

SOUTH RIDING PROPRIETARY
ADMINISTRATIVE RESOLUTION 2014-1

Establish the Number of Board Members and Schedule of Elections

WHEREAS, Article 4, Section 4.1 of the South Riding Proprietary Bylaws (hereinafter “SRP”, “Association” and “Bylaws” respectively) provide that the business and affairs of the Association shall be managed by the Board of Directors (“Board) elected in accordance with the procedures set forth in Article 5 of the Articles of Incorporation. The Board shall have all of the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not required by the Act or the Association Documents to be exercised and done by the Owners; and

WHEREAS, Article 4, Section 4.1 (4) of the Bylaws empowers the Board to adopt and amend reasonable rules and regulations not inconsistent with the Association Documents; and

WHEREAS, Article 4, Section 4.4 of the Bylaws states that during the Declarant Control Period, the Board of Directors shall consist of not less than three (3), nor more than nine (9) directors (“members”). After the Declarant Control Period, the Board shall consist of between five (5) and nine (9) directors.

WHEREAS, it is the Board’s intent to establish the number Board members (“seats”) and schedule of elections following the Declarant Control Period.

NOW, THEREFORE, IT IS HEREBY RESOLVED that the Board of Directors, on behalf of the Association and as authorized by the Act, the Governing Documents and this resolution, hereby adopts the following guidelines governing the number of Board members.

Beginning with the annual election in May of 2014, in conjunction with the conclusion of the Declarant Control Period:

- 1 The total number of seats on the Board of Directors will be seven (7).
- 2 Election schedule and terms are as follows:
 - i. Three (3) seats will be elected for a term of three (3) years in 2014; Two (2) seats will be elected for a three (3) year term in 2015 and two (2) seats will be elected for a three (3) year term in 2016.

**SOUTH RIDING PROPRIETARY
RESOLUTION ACTION RECORD**

Resolution Type: Administrative
Pertaining to: Board Member Size

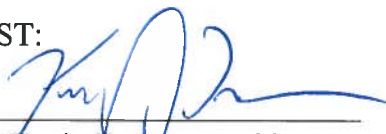
Duly adopted at a meeting of the Board of Directors held February 6, 2014

Motion by: Meggan Walker
Seconded by: Jeff Salmon

VOTE

	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>	<u>ABSENT</u>
Mr. Turner	X			
Mr. Salmon	X			
Mr. Fisher	X			
Mr. Lange	X			
Mr. Kuppuswami	X			
Ms. Walker	X			
Mr. Larkin	X			

ATTEST:



Kevin Turner, President

3-7-14

Date

FILE:

Book of Minutes-2014

Book of Resolutions: Book No. _____ Page No. _____

Resolution effective date: February 6, 2014