



**WALDEN ON LAKE**  
**HOUSTON GOLF & COUNTRY**  
**CLUB**

**BOARD OF ADVISORS**  
**OPERATIONAL PROCEDURES**

**January 1, 2025**

Walden on Lake Houston Golf & Country Club, (hereafter known as the “Club”), a private club, is an association of people who join to share common social and recreational interests. The Club is its members. Their strength in unity supports the membership, while each individual member contributes to the growth and success of their association. To ensure the Club is developed and is managed in accordance with the wishes and expectations of the membership, a Board of Advisors, (hereafter known as the “Board”), is organized. The Board comprised of Volunteer members, is commissioned by the corporate owner to share in a partnership with the ownership and local management. The owner is CFC-WLH, LLC and is asset managed by TEI Development, LLC who is the owner’s representative (hereafter known as “TEI”).

## **I. Mission**

The mission of the Board shall be to provide the best club experience for its membership through the provision of excellent member programs and activities while partnering with local and corporate management in a manner aimed to sustain long term financial stability.

## **II. Goals**

1. Grow membership levels to reach and maintain a “Waiting List Status”
2. Maximize Member Involvement
3. Assist management in achieving a sustained high level of daily operation
4. Help oversee and approve improvements to the facilities

## **III. Composition of the Board**

The Board shall be composed of a Chairperson and ten (11) voting members as follows:

1. HOA President
2. One representative from MUD 153
3. One member from Waterhaven CSA
4. One Member from the Men’s Golf Association (MGA)
5. One Member from the Ladies’ Golf Association (LGA)
6. One Fitness/Tennis Association Member (WTA)
7. One Walden Wavez (WW) Member
8. One Member to Chair the Building & Planning Committee
9. One Member to Chair the Ambassador Committee
10. One Member to Chair the House Committee
11. One Member to Chair the Elections Committee

Additionally, the Board shall include the advisory position of CFC-WLH, LLC liaison. The CFC WLH, LLC liaison will refrain from voting.

Members of the Board serve without direct monetary compensation. Compensation for the commitment to the Club and its Board is to be found in the satisfaction of an active, growing, prosperous Club and the recognition from fellow members for a job well done. Legal liability is covered by the umbrella of the corporate owners.

## **IV. Board Meeting Schedule & Procedures**

The Board meetings shall be governed by *Roberts Rules of Order*, following generally accepted parliamentary procedures.

The Board shall meet monthly, date and time to be mutually agreed upon by its members. The Chairperson may adjust the meeting schedule or schedule an “impromptu meeting” as he/she deems necessary.

Each Board meeting must have a quorum (more than half) of the Board members in attendance. (Example: The Board has eleven voting members. At least six voting members must be present to establish a quorum.) Decisions and issues brought before the Board will be determined by a simple majority of the voting members present. If there are more than two options, issues or candidates put forward within the same vote, a preliminary vote will be taken to narrow the choices to the top two, and a final vote will be determined by a simple majority of votes cast. Exception: any changes to the Operational Procedures will require two-thirds (2/3) majority of the voting members present. Substitute Committee Members are not allowed.

Board members are expected to attend all scheduled meetings. If a member cannot attend a scheduled meeting, that person shall notify the Chairperson in advance. A Board member will be replaced if he/she misses three (3) consecutive meetings with the exception of absences due to personal/family/work related matters and exceptions granted by the Chairperson. A Board Member may also be removed by the Owners Representative if their conduct is viewed as detrimental to the mission and goals of the club, or their behavior towards other Board Members or the staff is determined by the owner to be counterproductive.

TEI shall indemnify the actions and decisions of the Board of Advisors and its members, acting in their capacity as Board Members.

The Board shall have powers and duties granted by TEI to represent the membership of the Club.

The General Manager and/or an appointed member of the staff shall be responsible for recording, maintaining and preserving all Board Minutes for a period of not less than five (5) years. Minutes shall be submitted to the Board for their review and approval. Prior minutes shall be available upon request for review by any Club member(s).

