

CEDAR RUN ASSOCIATION, INC.
ARCHITECTURAL REVIEW COMMITTEE CHARTER
Administrative Resolution Number 2016-01

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WHEREAS, the Bylaws of the Association Article 3, Section 16 authorize the Board of Directors to establish such committees as necessary; and

WHEREAS, the Board of Directors has determined that the best interest of the membership would be served by the establishment of charters for all Committees for the purpose of providing direction and functioning roles to volunteers; and

WHEREAS, the Bylaws of the Association Article 5, Section 1 authorize the Board of Directors to create and abolish from time to time such committees as the Board may deem appropriate to aid in the administration of the affairs of the Association. Such committees shall have the powers and duties fixed by resolution of the Board from time to time; and

WHEREAS, the Bylaws of the Association Article 5, Section 2 authorize the Board of Directors to appoint a covenants committee (architectural review committee); and

WHEREAS, the Board of Directors deems it desirable to establish a committee of homeowners to advise and assist the Board, to determine that each request either: (1) conforms to the Design Guidelines and Standards, or (2) does not conform to the Design Guidelines and Standards; and

NOW, THEREFORE, LET IT BE RESOLVED, by the Board of Directors that the Architectural Review Committee shall be established, and that the following procedures for this committee be adopted and implemented herewith:

I. RESPONSIBILITIES

The primary responsibility of the Architectural Review Committee (The Committee) is to preserve the architectural integrity established by the architects who originally designed it; within the guidelines established in the CC&R's.

The Committee will establish architectural control standards for approval of the Board and will inform all homeowners about those standards. The standards should not overly stifle the imaginative or creative desires of residents, but rather assure them that protective restrictions are in effect, which will help maintain the appearance and value of their property.

The purpose of this Charter is to specify and clarify the composition, duties, and responsibilities of the Architectural Review Committee.

II. TYPE

The Architectural Review Committee will be a Mandatory Committee.

III. COMMITTEE STRUCTURE

1. Eligibility:

- Any Cedar Run HOA member in good standing may join this committee. Good standing shall be defined as the absence of any liens, privilege suspension, assessment delinquency, Architectural Review Board or covenants violation, or pending legal action with Cedar Run Association. Additionally, the Board of Directors may choose to appoint an outside person with architectural expertise.
- A member may serve on more than one committee at a time. There shall not be more than one member of a household serving on the same committee at the same time.
- A Cedar Run Board member is allowed to be an active member of this committee, including holding chair positions.

2. Appointment and Terms

- The Committee shall consist of at least three (3) and no more than five (5) regular members and two (2) alternate members. The alternate member(s) may only serve in the absence of a regular member for purposes of conducting official Architectural Review Committee business.
- The Board of Directors may appoint the Committee Chair and may either appoint the members thereof or leave such appointments to the committee chair.
- The Board may appoint one of its members to be a Liaison to each committee
- The Committee members are homeowner volunteers appointed and/or removed by the Board of Directors, at their absolute discretion. Membership shall be limited to owners in good standing.
- The Directors or Committee Chair will make committee appointments each year during the Annual Meeting for terms beginning _____ of the following year. The Board of Directors or Committee Chair may make additional appointments throughout the year if vacancies occur.
- The Committee members are appointed for two-year terms; however, members appointed to fill vacancies that occur during the year shall serve out the remainder of the term of the committee member they are replacing. Committee terms will be staggered so that approximately one half of the committee positions will become available each year.

- At the completion of the two (2) consecutive one-year terms, The Committee will elect different members to serve as the Chairperson and Vice Chairperson. While the Chairperson and Vice Chairperson may not serve more than two consecutive terms; each is eligible for re-election after a one year hiatus.
- The Committee members in good standing are eligible for reappointment.
- The Committee Members will be provided a copy of the Charter within a reasonable period of time following their appointment.

3. Removal

- The Board of Directors may remove any committee member at any time without notice or explanation on three (3) day written notice.
- The committee may make recommendations to the Board of Directors regarding the removal of committee members.
- A committee member may be removed, upon written notice from the committee chairperson, for failure to attend three consecutive meetings without notice or explanation.

4. Election of Officers

- Officers of the committee may be elected by the committee membership. At a minimum, in the absence of a Secretary the committee shall elect a Chair who shall be responsible for recording accurate minutes of the committee's meetings and submitting them to the Community Manager, within one (1) week following the meeting, for inclusion in the Board meeting package.
- Minutes shall include a record of the date, time and place of each meeting. Minutes shall also include a record of committee members in attendance and all votes of the committee.

