

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

WHEREAS, the By-laws of the Del Webb Orlando (DWO) Homeowners Association, Inc. ("Association"), empowers the Board of Directors ("Board") to appoint Committees of the Board, on November 17, 2017, the Board established the La Tapenade Tavern Committee (Tavern Committee), and

WHEREAS, the Board desires to appoint a Member La Tapenade Tavern Committee (Tavern Committee) to gain a detailed understanding of the Association's La Tapenade Tavern amenity and to recommend and execute actions to meet the goals of the Board.

NOW, THEREFORE BE IT RESOLVED that a La Tapenade Tavern Committee (Tavern Committee), has been established to serve in an advisory capacity to the Board and in the manner as set forth and prescribed in Chapter 720 Florida Statutes, as amended from time to time.

AND BE IT FURTHER RESOLVED, that the Committee's existence is that of a standing committee but shall come to an end upon the direction of the Board if and when the Association has no further tasks for the Committee. Committee members shall serve at the pleasure of the Board.

Mission Statement

The La Tapenade Tavern Committee will provide the direction and actions required to establish and operate a friendly and inviting venue where residents can socialize, eat, and drink. The La Tapenade Tavern is operated by volunteer residents, who will be treated with respect and gratitude, and whose efforts will result in a self-supporting enterprise for the benefit of the Del Webb Orlando Homeowners Association.

AND BE IT FURTHER RESOLVED that the number of Members on the Committee ("Committee Member") shall be either 3, 5, or 7, and 1 alternate if desired, and shall consist solely of Del Webb Orlando Homeowners Association, Inc., Homeowners [owners of record only are eligible to serve]. All Committee Members are regular voting members. The alternate does not vote unless a regular member is absent.

AND BE IT FURTHER RESOLVED that the Board shall appoint all Committee Members. No individual may serve on the Committee unless they have been appointed to the Committee by the Board. In addition, the Board imposes the following expectations of Committee members:

1. All Committee Members shall be Owners in good standing, may not have any open violations where more than a Friendly Reminder notice exists and shall be current in all financial obligations owed by that Owner to the Association; and,

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

2. Committee Members may not be a Board Member, Officer, Director or Employee of the Del Webb Orlando Homeowners Association, Inc., or the spouse or immediate family member of any of the above; and,
3. Only one (1) Owner per Lot may serve on the Committee at any given time. If Owner and Owner's spouse or immediate family member own more than One (1) Lot within the Del Webb Orlando Homeowners Association, then there is no prohibition; and,
4. A co-Owner of a Lot where an Owner serves as a Board Member for the Del Webb Orlando Homeowners Association, Inc., may not serve on this Committee; and,
5. The Committee may recommend new Committee Member(s) to the Board by a majority of vote of the Committee Members. The Board is not obligated to appoint the Committee's recommended new Committee Member(s); and,
6. Any Committee Member may resign at the Committee Member's sole discretion at any time in writing, and any Committee Member may be recommended for removal from the Committee by the Board by an affirmative vote of the Committee; and,
7. The Board may remove a Committee Member with or without cause. The Committee will recommend removal of a Committee Member for non-participation or non-attendance. Non-attendance is defined as follows: missing two (2) consecutive Committee meetings resulting in a warning from the chairperson ("Chair"); missing three (3) consecutive meetings is grounds for the Chair to recommend removal from the Committee to the Board.

AND BE IT FURTHER RESOLVED that Committee Members shall not be entitled to any compensation and shall receive no payment in cash or in kind for their service.

AND BE IT FURTHER RESOLVED that the Members of the Committee shall serve in an advisory capacity to the Board in the manner as set forth and prescribed in Chapter 720 Florida Statutes, as amended from time to time. The Committee is not authorized to take action independent of the Board unless the action is specifically assigned by the Board or by law;

Committee Terms of Service

AND BE IT FURTHER RESOLVED that the terms of the Committee Members will expire when the Board has no further tasks for the Committee.

AND BE IT FURTHER RESOLVED that the Board may appoint another person as soon as practicable to fill any Committee Member vacancy; said Committee Member's service will fulfill the vacated seat.

Committee Meetings

AND BE IT FURTHER RESOLVED that the Committee Members shall receive at least two (2) business days' notice of the time and place of all Committee meetings. Such notice may be in person, by telephone, by e-mail or by mail, and a quorum for such a meeting and the

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

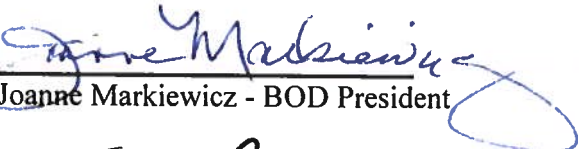
transaction of business shall consist of a majority of the Committee Members unless otherwise noted in this Charter or subsequent resolution by the Board.

