

## CORA Organization Chart using Colorado Articles of Incorporation and Bylaws:

CORA is a non-profit corporation and must obey all Federal, State County, Employment laws and legal filings requirements. It is the responsibility of the Board to ensure this occurs.

CORA **owns all systems** (water, sewer, electric, roads, and all building), and common land. The Board is responsible for the upkeep of all of them. Please see 1979 Turnover document on the CORA web-site and Park County Assessor web-site.

The Organization information was obtained from Colorado Articles of Incorporation, By-Laws, and Governance documents. All are available on the CORA web-side.

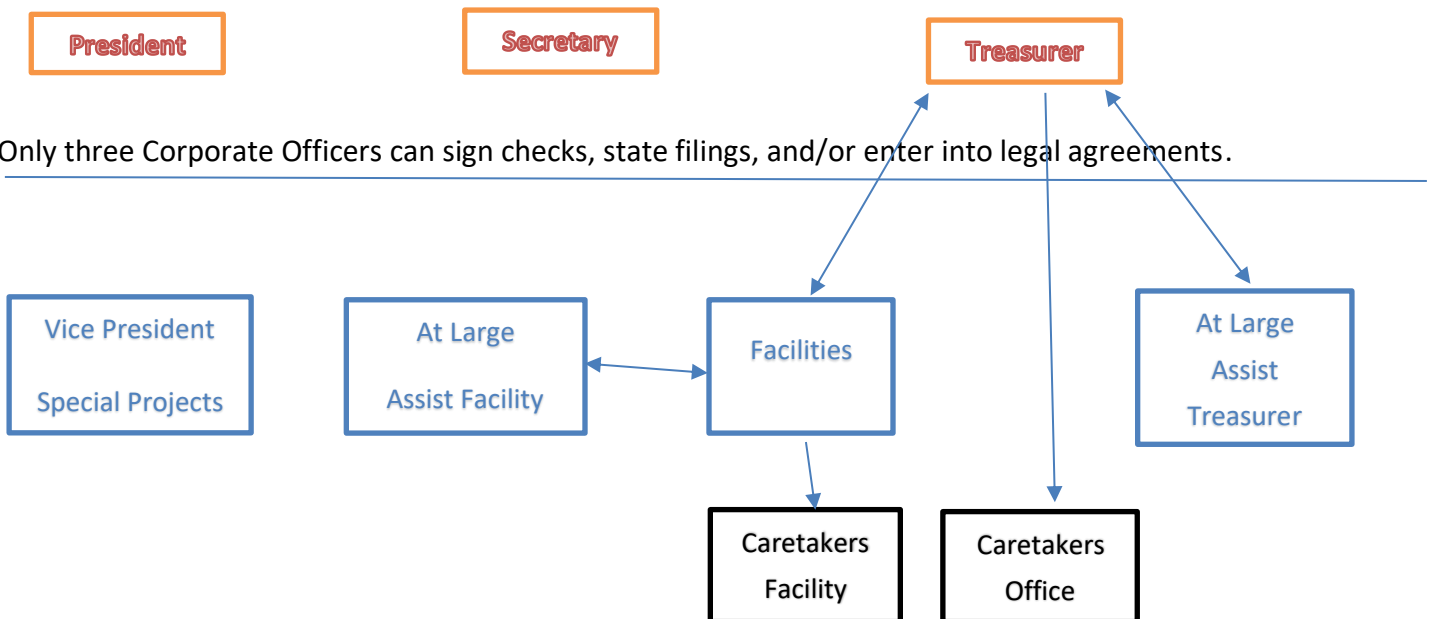
Each Corporate Officer position has different legal (Federal, State, Local, and Corporation) documents to sign or file. CORA uses OCH as a representative agent for most filings.

Each Corporate Officer position has Fiduciary responsibility.

A fiduciary is a person who holds a legal or ethical relationship of trust with one or more other parties. Typically, a fiduciary prudently takes care of money or other assets for another person

Facility position is not defined in any document but appears to have been in place for many years. Because only the Treasurer is authorized to disburse funds the positions must work closely together.

