



**Bozzuto VETS (Veterans Empowered To Succeed)
ERG By-laws**

Article I

Vision

The Bozzuto VERG vision is to be a tool that helps Bozzuto strengthen recruiting, retention, recognition of service members, past, present and their families, as well as product development and marketing that helps connect and enrich lives of those connected to the military.

Mission

The Veterans Empowered to Succeed (VETS) vision is to contribute to the success of Bozzuto and the communities we serve by aggressively recruiting qualified and skilled veterans to join and excel within our organization, ensuring we exceed the expectations of residents and prospective residents in communities with large military populations, and providing opportunities for community service and philanthropy aimed at enriching the lives of veterans and empowering them to succeed in their transition to civilian life.

Article II

Membership

Section A – Eligibility

Eligibility for membership in the VERG is open to all individuals, who are currently employed by or have retired from The Bozzuto Group and its subsidiaries, who support the vision and mission of the group. To become a member, an employee must provide verbal or written intent to any officer of the VERG.

Section B – Entitlements

Any employee interested in the VERG may participate in all activities organized, sponsored or conducted by the VERG. Any member who is an active employee is entitled to serve in any authorized official capacity (as defined in Article III,

Section B) for the VERG and is entitled to vote on all matters where such vote is required. Such member's vote shall count as one vote.

Section C - Termination of Membership

Any member, whose employment is terminated with The Bozzuto Group or its subsidiary operations other than by long-term disability or retirement, shall forfeit his or her status as a member of the VERG on the date of such termination.

Article III **Steering Council**

Section A – Purpose

The Steering Council shall serve as the governing body of the VERG. Any officer's position is open to any active employee of the VERG.

The duties of the Steering Council include, but are not limited to, (1) ensuring that the VERG is operating in a manner consistent with its By-laws (2) maintaining the VERG resources in an accountable manner and preparing financial reports in accordance with governmental and Bozzuto requirements, (3) recording all the VERG activities and maintaining a record of such activities, (4) conducting meetings for the General Body in an orderly and timely manner, (5) ensuring the business linkage, and (6) approving all procedures, rules, regulations or any other operating guidelines as submitted by any committee before such procedures, rules, regulations or other operating procedures can become effective. (Note that such operating procedures, rules, regulations or other operating guidelines as established by any committee must be consistent with the provisions of this document and in no manner do they supersede any provisions of this document.)

Section B – Composition

The Steering Council shall be comprised of the following positions with their respective responsibilities. Responsibilities of each position can be shared by up to two people per position.

- (1) Chairperson / Vice-Chairperson: The Chairperson and/or Vice-Chairperson shall preside over and conduct all Steering Council and General Body meetings.
- (2) Secretary: The Secretary shall be responsible for recording the minutes of the Steering Council and General Body meetings. The Secretary shall distribute the minutes of each Steering Council meeting to the members of the Steering Council. Minutes from both the Steering Council and General Body meetings shall be made available for inspection to any member of the General Body no later than the fifth weekday after the date such minutes have been approved by the Steering Council.
- (3) The Chairpersons of committees will be members of the Steering Council. Leads can include but are not limited to the following:
 - Recruiting and Retention Lead
 - Community Service Lead
 - Membership, Education and Mentorship Lead
 - Innovation and Product Development Lead

Article IV

Leads

Section A – Organization

A Chairperson (nonvoting except to break ties), selected by the respective committee, shall preside over such committee. Any committee may draft guidelines for such committee. The Chairperson's responsibilities are to ensure that his or her committee operates in a manner consistent with the VERG By-laws, that the committee fulfills its general duties as described in Section C of this Article, and, if applicable, that the committee operates in a manner consistent with such committee's operating guidelines. A Chairperson cannot chair another committee but can be a voting member.

Section B – Authority

The Steering Council must authorize all committee activities before they can be implemented under the name of the VERG. No member of the VERG can enter into a contract or any other similar agreement binding the VERG to its terms without the express written consent of the Steering Council.

Section C - Standing Committee Leads

Recruiting & Retention Committee: This committee is responsible for partnering with the Talent Engagement Team to identify qualified veteran and spouse candidates for Bozzuto career opportunities. This committee will also explore, in conjunction with HR, potential issues around retention, engagement and advancement of military employees within the company.

Community Service Committee: This committee leads identification of charitable/public sector partners to engage with on veteran-related charitable causes. They work in tandem with Bozzuto Cares to vet and track charitable and volunteer activities.

Membership, Education and Mentorship Committee: This committee facilitates pairing Bozzuto employee veterans (who wish to participate) with senior leaders in the company who have volunteered to participate. The senior leaders may or may not be veterans. This committee will also connect with new veteran and spouse hires regarding VERG membership and partner with Learning & Development to support onboarding and professional development of veteran and spouse employees.

Innovation and Product Development Committee: This committee leverages the knowledge of our military and military spouse employees to ensure that we are not missing any opportunities to best serve our military customers. Areas such as lease terms and amenities come to mind. This would be the focus group/think tank wing of the VERG.

