

Bayview Village HOA

Vegetation Management Committee Charter

(RCW 64.90 – WUCIOA Compliant)

1. Purpose

The purpose of the Vegetation Management Committee ("Committee" or "VMC") is to assist the Bayview Village Homeowners Association Board of Directors ("Board") by researching, evaluating, and recommending vegetation management strategies and projects that promote safety, environmental stewardship, aesthetics, and property value within the common areas of Bayview Village.

The Committee is **advisory in nature**, unless and only to the extent that limited authority is expressly delegated by the Board through resolution.

2. Authority and Governance

2.1 Board Oversight

- The Committee is established by and reports directly to the Board.
- The Board retains **ultimate authority and responsibility** for all Association decisions, including budgets, contracts, policies, and enforcement.

2.2 Delegated Authority

Unless expressly authorized by Board resolution, the Committee **shall not**:

- Approve or execute contracts
- Commit Association funds
- Set Association policy
- Direct vendors independently
- Take enforcement action

The Committee may:

- Study issues and conditions related to vegetation management
 - Develop and recommend plans, priorities, and project options
 - Solicit bids or proposals at the direction of the Board
 - Coordinate with vendors for site access, timing, and logistics *after* Board approval
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3. Scope of Work

The Committee's scope includes, but is not limited to:

- Evaluating the condition of vegetation and landscape assets in common areas
- Developing and maintaining recommendations consistent with a Board-approved Vegetation Management Plan
- Identifying and prioritizing vegetation management projects addressing:
 - Fire and safety risk
 - Slope stability and erosion
 - View maintenance (as permitted by governing documents)
 - Aesthetics and landscaping standards
 - Noxious weed control and invasive species management
- Coordinating with the Architectural Review Committee (ARC) to provide **non-binding input** related to vegetation impacts of homeowner applications
- Soliciting and considering homeowner input when projects may affect specific areas or residents

The Committee typically evaluates **three to four (3–4) projects per fiscal year**, subject to Board priorities and budget direction.

4. Membership and Organization

- The Committee shall consist of:
 - At least one member of the Board of Directors
 - Up to five (5) Association members in good standing
 - One Board member shall serve as Committee Chair and primary liaison to the Board.
 - Committee members serve at the pleasure of the Board and may be removed or replaced at any time.
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5. Meetings and Communications

- Committee meetings may be conducted in person, by telephone, or electronically.
 - Committee meetings are not Board meetings and are not required to comply with Board meeting notice or open meeting requirements unless otherwise required by law.
 - Committee discussions shall not be used to circumvent Board deliberation or decision-making requirements.
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6. Decision-Making

- The Committee shall strive to make recommendations by consensus.
 - When consensus cannot be reached, recommendations may be made by majority vote of Committee members present.
 - Committee decisions and votes are **recommendations only** and do not bind the Association.
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7. Financial Matters

7.1 Expenditures

- The Committee shall not incur expenses or obligate Association funds unless expressly authorized by the Board.
- All project expenditures require prior Board approval.

7.2 Donations and Gift Funding

- The Committee may solicit **voluntary donations or gift funding** from homeowners **only with prior Board authorization**.
 - All donations:
 - Must be voluntary and non-coercive
 - Shall not be treated as assessments or fees
 - Shall be deposited into Association accounts
 - Shall be tracked and used solely for the Board-approved purpose
 - Solicitation materials must clearly state that donations confer no special rights or preferences.
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8. Records and Reporting

- The Committee shall maintain basic written records of meetings and activities, including dates, attendees, topics discussed, and recommendations made.
 - Committee records are Association records and shall be retained in accordance with Association policy and RCW 64.90.
 - The Committee shall report recommendations and progress to the Board at regular Board meetings or as requested by the Board.
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9. Standards of Conduct and Conflicts of Interest

- Committee members owe the Association duties of care and loyalty.
 - Members shall act in the best interests of the Association as a whole.
 - Any actual or potential conflict of interest must be disclosed promptly.
 - Members with a conflict shall recuse themselves from related discussions and recommendations.
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10. Measures of Success

The Committee will be considered successful when:

- The Board adopts and implements vegetation management plans informed by Committee recommendations
 - Projects are completed safely, cost-effectively, and in alignment with governing documents
 - Homeowners demonstrate understanding and support of vegetation management initiatives
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11. Amendment and Review

This Charter may be amended or rescinded by the Board of Directors at any time. The Board shall periodically review this Charter for consistency with RCW 64.90 and Association governing documents.

Adopted by the Bayview Village HOA Board of Directors on: _____

Nice — this was a solid charter to begin with, which made the cleanup pretty surgical rather than a total teardown 👍

I've rewritten the **Vegetation Management Committee Charter** in the canvas so that it is **clearly compliant with RCW 64.90 (WUCIOA)** while preserving how your committee actually operates in the real world.

What I changed (and why it matters)

Here's the short "board-facing" explanation you can use:

- **Clarified advisory status**
The new version explicitly states that the committee is advisory unless authority is *expressly* delegated by the board — this is a core WUCIOA concept and protects both the board and committee members.
 - **Clean authority boundaries**
I removed implied powers (contracts, spending, directing vendors) and replaced them with explicit "may / may not" language that aligns with RCW 64.90 fiduciary expectations.
 - **Board members on the committee — handled safely**
Language now avoids any suggestion that committee meetings could function as informal board meetings or decision workarounds.
 - **Fundraising / gift funding legalized (properly)**
Your original charter implied homeowner investment; I tightened that into:
 - Board-authorized only
 - Voluntary, non-coercive
 - Proper accounting
 - No "shadow assessments"
This keeps you compliant and defensible.
 - **Decision-making reframed as recommendations**
Consensus/majority language is preserved but clearly labeled as *recommendatory*, not binding.
 - **Records & minutes added**
Light but compliant — enough to satisfy RCW 64.90 without turning the committee into a bureaucracy.
 - **Standards of conduct & conflicts added**
This is increasingly expected under WUCIOA and gives you protection if issues ever arise.
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What this charter now does well

- Supports **3–4 projects per year** without over-delegating authority
 - Allows homeowner engagement **without legal risk**
 - Keeps vendor interaction practical but controlled
 - Is something counsel will *not* feel compelled to rewrite from scratch
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Optional next steps (recommended, but not required)

If you want to really lock this down, the next logical pieces would be:

1. **Board resolution adopting this charter** (and delegating any limited authority)
2. **Standing committee policy** (applies to *all* committees, not just VMC)
3. **Donation disclosure template** (one paragraph, bulletproof)

If you want, I can draft any of those in about one pass.