5. Officers:

- Committee officers do have special duties to perform, their position does not afford them special consideration, privileges, or voting rights above and beyond non-officer members. Every volunteer on the committee has an equal right to express their opinions and ideas as how to best serve the interests of the community.
- Committees are advisors to the Board of Directors. Their primary role is not to establish policies, but rather to provide information and options to enable the BOD to make fully informed decisions for the Association.
- The role of the Committee members is to work together in a cooperative and open manner to complete the objectives of the Committee.

6. Committee Chair Duties

- The Chairperson shall act as the facilitator of all meetings. In the event the Chairperson is not present, the Vice Chairperson will act as the facilitator. In the event both Chairman and Vice Chairman are absent, the Chairman may by written proxy delegate another member to facilitate a meeting. The Committee Chairperson and Vice Chairperson are limited to a maximum of two (2) consecutive one-year terms.
- The role of the Chairperson is to draft the agenda, schedule the meetings, and ensure the meetings are professional and efficient.
- Ensure all committee members are informed of current events in regards to the committee.
- Notify the members of the committee regarding rescheduled or canceled meetings.
- Act as a liaison between the committee, the Board of Directors and the Property Manager.
- Be present at committee meetings and Board of Directors meetings at which a report of activities and recommendations shall be presented.
- Prepare a roster showing names, addresses, and phone numbers of committee members. A copy of the roster shall be emailed to the Board of Directors. The committee shall promptly update the Board of Directors of any changes in officers.
- The Committee meeting dates will be set and established by the Architectural Review Committee at the end of year meeting for the following year's meetings.

7. Communication

- In the interest of ensuring strong communications between the Board of Directors and The Committee, it is expected that the committee Chairperson, or his or her designee, will provide a written report for each regularly scheduled business meeting of the Board of Directors.
- Upon request from the Board or Management, the Chairperson will attend any business meeting to present committee recommendations, update the Board on the status of pending committee task, request assistance from the Board, as needed, and answer any questions the Board may have regarding committee assignments.
- The Chairperson is expected to maintain regular communications with the designated Board Liaison.
- It is expected that the committee will communicate its activities to the membership periodically through the newsletter and other communication vehicles of the association.

- The Board of Directors will appoint one of its directors as a Board Liaison to the Architectural Review Committee who will monitor all Architectural Review Committee meetings in order to facilitate communication and understanding between the two groups.

IV. Funding:

- All committee expenditures shall not exceed or deviate from the approved budget without the approval of the Board of Directors. All receipts for expenditures must be submitted within 60 days of the expense.
- The Committee shall provide input to the annual budget process as necessary for the function of the Committee as requested by the Board no later than one week prior to the Annual Board Meeting.

V. MEETINGS

1. Committee Meetings

Committees will meet once per quarter or when appropriate to their assignment. The meeting should take place at the time, place and discretion of the Committee. A designated person on the Committee will take notes or minutes, which will be given to the Board and management for appropriate recordation and/or filing.

All committee meetings shall be open to the membership. In order for the membership to be reasonably informed of committee meetings, the committee Chairperson shall ensure that all regular committee meeting dates of the committee are listed in the newsletter and through any other means of posting that the Board deems appropriate.

If it is necessary for the committee to reschedule or cancel a meeting, the committee Chairperson shall notify the members of the committee regarding rescheduled or canceled meetings.

The Chairperson shall designate a time period on each meeting agenda for resident input.

A quorum, required for all official meetings of The Committee is defined as the presence of a majority of the number of regular members, or their alternates if the regular member is absent.

In the absence of a regular member at any Architectural Review Committee meeting, an alternate, if present, shall assume all the duties and responsibilities of the absent regular member and may be counted towards a quorum. In the event that one regular member is absent and two alternates are present; alternate one will assume the absent regular member's duties and responsibilities immediately after calling the meeting to order.

2. Board Meetings

Board meeting agenda will have a place for receipt of committee reports. Committee Chairs are not required to be at the Board meeting. If a committee has an issue or request which requires Board action, the committee Chair or representative may appear before the Board under the committee report agenda item to make the request.

3. Annual Meeting

Attend the annual association meeting and prepare and give a yearly report summary to association.