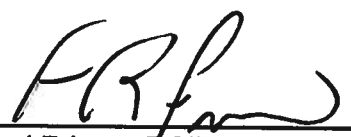
AND BE IT FURTHER RESOLVED that every action, decision or recommendation done or made by the Committee at a duly noticed meeting at which a quorum of the Committee is present shall be regarded as an action of the Committee. No Committee Member of the Committee may sign a power-of-attorney or proxy to another Committee Member, or non-Committee Member, to participate, act on behalf or vote on behalf of the Committee Member in any meeting of the committee.

AND BE IT FURTHER RESOLVED that the Committee shall maintain written minutes and attendance records for all meetings. All actions (or decisions) of the Committee shall be recorded in meeting minutes and by statute.

AND BE IT FURTHER RESOLVED that the Committee shall conduct its business in the best interests of the Association.

The undersigned, by affixing their signatures hereto, do hereby consent to, authorize and approve of the foregoing resolution in their capacity as directors of the Association, as of this December 4, 2020.


Joanne Markiewicz - BOD President


Paul Frison - BOD Treasurer and LTTC Liaison

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

ADDENDUM

Committee Terms of Service

Other than the initial term and mid-term appointments, the terms of the Committee Members and alternate will begin on January, 1st and end on December 31st or, as otherwise determined by the Board.

Initial Committee Members will consist of two members serving one-year terms and three members serving two-year terms.

All subsequent Committee Members shall serve staggered two-year terms or until such time as their successors are appointed by the Board or they are earlier removed by a majority of the directors.

Any new Committee Member, appointed mid-term, may serve either a one-year term or a two-year term in order to maintain staggered terms, as well as attempt to make the number of members required to be appointed in any year close to fifty percent.

All Chairs shall serve as Chair for only one-year of their two-year Member term.

The Chair and the Committee Members may be reappointed to serve additional term(s) by the Board at its sole discretion.

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

Authorized Independent Actions Granted the Committee

In accordance with the Committee Charter, the Committee is not authorized to take action independent of the board, unless specifically assigned. This addendum enumerates specific activities that the Board assigns the Committee independent authority in order to operate the La Tapenade Tavern in an efficient manner. These activities are authorized, but may be subject to monetary or other limits, at the discretion of the Board. Actions not specifically assigned Committee authority require approval of the Board. This authorization may be modified or withdrawn by the Board at any time.

- Any and all independent actions assigned to the Committee and authorized by the Board must be carried out in the best interest of the Association and aligned with the Committee Mission Statement as detailed in the Committee Charter;
- The Committee may spend funds, or obligate the Association to financial payment, utilizing a pre-established supplier account, or by Association purchasing card, or by submission of a valid supplier invoice, or by an individual's personal expenditure, subject to reimbursement from the association;
- The Committee will determine the periodic items needed and purchase food, beverages, and supplies required for operations, which would be a financial obligation for the Association;
- The Committee will recruit, retain, and remove volunteers to participate in the operations of the La Tapenade Tavern;
- The Committee will determine and implement operational procedures to provide personnel safety, food service safety, operational efficiency, customer satisfaction, and cost control;
- The Committee will determine and implement specific food and beverage offerings, specials, and other Tavern operations;
- The Committee will determine on a temporary basis, and for specific time periods, whether the Tavern will have sufficient volunteer, or other resources to be open for business or to offer full services. The entire tavern may be closed, or the kitchen may be closed, or a different menu may be offered, by the committee during those times;
- The Committee will determine and implement training for volunteers to be in compliance with Association's rules and regulations, Regulatory Agencies rules and regulations, Food and Beverage Industry best practices, and La Tapenade Tavern operating procedures, within the scope of the knowledge and understanding of the committee;
- The Committee will determine and implement volunteer rewards and recognition programs and events, which may create a financial obligation for the association;
- The Committee will determine and implement pricing for all foods and beverages, for regular menu pricing, specials and promotions, inventory control and any other purpose;
- The Committee will determine and implement promotions for the La Tapenade Tavern to include food and beverage specials or discounts and entertainment events, which do not create a financial obligation for the Association;

**DEL WEBB ORLANDO HOMEOWNERS
ASSOCIATION, INC.**

DEL WEBB ORLANDO LA TAPENADE TAVERN COMMITTEE

- The Committee will determine and implement all Tavern communications, including, but not limited to, email blasts, Breeze articles, electronic displays, printed menus, and promotional placards, in accordance with the approved communications policy of the Association;
- The Committee will determine and implement procedures to charge and receive money from residents and approved guests, for items properly purchased at the La Tapenade Tavern, application of certain discounts, and refunding of charges, utilizing the Association's software and resident data.