Full Job Descriptions for each position can be found on CORA web-site at <https://www.campgroundoftherockies.com/> Members Only section in CORA Documents/Other Documents, or seen in the Clubhouse Lobby



**Job Descriptions Follow. Positions in red are Corporate Officers and CORA only Board members are in blue.**

## Job Descriptions

### President

The President shall have all of the general powers and duties which are incident to the office of president of a Colorado non-profit corporation including, but not limited to, the following: preside at all meetings of the Board of Directors; appoint committees; see that orders and Resolutions of the Board are carried out; sign all leases, mortgages, deeds and other written instruments and co-sign checks and promissory notes.

Duties not specified:

Primary contact for Park County, Attorney, and Corporate Agent. Secondary contact with CPA, vote tie breaker, Bank filings changes, documenting projects for the year and following up, agendas containing information from all Board members to be covered in meetings, and all contracts with Propane, Attorney, etc.

Protect CORA from zoning changes, County fines to CORA for non-compliance by Members, and/or potential legal action. If at all possible; protect Owners of Western Union Ranch RV Park from negative impact by Park County Regulations if it applies to any campground section of the privately owned lots.

Confirm

- All Federal and State Laws are obeyed for Labor, Civil Rights, and Safety
- Business procedures are in place for Employee hiring, firing, and annual reviews
- Business procedures are in place for financial oversight and system security
- Maintenance schedules are in place and being adhered to
- Asset list is up to date
- Safety procedures are in place and being adhered to
- All required Federal, State, and County Laws and Regulations are followed

Assist:

- Treasurer if issues arise with Accounts, Reserve Account, and/or outside Companies
- Secretary with both Annual Mailings
- Review complaints, or issues, received from/about Employees, Contractors, Members, or Board members
- Board members with dispute resolutions
- Employee dispute resolutions
- Member violations and Board review

Monthly:

- Executive Meeting – detail discussion of proposed projects, review P&L VS Budget monthly, emergencies, personnel management
- Open Board Meeting

Annually:

- Meet with Insurance Broker to cover all improvements during the year
- Budget and Reserve Budget meeting
- Annual Meeting – schedule Attorney and CPA
- Change Board email to add new Board Members and remove old

- Change Bank and Reserve signatures when new President is elected
- CORA letter for inclusion in Annual Mailings

Board service termination:

- Provide assistance to new Board for a 2 month period as bank and companies take time to change information for the Board.
- Attend meetings with CPA, Insurance broker, Attorney if requested by either new President or company

**Treasurer**

The Treasurer shall be responsible for Association funds and securities and for keeping full and accurate financial records. The Treasurer shall cause all monies of the Association to be received and deposited in appropriate bank accounts and shall cause to be disbursed such funds as directed by resolution of the Board of Directors; shall cause to be kept proper books of account; shall sign checks and promissory notes of the Association; shall cause to be prepared an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and cause to be delivered a copy of each to the Members present at such annual meeting; and shall prepare, certify and execute statements of unpaid assessments in accordance with Section 316 of the Act and charge, for the Association, a reasonable fee for the preparation of such statement as established by resolution of the Board.

Duties not specified:

Primary contact with CPA and all vendors. Obtains approval from Board for Reserve Account expenses, items costing over \$5,000 (requires both President and Treasurer signatures), or unexpected expenses requiring Budgeted funds from one account be transferred to another.

The Treasurer is provided a laptop and printer to access CORA accounting system, bank, investments, and vendor companies. Personal computers should not be used for this purpose.