VI. RESPONSIBILITIES AND DUTIES

1. The Committee shall have jurisdiction over modifications, additions, or alterations made on or to existing Residential Lots. The Architectural Review Committee shall promulgate, and amend from time to time, detailed Standards and Procedures governing its area of responsibility and practice as set out in the "Design Guidelines & Review Procedures.
2. The Committee chairperson or secretary shall maintain and keep records of meeting minutes, action taken, all correspondences to property owners, modification request form, HOA newsletter articles and/or flyers relating to modification rules and regulations. Having this information may be invaluable should the Board be challenged by a property owner who alleges insufficient publicity of a rule.
3. The Committee shall meet as needed to ensure prompt handling of all issues and responsibilities, but at a minimum, quarterly. A report of all regular meetings and on-going issues will be provided to the Board within 30 days of each meeting.
4. The Committee shall receive and approve or disapprove (*through Management*) submitted plans for exterior alterations within 30 days.
5. The Committee shall perform an annual inspection of the Association properties including individual lots visible from the street or common areas and report to the Board any unapproved alterations, approved alterations not being maintained or other issues within the purview of the Architectural Committee's responsibilities as defined in this Charter or the Association's documents.
6. The Committee shall inform homeowners that all visible alterations to their property, including painting, must be approved in advance by the committee, except where such changes have clearly standardized approval (see current Architectural Standards).
7. The Committee shall develop (*or review*) and distribute or cause to be distributed architectural guidelines and standards to all homeowners after review by Management and approval by Board of Directors.
8. The Committee maintains the right from time to time, at its sole discretion, to waive, amend or modify the Design Guidelines in order to maintain community standards, including, but not limited to, aesthetics of Cedar Run or to address changing circumstances or technology. These guidelines and standards shall be reviewed by the Committee annually. Updates, additions and deletions shall be provided to the Board of Directors for consideration and a decision.
9. Any application or a request for an exemption submitted pursuant to the CC&R's shall not be deemed approved unless and until written approval is so given. (A request from the Committee for additional information or materials may be given to the applicant within thirty (30) days after the date of receipt by the Architectural Committee of all submissions for the application and the period for report of a decision shall be accordingly extended.)

10. The Committee may request that the Board authorize the assistance of a qualified professional to review complex plans and provide the necessary expertise in dealing with significant design and construction issues.
11. After any approved modification is completed, the Committee reserves the right to inspect the modification. The scope of the inspection will be limited to verification of conformance with the application; the committee will not inspect, nor be responsible in any manner for, the municipal code compliance, quality, craftsmanship or structural integrity of the modification.
12. The Committee shall receive comments or complaints from homeowners (*through Management*) involving matters within its jurisdiction and shall handle them according to the association documents.
13. The Committee, within the scope of its responsibility, as defined by the CC&Rs and the Architectural Guidelines and Standards, shall recommend projects to beautify and enhance the aesthetics of the community consistent with the overall environment of the association.
14. The Committee shall provide regular updates to the Newsletter Committee/Editor as requested by the Board
15. To the best of their ability, The Committee members will familiarize themselves with the governing documents of Cedar Run and the relevant laws of the State of Virginia governing homeowner's associations.
16. The members of the Committee, while acting within the course and scope of this Charter, shall be deemed and are considered "Individual Insured's" under the Association's Directors & Officers Liability Policy
17. In the event of a conflict between the provisions of this Charter, the Design Guidelines and the terms of the C, C & R's the latter shall prevail.

The Board of Directors of the Association, at its discretion, may from time to time modify, reduce, expand or supplement the duties of the Architectural Review Committee as set forth in the above Charter.

The effective date of this Resolution shall be _____.

CEDAR RUN ASSOCIATION, INC.

James Stallworth, President

**CEDAR RUN ASSOCIATION, INC.
Resolution Action Record**

**ADMINISTRATIVE RESOLUTION NO. 2016-01
CREATION OF PROCEDURES TO PROVIDE
DIRECTION AND FUNCTIONING ROLES TO VOLUNTEERS**

Resolution Type: Administrative Resolution No. 2016-01

Pertaining to: Architectural Review Charter

Duly adopted at a meeting of the Board of Directors held: _____

Motion by: _____ Seconded by: _____

VOTE

	YES	NO	ABTAIN	ABSENT
James Stallworth	_____	_____	_____	_____
Beth Morgan	_____	_____	_____	_____
Rufus Beverly	_____	_____	_____	_____
John Dantzler	_____	_____	_____	_____
Valerie Taylor	_____	_____	_____	_____

Resolution Effective Date: _____ 2016

ATTEST: I hereby certify that a vote was duly taken and the Board of Directors adopted the above Resolution on the _____ day of _____ 2016.

Rufus Beverly, Secretary

Date: