Section 8.05 Duties And Responsibilities Of Standing Committees. Following is a description of the duties of the standing committees of the Club. The Board of Governors shall have the right to assign additional responsibilities to the committees.

A. Audit Committee. The Audit Committee shall be comprised solely of members of the Board of Governors who are not officers of the Club. The Audit Committee shall: (I) Recommend the persons or person the Club should employ as its independent auditors; (ii) Consult with the Club's independent auditors on the plan of audit for the Club; (iii) Review with the independent auditors of the Club the results of the audit; (iv) Consult periodically with the independent auditors regarding the adequacy of internal controls; (v) Oversee the internal audit function of the Club; and (vi) Perform such other audit assignments as may from time to time be assigned to it by the Board of Governors and recommend to the Board of Governors any other audit functions the committee deems necessary.

B. Communications. The Communications Committee shall advise the Board of Governors on matters relating to the Club's in-house television station, monthly newsletter to Members, Internet web site, annual calendar of events and any other publications to the Membership. The Committee Members, through the Committee's Chairman, shall assist the Club's staff with editing and content of material for all Club media.

C. Compensation Committee. The Compensation Committee shall review and make recommendations to the Board of Governors with respect to the salary, bonus and other compensation arrangements of the President of the Club (if an employee) and/or the General Manager. The Compensation Committee shall also report to the Board of Governors the overall salary and head count of each Club department as compared to the prior year and any changed or special Bonus or benefit arrangements.

D. Executive Committee. The Executive Committee shall consist of the Chairman of the Board and four (4) other officers who are Club Members, appointed by the Board of Governors. The immediate past Chairman of the Board and the immediate past President (unless an employee of the Club) shall each be invited to attend the meetings of the Executive Committee, provided that they are still Members of the Club. They shall participate in an ex-officio non-voting capacity and shall not be counted for quorum purposes. A quorum shall be a majority of the members of the Committee. Subject to the restrictions set forth by statute and in this Subsection 8.05A, the Executive Committee shall have the powers of the Board of Governors during the interval between Board meetings. The Executive Committee shall not have the power to pass capital assessments, to borrow for capital purposes, nor shall it have the power to authorize capital expenditures. In the event of any question as to whether a particular transaction is for capital purposes, or operating purposes, the Executive Committee shall consult with the independent auditors for the Club, whose determination shall be final and binding. The Executive Committee shall take action only on those matters which in its judgment should not be deferred until the next meeting of the Board of Governors. All actions taken by the Executive Committee shall be reported to the Board of Governors not later than its next meeting.

E. Finance Committee. The Finance Committee shall have general oversight of the financial affairs of the Club and recommend to the Board of Governors the financial policies for the Club to follow. The Committee shall also perform such other related tasks as may be assigned by the Chairman or the Board of Governors.

F. Fitness/Aquatics. The Fitness/Aquatics Committee shall advise the Board of Governors on matters concerning the operation, condition of and maintenance of the fitness, aquatics and spa facilities and make recommendations concerning these facilities.

G. Golf Operations. The Golf Operations Committee shall advise the Board of Governors on all matters relating to the operation and maintenance of golf and the golf courses at Boca West Country Club.

H. Grievance Committee. The Chairperson of the Grievance Committee shall select the members of the Grievance Committee. In the selection of the Grievance Committee members, consideration shall be given to obtaining a committee composition that is reflective of all of the activities and interests of the Membership. All written complaints as to conduct shall first be referred to the Grievance Committee. The Grievance Committee shall investigate and make a recommendation with respect to the filed complaint. Prior to such recommendation, the person or persons who are the subject of the complaint shall have the right to attend a meeting of the Grievance Committee and provide such facts, documents and witnesses as are relevant and material to the subject complaint. Such person or persons shall have the right to be accompanied at such meeting by their legal counsel at their expense. The information gathering process shall be in the discretion of the Grievance Committee, however, to the extent the Committee desires to receive live testimony (oral sworn statements in person) from any witness, such testimony shall be taken in executive session of the Grievance Committee. The person or persons who are the subject of the complaint or their counsel shall have no right to attend such session or to question the witness.

All witnesses' testimony shall be transcribed and the Grievance Committee shall supply a copy of it to the persons who are subject of the grievance complaint on request of such persons. As appropriate, the Chairperson of the Grievance Committee may request that a member of the Legal Committee be assigned to the Grievance Committee for the investigation of a particular grievance. Furthermore, in its deliberations, the Grievance Committee may consult with the Chairperson (or the Vice-Chairperson, in the absence of the Chairperson) of the Legal Committee. The Grievance Committee shall make such investigation as it deems necessary and shall submit its report and recommendation via the Chairperson of the Grievance Committee (or the Vice-Chairperson, in the absence of the Chairperson) to the Board of Governors. Upon receipt of the report, the Board of Governors shall review and accept, reject or modify the report and recommendation of the Grievance Committee. The Board of Governors shall have the sole power to suspend, fine and otherwise discipline Members and their family and to take such action as it deems appropriate with respect to lessees, guests, houseguests and invitees of Members.

I. House and Activities. The House and Activities Committee shall act as a consultant and advisor to the Board of Governors and the professional staff on planning for cultural and social activities for the membership. The Committee shall consult with and advise the Board of Governors on matters concerning the food and beverage operations of the Club.

J. Legal Committee. The Legal Committee shall be responsible for the publication and interpretation of the Bylaws and Club Rules, and generally for all matters of a legal nature pertaining to the Club, subject to the opinion of outside counsel and the Board of Governors.

K. Membership Committee. The Membership Committee shall investigate the desirability of every applicant for membership and report its findings and recommendations to the Board of Governors. The committee shall also perform such other membership related tasks as may be assigned by the Chairman or the Board of Governors.

L. Nominating Committee. The duties of the Nominating Committee are described in Article IV, Section 4.02.

M. Property Management. The Property Management Committee shall advise the Board of Governors on matters concerning the maintenance and repair of all buildings, facilities and new construction.

N. Retail. The Retail Committee shall act as a consultant and advisor to the Board of Governors and the professional staff on all operations of the Club's retail shops.

O. Strategic Planning. The Strategic Planning Committee shall identify issues that may present long term problems and/or opportunities for the Club and the membership and recommend or suggest solutions or actions to the Board of Governors.

P. Tennis. The Tennis Committee shall advise the Board of Governors on matters concerning the promulgation of playing rules for members and their guests, and the programming of tennis events for members and their guests. The Committee shall advise the Board of Governors on the condition of, and make recommendations concerning, tennis courts, equipment and other related facilities.