

MOSBY'S LANDING UNIT OWNERS' ASSOCIATION

ADMINISTRATIVE RESOLUTION NO. 15 (Covenants Committee Charter)

WHEREAS, Mosby's Landing Unit Owners' Association ("Association") is a Virginia nonstock corporation and subject to the provisions of the Virginia Nonstock Corporation Act; and,

WHEREAS, Article III, Section 2 of the Bylaws of Mosby's Landing, A Condominium ("Bylaws") provides that the Board of Directors shall have all powers and duties necessary for the administration of the affairs of the Association and do all such acts and things which are not reserved and required to be exercised by the members of the Association; and,

WHEREAS, Article IV, Section 1 of the Bylaws provides that "the Board of Directors may appoint an assistant treasurer, an assistant secretary, and such officers as in its judgment may be necessary"; and,

WHEREAS, Article XV, Section 2 of the Bylaws provides for the formation of an Architectural Control Committee which shall be composed of three (3) or more natural persons designated by the Board of Directors who serve at the pleasure of the Board of Directors; and,

WHEREAS, Articles VI and XI of the Bylaws set forth covenants and use restrictions which govern the Association and grants the Board the power to enforce such restrictions by the promulgation of reasonable rules and regulations; and

WHEREAS, the Board of Directors desires to create a standing committee to address both architectural issues and to provide assistance in the enforcement of the Declaration, Bylaws and rules and regulations (collectively referred to as the "Governing Documents").

NOW THEREFORE, BE IT RESOLVED that a standing Covenants Committee ("CC") shall be established and shall operate according to the following guidelines:

I. RESPONSIBILITIES

- A. Review and make recommendations to the Board of Directors about unit owner architectural requests submitted by unit owners and residents.
- B. Act upon all applications within thirty-five (35) days of the date of receipt of the application.
- C. Develop enforcement/compliance procedures for use by the CC and the managing agent.
- D. Inspect the community for violations of the Governing Documents.
- E. Respond to and investigate reports from residents or management of alleged non-compliance with the Governing Documents.

- F. Prepare a report to the Board about investigation and advise Board of actions taken to secure voluntary compliance.
- G. Monitor the unit owners' and residents' compliance with enforcement actions and ensure that all confirmed or observed violations are remedied.
- H. Recommend appropriate action to the Board of Directors (e.g. monetary charges, suspension of privileges) if the CC is unable to obtain voluntary compliance.
- I. Represent the Association in any covenant hearing before the Board of Directors.
- J. Assist and support management in the inspection of units within the community for compliance with the Association's Governing Documents, including the Association's Design Guidelines and Rules and Regulations.
- K. Develop and present to the Board of Directors policies or rules the CC feels are necessary to assist the CC.
- L. Act as a liaison and information resource to all Association unit owners and residents on general covenant matters.
- M. Prepare periodic articles for the newsletter about covenant matters and architectural issues within the Association.
- N. Submit minutes of committee meetings, a report on committee activities, and any decision item requests to the Managing Agent for inclusion in the monthly report to the Board of Directors.
- O. Support the Board of Directors in implementing and following the Association's operational plan.
- P. Perform other duties as assigned by the Board of Directors.

II. AUTHORITY

The Board of Directors hereby delegates the following authority to the Covenants Committee in order to perform duties and responsibilities as assigned:

- A. Inspect the community semi-annually or as otherwise directed by the Board of Directors to confirm individual owners' compliance with the Governing Documents, including the Association's Design Guidelines.
- B. Prepare reports to the Managing Agent and the Board of Directors regarding non-compliant units. Such reports shall include a plan of action that the Board, at its discretion, may vote to follow.
- C. Review all applications submitted for additions, alterations and improvement, and recommend action to the Board on the applications.

- D. The CC shall have the power to issue notices of violations to unit owners, conduct hearings, and make recommendations to the Board about enforcement actions.

III. ELIGIBILITY

Covenants Committee candidates and members shall be unit owners in “Good Standing”. “Good Standing” shall be defined as the absence of any liens, privilege penalties, assessment delinquencies, architectural or covenants violation, or legal action enacted against the unit owner by Association.

IV. NUMBER OF MEMBERS & LENGTH OF TERM

- A. Initially, the Board of Directors shall appoint five (5) members to the CC. The Committee shall not operate with less than three (3) members. There may only be one voting member on the CC from any one unit in the condominium.
- B. The initial terms of the CC members shall be as follows: three (3) of the initial committee members shall be appoint to two-year terms. Two (2) of the initial committee members shall be appointed to one-year terms. At the expiration of the initial terms of each respective committee member, successors shall be appointed to two-year terms.
- C. The CC members shall elect a chairperson whose term shall be one-year.