## **V. Responsibilities/Eligibility for Board Membership**

The Board of Advisors is a Board of Club members. Eligibility for Board membership includes the following requirements:

1. For the year prior to consideration, a prospective Board member must be in good standing, must be current on all dues and charges owed the Club, and must have not incurred a violation.
2. Board members are expected to follow the Rules and Regulations – violations during his/her term on the Board are unacceptable and infractions may result in dismissal from the Board.
3. Members classified as Non-dues paying, Non-resident or Honorary members are not eligible to serve on the Board.
4. All candidates for the Board are preferred to have prior experience on Walden Committees or other country club committees or Boards; thus enabling them to have an active understanding of the processes and procedures of the Board.
5. Each Board member should always have two objectives in mind: the quality of the Club's services for all members and the continued growth of the membership thus insuring the financial future of the Club.
6. A Board member shall be an active participant in Club events and special programs.
7. A Board member understand that the employees of the Club are not their employees, they are employees of the management company. A Board member shall never direct, lash out at, or demean an employee of the club in any form or fashion. If a Board member has an issue with an employee, those issues are to be brought to the CFC-WLH, LLC liaison's attention, who will collaborate with the on-site General Manager.
8. A Board member shall not disseminate, leak, or discuss any issues that happen in a board meeting. Each Board member understands that confidentiality is important and that any issues or disputes are to be addressed to the Owners' representative. The Owners Representative and General Manager will be the primary source to the membership to provide updates and information. A violation of this policy will be cause for that Board members removal.

## **VI. Election & Tenure of Board Membership**

1. The Board will conduct its business according to the calendar year (Jan –Dec).
2. The position of Chairperson is a two-year term. The Chairperson for the coming term is appointed by the owner in the October meeting of the final year of the current Chairperson. To be eligible for this position, the member must have served on the current Board for a minimum of one year prior to assuming the position of

- Chairperson, unless the nomination is for filling an unfinished term. A maximum of two (2) terms may be served consecutively.
3. The position of Vice-Chairperson after 2026 will be elected from the membership of the Board, in the October meeting. To be eligible for nomination, the member must have served on the current Board for a minimum of one year prior to assuming the position as Vice-Chairperson, unless the nomination is for filling an unfinished term. The position of Vice-Chairperson is a two-year term therefore. The Vice-Chairperson will not automatically ascend to the Chairperson's position, as this is appointed by the owner.
  4. Upon notice to the Board by the Vice Chair that he/she cannot fulfill the term as Vice Chair, the Board will elect at the next available opportunity a new Vice Chair from its current Board members to fill the remainder of the current term.
  5. The Chairperson will remain on the board in Emeritus status for two years immediately subsequent to his/her term as Chairperson.
  6. Members commence their Board terms at the beginning of the calendar year following their appointment. Members will serve a term as set forth by the association represented.
  7. The call to general membership for "at-large" nominees for social members shall be issued in September for expiring terms. Members may nominate themselves for either a first or second term of service. Ballots shall be issued to the general membership in November, for return to the Club not later than the second Monday in December. New "at-large" members are seated at the January meeting. Voting results will not be made public. An individual nominee may request the results of his or her vote count.
  8. Should general membership voting for an "at-large" vacant position on the Board result in a tie among two or more nominees, the existing Board shall vote on the tied nominees to determine the winner.
  9. "At-large" Board members will serve a two-year term. A maximum of two (2) terms may be served consecutively. Exception to this rule is automatic when a member progresses to the position of Vice Chair or Chairperson. Following a one-year absence, a member may again be elected to a new cycle of service. Vacancies may be filled as they occur for the remainder of that term by appointment at the discretion of the Board. Mid-term vacancies shall count as one of the two terms maximum that may be served by a Board member.
  10. Only one person per membership or one member per corporate membership may serve on the Board at any one time.

## **VII. Committees, Composition & Operation**

1. All Committees shall function under the authority of the Board and report directly to the Chairperson. All recommendations will be brought forth to the Board for review & implementation. Standing Committees shall be permanent in nature. Temporary Committees shall be formed to address a specific, usually short-term task (Example: The Building and Planning Committee).
  - a. PERMANENT COMMITTEES The four members from the MGA, LGA, WTA, and WW listed in III above, will serve as Chairs of their respective Committees. The Chair will appoint a Committee Chairperson from the seated membership of the Board to lead the Building and Planning Committee, the ambassador committee, and the Housing committee.
2. The Responsibilities/Eligibilities for Board members apply to all Committee members. Each Committee shall be responsible to:
  - i) Establish a mission statement, which may be updated as the needs of the Club evolve.
  - ii) Work with the Club management representative(s) appropriate to the Committee's mission.
  - iii) Establish and maintain a monthly meeting schedule with more frequent meetings being called by the Chair as required.
  - iv) Submit a monthly oral or written report to the Board of Governors to be included in the Board's regular monthly meeting minutes.
- b. TEMPORARY COMMITTEES Temporary Committees shall be formed by and serve at the discretion of the Board. The Chair will appoint a Committee Chairperson from the seated membership of the Board or in case of seeking special skills or talents, from the General Membership of the Club. Temporary Committees shall follow the guidelines of Permanent Committees (see above). Each Committee shall submit a "Summary and

Action Report” to the Chairperson following completion of its specific mission and ultimate deactivation.

3. At the time of special projects and/or heavy workload a Committee Chairperson may seek authorization, from the Board, to augment a Committee’s membership. This offers the opportunity to recruit from the general Club Membership, on a temporary basis, possible future Board members who offer special skills or talents appropriate to a particular project.
4. Committee Chairs, as Board Members, shall routinely attend Board meetings. Committee “volunteer” members are not required to attend the Board meetings.

#### **VIII. Permanent: Ambassador Committee**

1. The Ambassador Committee’s mission is to promote the Club as a premier, private membership, recreational and social facility. The Committee will serve with the Director of Membership to initiate and participate in programs designed to promote the Club, attract qualified membership candidates for invitation and assist in retaining existing members.
2. The Ambassador Committee will assume responsibility, along with the sponsoring member, for the introduction of the new member into all aspects of the Club’s service offerings. The Ambassador Committee responsibilities include:
  - Hosting orientation functions.
  - Meeting individually with new members.
  - Coordinating recreational and social activities with the professional staff of the Club.

#### **IX. Permanent: Golf and Greens Committee**

1. The Golf and Greens Committee’s mission is to assist in the management of all facilities and activities germane to the sport of golf, including the following:
  - a) 18-hole golf course and support services facilities (restrooms, food/beverage)
  - b) Greens keeping/maintenance facilities
  - c) Golf Pro Shop
  - d) Men’s locker room and card room
  - e) Women’s locker room and Garden Room
  - f) Handicapping System and Rules
  - g) Driving range, putting greens and practice facilities
  - h) Cart barn, staging area and golf parking lot
  - i) Marshalling, cart traffic and communications systems
2. The Presidents representing the Walden Men’s Golf Association and Women’s Golf Association shall Co-Chair the Golf and Greens Committee, or assign their position to another Member. This committee will serve with the Director of Golf and the Grounds Superintendent. This committee may submit recommendations for maintenance, as well as Capital Fund expenditures that impact golf activities for the Club.

#### **X. Permanent: Fitness/Tennis Committee**

1. The Tennis Committee’s mission is to assist in the management of all facilities and activities germane to the sport of tennis, including the following:
  - Six (6) tennis courts
  - Six (6) pickleball courts
  - Fitness Facility
  - Aerobics room
  - Tennis Pro Shop
  - The snack shop and sports grill and outdoor social area

2. This committee will serve with the Director of Tennis and head aerobics instructor. This committee may submit recommendations for maintenance, as well as Capital Fund expenditures, that impact tennis and fitness activities for the Club.

#### **XI. Permanent: House Committee**

1. The House Committee's mission is to assist in the maintenance and housekeeping of all members facing club facilities other than the golf courses and tennis courts.
2. This Committee will serve with the Maintenance Engineer and the Director of Housekeeping. This Committee will maintain a list of housekeeping and maintenance issues for management consideration. These issues are typically not Capital Fund expenditures.

#### **XII. Walden Wavez Committee**

1. The Walden Wavez Committee's mission is to assist in the management of all facilities and activities germane to the Walden Wavez and Pool facilities, including the following:
  - Pools
  - Snack Bar
  - Social areas
2. This committee will serve with the General Manager and may submit recommendations for maintenance, as well as Capital Fund expenditures, that impact pool activities for the Club.

#### **XIII. Building and Planning Committee**

1. The building and planning committee will be charged with creating an advisory committee to lead the effort to build a new club house and related facilities. The Chairperson of this committee will be appointed by the Chair, which can if approved by the Board be the current chairperson.
2. This committee will serve with the CFC-WLH, LLC ownership representative and the General Manager. This committee will make recommendations for the design and development of the new facilities and will help the elections committee to secure the approval of the master plan as approved by the advisory committee.
3. The advisory committee is open to all members of the club, where monthly meetings will be held to provide guidance to the Building and Planning committee. The Building and Planning committee may appoint temporary committees to lead the effort of the master plan.

#### **XIV. Elections Committee (Temporary Committee)**

1. The Committee is appointed by the Chairperson and will consist of the Chairperson, two members of the Board, and one management representative.
2. This Committee will be responsible for the duties associated with the Board elections including:
  - Coordinating the election process with Club management,
  - Counting ballots, and
  - Reporting election results to the Board and Club management.

#### **XV. All Committees**

1. All committees shall take an active interest as to the conditions and safety in all facilities of the Club.
2. From time-to-time committees may find areas of over-lapping responsibility or concern. This situation is anticipated and is viewed as a strength of the committee structure. Good communication and cooperation is one of the principle functions of the Committee Chairpersons while they are seated on the Board.

**2025-2026 Board Members**  
**Walden on Lake Houston Golf and Country Club**

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