the public, City staff and Council members, and other Committee members.
- **Consensus:** Committee members shall attempt to reach consensus on all matters pertaining to the District.
- **Knowledge:** Committee members shall educate themselves on District requirements including City interface accountabilities and shall determine District owners' opinions, attitudes and needs for future action and planning.
- **Work Limitation:** Committee members shall not direct volunteers or service contract staff to perform work not defined in the annual engineer's report as authorized by the City Council, or which violates the US Army Corps of Engineers permit 404 including



Cultural Resources protection. Any unexpected substantive work required outside of the City approved budget shall be presented to and approved by the Committee, the District Owners and the City before any work can be done.

- **Non-Discrimination Policy:** Pursuant to Title VI of the Civil Rights Act of 1964, Section 504 of the Rehabilitation Act of 1973 and the Age Discrimination Act of 1975, the Committee recruits volunteers and Committee members without discrimination on the basis of age, gender, sexual orientation, disability, ethnic identity, religion or creed.

Subcommittees: Standing subcommittees will be formed under the following general headings; *Governance, Maintenance, Communications, Historical Preservation and Nominating.*

Subcommittees will be led by a person nominated by a Committee member and approved by full Committee vote. Committee members may serve on more than one subcommittee.

Subcommittees will be formed each year in January. Ad hoc committees may be formed if required. Subcommittees may also be staffed by volunteer labor provided by the general population of property owners within the district.

Advisors: The Committee may benefit from advice provided by a COA representative or outside legal services. Such advisors may attend Committee meetings but are not members of the Committee.

Contracted Manager: The Committee may hire a manager to support members in their tasks if needed and if budget funding is available. This manager would report at Committee meetings but would not be a voting member of the Committee.

Article 4

Duties and Responsibilities of Committee and Subcommittee Members

The Committee members shall possess such powers and perform such duties as determined by the Committee.

Chairperson:

- Preside at all meetings of the Committee
- Perform other duties customary to the Office of Chair, or as directed by the Committee members
- Be the primary interface with the City Administrator and City Council
- Be the primary interface with the Greenhorn Creek Advisory Board and Greenhorn Creek Resort Management

The Vice Chairperson:

- Perform such duties as the Chair and/or the Committee members may determine,
- In the absence of the Chair, shall perform the duties of the Chair

**The Secretary:**

- Oversee notice and maintenance of the agenda and minutes of the meetings
- Provide timely notice of meetings to Owners, GCR and COA via the District website
- Perform other duties customary to the Office of the Secretary, and as may be required by the Committee or the Chair
- Maintain Committee Action Tracking Sheet (see Appendix B)

The Finance Officer:

- Oversee day-to-day authority for managing the finances of the District
- Provide such financial reports and statements as the Chair and Committee may from time to time require or request
- Supervise the keeping and auditing of the accounts which shall be open at all times to inspection by the Committee members
- Interface with the COA financial officer to plan and review expenditures monthly where the COA will maintain and share a budget and expense spreadsheet.
- Interface with the COA representative and other Committee members to help plan the activities for the District for the coming fiscal year consistent with District owners' needs and the Engineer's Report Five Year Plan

Subcommittees:

All subcommittees shall report proposed actions to the Committee.

Governance: The Governance Subcommittee shall review and maintain this Governance Policy Document at least annually or as required by policy change introduced by the Committee. Policy changes shall be provided for review by Committee two weeks prior to any Committee vote. Changes require a 2/3 affirmative vote by Committee members present.

Maintenance Subcommittee: Divided into two divisions: 1.Electrical/Lighting
2.Landscaping/Miscellaneous

Each Maintenance Subcommittee division shall:

- Create RFPs, evaluate proposals and negotiate service contracts required to implement the District's responsibilities
- Oversee contractor performance in compliance with said contracts
- Take action to resolve property owners' concerns/requests to ensure identified work requirements are addressed and provide timely follow up and responses to said requests
- Work with the COA engineering representative to ensure all required District work is recorded for the current year and planned for subsequent years in the annual Engineer's Report



Note: Contracts will be approved by the Committee as a whole.

Communications: The Communications Subcommittee shall:

- Manage all communications and media forms used by the Committee in the conduct of its business.
- Provide regular informational update reports to property owners, GCR and the COA via website updates and emails. Updates should be completed at least quarterly.
- Maintain a history of owners' requests and Committee responses: LLD Response to Owner's Query Spreadsheet (see Appendix C)
- Administer surveys to obtain property owners' input

Historical Preservation: The standing Historical Preservation Subcommittee shall be subordinate to the Maintenance Subcommittee and shall plan and implement the Engineer's Report tasks with respect to the Protected Cultural Resources (PCR) Areas, Wetlands and Wildlife Corridors including the Selkirk Historical Trail. The District's responsibility for these protected areas is limited to fencing and signage with the exception of clearing of defensible space for fire protection along trails and wildlife corridors required by the COA Fire Marshal. Owners and GCR and Wyndham Management shall be reminded of PCR protection requirements annually by making the Greenhorn Creek Brochure available. The GCR shall respect the U.S. Army Corps of Engineers 404 Permit requirements for PCRs, Wildlife Corridors, and the Wetlands areas and their waterflow, being careful to minimize leaching of vegetation chemicals into these areas

This subcommittee will also coordinate with Committee members, the US Army Corps of Engineers (USCOE), the Calaveras Mi-Wuk Tribe, and Cultural Historians and Archeologists regarding 404 permit compliance.

Nominating: A nominating subcommittee shall consist of not less than 3 members including the current Chair. This subcommittee shall implement the election of new members in accordance with ARTICLE 3, Committee Member Terms.

ARTICLE 5

Meeting Structure

Fiscal Year: The designated fiscal year of the District/Committee shall be July 1 to June 30.

Parliamentary Authority: The most recent edition of *Robert's Rules of Order* shall serve as the Parliamentary Authority for the organization.

Meeting Frequency: Regular meetings of the Committee shall be held at least quarterly with an Annual Meeting no later than sixty (60) days after the close of each fiscal year. Special meetings of the Committee may be held at any time upon twenty-four (24) hour notice, oral or written, by the Chair, Secretary, Treasurer, or by three other members of the Committee.



Meeting Notice: Written notice stating the place, date and hour of any regular meeting of the Committee shall be delivered personally, electronically, or by mail to each committee member and shall be posted on the District website for District Owners with a minimum of ten (10) days' notice.

Electronic Meetings: Members of the Committee or any Subcommittee designated by the Committee may participate in a meeting of these entities by means of conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to this section shall constitute presence at such meeting.

Quorum: A quorum will consist of a simple majority of the Committee members. A quorum of the Committee members must be present to conduct business.

ARTICLE 6

Indemnification and Insurance

General: Unless expressly prohibited by law, the Committee shall fully indemnify any person made, or threatened to be made, a party to an action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that such person, or such person's testator or in testate, is or was a member or agent of the Committee, or serves or served any other enterprise at the request of the Committee, against all expenses (including attorneys' fees), judgments, fines and amounts paid or to be paid in settlement incurred in connection with such action, suit or proceeding.

Limitation of Liability: Members who perform services for the Committee and who do not receive compensation other than reimbursement of expenses ("volunteers") shall be immune from civil liability. Additionally, persons regularly employed to perform a service for a salary or wage ("employees") shall not be held personally liable in damages for any action or omission in providing services or performing duties on behalf of the Committee in an amount greater than the amount of total compensation (other than reimbursement of expenses) received during the twelve (12) months immediately preceding the act or omission for which liability was imposed. Regardless of the amount of liability insurance maintained, this limitation of liability for volunteers and employees shall not apply when the injury or damage was a result of the volunteer or employee's willful misconduct, crime (unless the volunteer or employee had reasonable cause to believe that the act was lawful), transaction that resulted in an improper personal benefit of money, property or service to the volunteer or employee, or act or omission that was not in good faith and was beyond the scope of authority of the Committee pursuant to this act. This limitation of liability shall not apply to any licensed professional employee operating in his or her professional capacity. The Committee is liable only to the extent of the applicable limits of insurance coverage it maintains.