Weekly/Daily:

- Review each invoice; sending approval or rejection to Accountant
- Monitor Operations bank accounts and transfer funds as needed
- Review work Accountant has entered all items into correct accounts
- Work with Facilities and/or Caretakers to determine what funds are needed each week
- Work with Contract holders to work through billing or service issues
- Supervise Office personnel
  - Backup of systems are performed weekly – nightly during periods of heavy activity
  - Review weekly Office financial activity report. Copy, with scanned receipts, submitted to Accountant also
  - Review time sheets and approve payroll
  - Files are maintained on a daily basis or as needed
- Contracts are filed and maintained in iCloud account with access for Office, Facilities, and Board
- Invoices are scanned and stored by Year/Month

- Maintain security by tracking passwords and authorization forms for all CORA systems
- Change all passwords quarterly for all systems or immediately if employee resigns
- Special projects as assigned

Monthly:

- Provide P&L, Balance Sheet, and Reserve Account reports for Office and web site
- Provide P&L VS Budget report for Executive meeting
- Track adjustments the Board makes to move funds from one Budget item to another

Annual:

- Change information with all ongoing Contract holders and Financial Institutions,
- Sign off on IRS, State, Licensing, and corporate filings
- Participate in Financial and Budget Committees
- Enter Approved Budget into Bookkeeping system
- Collections and Attorney Collections – which can run months
- Foreclosures
- Courtesy calls to delinquent property tax lot owners
- Employee Performance Reviews
- Sweep funds over the FDIC insurance level into secondary bank account

Board service termination:

- Provide assistance to new Board for a 2 month period as bank and companies take time to change information for the Board.
- Attend meetings with CPA if requested by either new President, Treasurer, or company

**Secretary**

The Secretary shall insure the recording of the votes and the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the Members; cause to be kept appropriate current records showing the Members of the Association together with their addresses, and perform such other duties as required by the Board.

Duties not specified:

- Publish all Board communications with Members after approval of majority Board members.
  - A Board email account receives all emails and forwards them to current Board members.
  - Any Board member may draft a response that must be approved by majority of Board.
- Communicate with Web Master to ensure all information is uploaded to website.
- Create the supply orders and schedule activities with deadlines for both annual mailings.
- Pull report of property owners from Park County and compare to CORA books for correct owner information. Work with Office to contact owners with discrepancies.
- Pull report of property owners from CORA books signed up for emails of Annual materials. Send a verification email asking if they still want materials delivered via email or not. Change the notification type to mail if the email bounces back, the owner mark no, or there is no response.
- Annual mailings of nomination forms, budget, proxies, nominees, any inserts, and prepare all materials for annual meeting. Create a mailing certification file for both mailings.
- Maintain corporate email account as needed
- Special projects as assigned

Board service termination:

- Provide assistance to new Board for a 2 month period as bank and companies take time to change information for the Board.
- Attend meetings with new Secretary or Board if requested
- Turn over all materials for the position to new Board at the Annual Meeting.

#### Vice President

The Vice President shall act in the place and stead of the President in the event of his absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Duties not specified:

- Special Projects

Board service termination:

- Provide assistance to new Board for a 2 month period to turn over details of projects

#### Optional Members as required

Two At-large members are assigned to as backup to the Treasurer and the Facilities member.

#### General Board

**The Board must have 3 Corporate Officers to remain a Colorado Corporation.**

**Delegation.** The duties of any officer may be delegated to the Maintenance Management Team or another Board member. **Provided, however, the officer shall not be relieved of any responsibility under this Section or under Colorado law.**

**Special Appointments.** The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

**Number and Qualification.** The affairs of the Campground of the Rockies Community and the Association shall be governed by a Board of Directors which shall consist of seven (7) members, who shall be Owners, elected or appointed, as provided below (the "Board"). Only Owners eligible to vote and otherwise in good standing, may be elected to, or appointed to fill a vacancy on, the Board. In the case where through removal or resignation, the total number of Board Members is less than seven (7), the Board will be considered properly constituted until such vacancies are filled. The number of members of the Board may be increased or decreased by amendment of these Amended and Restated Bylaws. If any Lot is owned by a partnership or corporation, any officer, partner or employee of that Member shall be eligible to serve as a Director and shall be deemed to be a Member for the purposes of these Amended and Restated Bylaws,

The 2019-2021 Boards have required a majority vote to approve contracts, hiring, communications, moving funds budgeted for one category to another when over budget, etc.