Section D – Standing Lead Meetings

The committee Chairperson shall be responsible for scheduling the committee meetings and securing a meeting location. The committees shall meet at least once prior to each General Body meeting. Before any procedures, rules and/or regulations are put into place, the committee must receive approval from the Steering Council.

Section E - Special Leads

The VERG Chairperson may assign members to special committees to address unique situations identified by the Steering Council or members of the General Body.

Article V

Election of Officers

To be eligible for election as an officer, the member must meet the requirements of Article II, Section A and B. In addition, the potential candidate must have attended fifty percent (50%) of the General Body's and/or Steering Council meetings. The General Body can place candidates into consideration for an office with the exception of the Chairperson. The nominee for Chairperson must have served as an elected official in the previous year and will be voted for solely by the Steering lead.

Section A - Elected Offices

- A. Chairperson
- B. Vice Chairperson
- C. Secretary
- D. Membership, Education & Mentorship Lead
- E. Community Service Lead
- F. Innovation & Product Development Lead
- G. Recruiting and Retention Lead

Officers are elected for a one (1) year term with a two (2) year limit.

Section B – Elections

The General Body must be made aware of the date the election is to take place thirty (30) days in advance.

The nominee receiving the most votes by secret ballot will be the officer for such nominated position. All elections will be electronic (Survey Monkey or similar program) with a secured, non-transferable link and collected anonymously. A reminder will be sent out 5 working days prior to election.

Section C - Effective Date

The officers shall assume office the first workday in January subsequent to the year of election.

Section D - Resignation or Removal from Office

An officer may be removed from office by majority vote of the Steering Council where a quorum exists. Any Officer may resign at any time by giving written notice to Steering Council. Any such resignation shall take effect on the date specified therein.

Section E – Vacancies

Any office which becomes vacant before the expiration of the officer's term, except for the office of the Chairperson shall be filled in the manner described in Section A, B and C of the Article in a "special election." After such special election, the new officer will assume his or her duties immediately. When any office, except that of the Chairperson, becomes vacant during the last three (3) months of the reporting year, then such office may be either filled by appointment by the Steering Council or remain vacant for the duration of the reporting period. If such person's term is for less than six (6) months then such abbreviated term will not count as a term for purposes of Section D of this Article.

Article VI **Meetings**

Section A - General Body Meetings

The regular meetings of the VERG shall be no less frequent than every quarter (three months) in a calendar year.

Section B - Special Meetings

The VERG Chairperson can call a special meeting as needed with preferably no less than 24 hours' notice is provided to the General Body.

Section C - Notification of Lead Meetings

Each committee chairperson should notify the Steering Council of all scheduled committee meetings.

Section D – Quorums

- A quorum shall exist at the General Body meetings when twenty (20) percent of the VERG members are present.
- A quorum shall exist at Steering Council meetings when fifty (50) percent of Council is present.
- A quorum shall exist at lead meetings when fifty (50) percent of said committee is present.
- A quorum for a Special Meeting shall exist when twenty percent of the VERG H members vote.

Article VII **Nondiscriminatory Policy**

The VERG admits individuals who have satisfied the eligibility requirements of Sections A and B of Article II regardless of race, color, religion, sex, age, pregnancy, national origin, physical or mental disability, genetics, sexual orientation, gender identity, or veteran status or any other legally-protected status.

Article IX **Amendments**

The By-laws may be altered, amended or repealed by a two-thirds vote by the members present at a General Body or Special Meeting where a quorum exists and prior written notice of the alteration, amendment or repeal is provided to the General Body at least ten (10) weekdays before such alteration or amendment is put to a vote. Prior to amendment changes being enacted, a review with the Human Resources division and Corporate Diversity will occur for approval.

Article X **Dissolving the Association**

Section A - Dissolution by Vote

The VERG recognizes that time will likely change the need for such an organization. Every 5 years, The Mission and Vision statements will be compared with the current market as well as its place within Bozzuto. When this group no longer represents the next or current face of consumers and/or a minority group at Bozzuto, serious discussion must be had about dissolution.

Prior to the VERG dissolution, the Steering lead will actively explore the possibilities for a new generation ERG and, if deemed appropriate, offer assistance to the next generation.

The VERG association shall be dissolved by a two-thirds vote by the members present at a General Body or Special Meeting where a quorum exists and prior written notice of the call to dissolve is provided to the General Body at least ten (10) weekdays before such dissolution is put to a vote. Prior to the dissolution being final, a review with Human Resources and Corporate Diversity will occur for approval.

As of November 2016, the following make up the VETS ERG Steering Committee

Sponsors: XXXX (veteran) and XXXX (civilian)

Co-Chairs: XXXX and XXX **Vice-Chair:** XXXX

Secretary: XXXX

Treasurer: XXXX

Committee Leads/Co-Leads:

XXXX and XXX- *Recognition and Education*

XXXX- *Membership and Community Services*

XXXX- *Product Development and Innovation*

XXXX- *Recruiting and Retention*

XXXX and XXXX- *Diversity & Inclusion and Technology*