Insurance: COA agrees to include the District and its Committee members as insured under COA insurance policies.

ARTICLE 7
Applicable Regulations

- 1996 California Proposition 218 “Right to Vote on Taxes Act”
- 1972 California Landscaping and Lighting Act SHC Division 15 Part 2
- Maddy Act regarding notification of open and existing Committee positions via a local appointments list submission
- Government Code 1090 regarding members not being a part of any LLD contract in which they have a financial interest

Governance policy document certified by committee by a vote of: 8-0

Date: January 17th, 2023

Committee Secretary: _____



Committee Chair: _____

Appendix A: Greenhorn Creek Property Owners Contact Guide

The Greenhorn Creek Landscape and Lighting District No.2 (District) Owners Committee ("Committee") provides assistance in the following subject areas:

- Maintenance of GHC sidewalks and sidewalk planters including their plants and trees
- Maintenance of District lawn areas including the median strip of Greenhorn Creek Road and the triangle from Angel Oaks toward Selkirk Ranch Road at the resort entrance
- Maintenance of the District streetlights, monument signs and pedestal lights
- Maintenance of the planters and District lawns irrigation systems downstream of the meters
- Maintenance of defensible space clearance in District areas in accordance with City fire department requirements
- Protect and where necessary maintain the Protected Cultural Resources (PCRs), wildlife corridors, and wetland preserves as defined in the U.S. Army Corps of Engineers 404 Permit, upon which agreement the GHC community was allowed to be developed, including fencing and signage
- Maintenance of the Selkirk Historical Trail within the GHC LLD for the use of LLD owners including the Golf Course and Wyndham customers

Contact the Committee on the LLD email at info@greenhorncreeklld.com for assistance and leave contact information. This email is monitored daily.

The City of Angels (COA) provides assistance in the following subject areas:

- Maintenance of the city streets within the District up to the sidewalks/planters



- Maintenance of the water mains upstream of the meters and the meters themselves
- Maintenance of the sewer system downstream of owner's property line and street water storm drains
- Maintenance of the propane lines to owner home meters (Campora Propane)
- Police, Fire and Emergency Medical Services (911)

Contact the COA for non-emergency assistance at 209-736-2181.

The Greenhorn Creek Golf Course Management provides assistance in the following subject areas:

- Maintenance of defensible space clearance in Golf Course areas in accordance with City fire department requirements



Appendix B: LLD Committee Action Tracking Sheet

Purpose: This procedure defines the process whereby actions assigned in LLD committee meetings can be processed, approved, and documented.

1. A needed action from the Committee is assigned to a Committee member(s)
2. A Committee Actions Spreadsheet is maintained of action items by the Secretary
3. Actioning member reports the proposed resolution to the Committee, which determines the final resolution
4. Open and newly closed action items are reported to the Committee on the Committee Action Tracking Sheet for all LLD meetings



Appendix C: LLD Response to Owners' Queries Spreadsheet

Purpose: This procedure defines the process whereby owner queries are documented, approved, and responded to.

1. Query received, directly or electronically
2. Query forwarded to Communications Member
3. Communications Member logs the query into the Owners' Query Spreadsheet and forwards it to an appropriate Committee member
4. Responsible Member resolves the issue (with help from others as needed) and reports the proposed resolution to the Committee
5. Once the Committee reaches a final resolution, the Owner is notified (by Communications Member or Responsible Member)
6. Communications Member updates the Committee at each meeting of open or newly closed queries on the Owners' Queries Spreadsheet, which includes number, date received, brief description, and action
7. If any Committee member wishes to add the query to FAQ on the website, it must first be discussed with the Committee