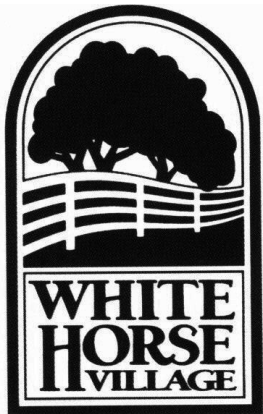


Overview of
BOARD OF DIRECTORS
White Horse Village Incorporated



White Horse Village Incorporated

Corporate Mission

Operate a continuing care retirement community providing housing, limited nursing care and services



Corporate Purpose

Governed by provisions of
Pennsylvania Nonprofit Corporation Law

Not-for-Profit Organization

Assets and earnings used for charitable
purposes

Governance

Is governed by Board of Directors

White Horse Village Incorporated

Governance Procedure

The Board of Directors governs with committees, which assess, review and recommend actions to the full Board of Directors for voting at regular meetings



Interaction with WHV Residents Association

The President of Resident Council attends and reports at all WHV Board Meetings

The WHV Resident Board Members attend and report at all Resident Council Meetings

BOARD OF DIRECTORS

Powers

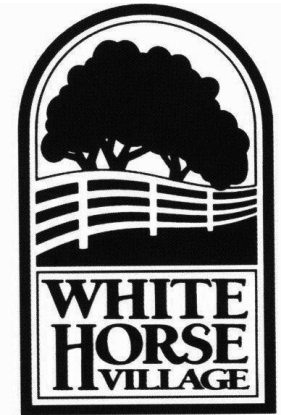
Governs activities and affairs of the Corporation

Number of Directors

15 Directors including 2 to 3 residents of WHV

Qualifications of Directors

Experience and interest in the business of the Corporation



BOARD OF DIRECTORS

Continued

Nominations to Board

Nominations are made by the Nominating Committee to fill expiring terms. Directors serve three year terms

Vacancies

Filled by vote of the Board of Directors
Director may resign at any time



BOARD OF DIRECTORS

Continued

Removal of Directors

The Board may remove a director from office with cause by a majority vote

Annual Meeting

within 30 days of June 1

Special Meetings

Called by Board Chair or any 4 directors with 5 days' notice



Quorum

Majority of the Board in office

COMMITTEES



Standing Committees

Governance, Finance, Nominating, Resident Health and Wellness, Strategic/Long Range Planning

Governance Committee

Direction and guidance of the Board

5 members: Board Chair, Vice Chair/Secretary, Treasurer, and 2 Board Members

Responsible for evaluation of performance of CEO and for setting competitive salary and benefit level

Oversees individual Director effectiveness and that of the Board as a whole

COMMITTEES

Continued



Nominating Committee

Committee of 5 directors for nomination of Board members and General Officers

Candidates may be existing Board Members

Finance Committee

3 or more Directors review and recommend financial goals, policies, procedures and provide general financial oversight. Meet with independent auditors and with investment advisors, as needed

COMMITTEES

Continued



Resident Health and Wellness Committee

3 or more Directors

Monitor quality of health and wellness care. Review policies and procedures. Monitor accreditation, Dept. of Health Surveys , Department of Public Welfare Surveys and compliance issues.

Review policies and procedures related to health regulations

Additional Committees

Standing or other committee with 2 or more directors

COMMITTEES

Continued



Ad Hoc Committee

Directors or non-directors includes non-voting members
Report their findings and recommendations to the Board

Term of Office

Until the next election of directors

Vacancies

Filled by appointments

Quorum

Majority of committee constitutes a quorum

CURRENT COMMITTEES



Governance

*Meets 1 Time Year**

Finance

*Meets 6 Times Year**

Strategic/Long Range Planning

*Meets 2 Times Year**

Nominating

*Meets 1 Time Year**

Health & Wellness

*Meets 7 Times Year**

** Or more as needed*

BOARD OFFICERS



General Officers

Board Chair, Vice Chair/Secretary
and Treasurer

Appointment and Terms

General Officers are elected by the directors for a term
of 1 year

Removal and Resignation

Any officer may be removed for cause by the Board

Any officer may resign at any time

Resignations take effect at the date of receipt of notice

Vacancies

Because of death, resignation, removal, disqualification

Filled as is a regular appointment

GENERAL OFFICERS

Board Chair

Presides at all meetings

Vice Chair/Secretary

Assists Chair in duties

Performs duties of Chair in absence

Treasurer

Keeps accurate accounts of properties and transactions

Other Officers

Appointed, including subordinate officers such as assistant secretaries or treasurers



Principal Information Sources

**ARTICLES OF INCORPORATION
WHITE HORSE VILLAGE INC**

May 20, 1987

**BYLAWS OF WHITE HORSE VILLAGE INC
Amended December 1, 2003**