V. APPOINTMENT

- A. After the initial CC is appointed, all subsequent members of the CC shall be appointed by the Board at the first Board Meeting following the Annual Meeting.
- B. Unit owners interested in being appointed must submit their request for appointment, in writing, to the Managing Agent.
- C. Once the Managing Agent determines that a unit owner is eligible to be appointed, the Managing Agent shall forward a copy of the written request to the Committee Chair.
- D. The CC may make recommendations to the Board on the appointment of eligible CC members.
- E. Following receipt of the CC’s recommendation, the Board shall, in its sole discretion, appoint persons to serve on the CC to fill any existing vacancy. Any person appointed to the CC to fill a vacancy created by the removal or resignation of a CC member shall serve the remainder of the predecessor member’s term.
- F. If the Chair believes that an eligible unit owner who has requested appointment should not be appointed or that a sitting CC member should be removed for reasons other than failure to attend three (3) consecutive meetings without the prior knowledge and approval of the Chair, then the CC Chair shall submit the

matter for consideration by the Board of Directors at its next regularly scheduled meeting.

- G. Notwithstanding anything to the contrary herein, the Board of Directors reserves the right, in its sole discretion, to appoint or remove Committee members, including the Chair, with or without cause.

VI. MEETINGS

- A. The CC shall meet on a monthly basis. The CC shall publish an annual calendar of meetings. All CC meetings shall be open to unit owners. The CC may convene into executive session in order to discuss a case prior to rendering a decision. The CC shall reserve a time period at its meetings to allow input from the any non-committee members present at the meeting.
- B. The Chair may call special meetings of the CC upon three (3) business days notice provided that notice is provided to the CC members stating the purpose of the meeting. Advanced notice of a special meeting is deemed waived if consented to by all members of the CC or if all members of the CC are present at such special meeting.
- C. A quorum of members must be present in order to convene a meeting or conduct business. A quorum shall be present if the majority of the Committee members are present at any regularly scheduled or special Committee meeting.

If the Committee is unable to convene a meeting due to lack of a quorum, the Committee Chair may do one of the following:

1. Reschedule the meeting provided that a minimum of three (3) business days notice can be provided to Committee members;
 2. Adjourn the meeting to the next regularly scheduled meeting date and refer action to the Board on all applications that will exceed the sixty (60) day requirement prior to the next meeting.
- D. The vote of a majority of CC members present at a meeting with a quorum present shall constitute the decision of the CC. All voting shall be conducted in open session.
 - E. Minutes shall be taken at every meeting. Minutes shall show attendance, issues raised, and any decisions made by the CC.
 - F. Minutes shall be forwarded to the Managing Agent for inclusion in the monthly report to the Board of Directors. Approved meeting minutes will be kept on file for review by unit owners.

VII. DUTIES OF THE CHAIR

The duties of the Chairperson shall include, but may not be limited to, the following:

- A. Monitor and track and maintain CC membership roster;
- B. Develop the annual meeting calendar;
- C. Prepare meeting agendas;
- D. Preside over meetings;
- E. Provide each CC member an opportunity for input;
- F. Ensure CC members and those attending the meeting are treated fairly and with respect;
- G. Assign CC members tasks as necessary;
- H. Submit meeting minutes to the Board of Directors as stipulated above;
- I. Serve as the liaison to the Board and represent the CC to the Board on any matters;
- J. Ensure CC is performing duties as detailed in this resolution and requested by the Board of Directors.

The effective date of this Resolution shall be the 22nd of January, 2004 and shall remain in effect for three years.

**MOSBY'S LANDING UNIT OWNERS'
ASSOCIATION**

By: _____
Paula Bennett, President

MOSBY'S LANDING UNIT OWNERS' ASSOCIATION

ADMINISTRATION RESOLUTION NO. 15

Duly adopted at a meeting of the Board of Directors held on the 22nd day of January 2004.

Motion by: Russ Harman Seconded by: Linda Carter

VOTE:

	YES	NO	ABSTAIN	ABSENT
Paula Bennett	<u> X </u>	_____	_____	_____
Linda Carter	<u> X </u>	_____	_____	_____
Russ Harman	<u> X </u>	_____	_____	_____
Alex Hodges	<u> X </u>	_____	_____	_____
John Wilhelm	<u> X </u>	_____	_____	_____

Mosby's Landing Unit Owners'
Association

By: _____
Alex Hodges, Secretary