

Website & Technology Committee Charter

WHEREAS, Article 4, Section 4.1 of the Bylaws for South Riding Proprietary (“Bylaws” and “Association,” respectively) grants the Board of Directors (“Board”) “all of the powers and duties necessary for the administration of the affairs of the Association” and permits the Board to “do all such acts and things as are not required” by the Virginia Property Owners’ Association Act, Section 55-508 et. seq., Code of Virginia, 1950, (“Act”) or the Association Declaration (“Declaration”) or the Association Articles of Incorporation (“Articles”) “to be exercised or done by the Owners;” and

WHEREAS, the Board may create Committees from time to time, either on a temporary or permanent basis, for the benefit of the Community pursuant to Article 7 of the Bylaws.

WHEREAS, Article 7, Section 7.2 of the Bylaws further states that “such Committees may have the powers and duties fixed by Resolutions of the Board;”

WHEREAS, Article 7, Section 7.4 of the Bylaws states that the “procedures for Committee meetings may be the same as set forth for meetings of the Board” in Section 4.2 of the Bylaws and that “the Chair may serve as the presiding officer of the Committee;”

WHEREAS, Administrative Resolution A2005-01 establishes a uniform set of operating rules and procedures for the conduct of Committee business to supplement the existing Association Declaration, Articles, and By-laws (“Association Documents”);

WHEREAS, the Board deems it appropriate to utilize a Website Committee to advise the Board as to the wishes and concerns of the membership of the Association regarding the purpose(s) herein.

NOW, THEREFORE, BE IT RESOLVED THAT a standing Website & Technology Committee shall be created based on the following COMMITTEE CHARTER:

I. PURPOSE:

A. The Website & Technology Committee shall provide guidance to the Association on all matters related to the website, networking, telecommunications and associated computer technology.

B. The Website & Technology Committee is advisory in nature and serves at the pleasure of the South Riding Proprietary Board of Directors. Committee members may not make final decisions on any matters, expend Proprietary funds, or speak on behalf of the community, without the approval of the Board of Directors.

II. FORMATION OF COMMITTEE:

A. The Committee shall be comprised of not less than three (3) and not more than Fifteen (15) Members.

B. The Board initially solicited and appointed Committee members (by majority vote) from the Membership of the Association.

III. GOVERNANCE:

A. Committee members will nominate amongst themselves one Member who shall be recommended to the Board to serve as Committee Chair.

B. The Committee Chair (or designated representative) will act as liaison between the Committee and the Board or its Agent.

C. By majority vote, the Board may remove Committee Members from time to time, as it deems appropriate.

D. The Board will confirm all Committee Members upon a majority vote following a nomination by the Chair, or by a Member of the Board.

E. The Committee must establish Quorum at a meeting in order to conduct business. Quorum will be established when: i. Three (3) Committee Members are present, and the total Committee Membership consists of less than eight (8) members, or ii. Four (4) Committee Members are present, and the total Committee Membership consists of eight (8) or more members. iii. The Board Liaison attendance may count for Quorum purposes only in either case i or ii

F. A majority vote of the Committee Members present at a meeting at which a quorum is present will be required to carry a motion. G. The Website & Technology Committee will meet once per month, on the 3rd Monday at 7:00 pm or as otherwise determined and announced.

H. A vice chair will be nominated to serve in concurrence with the chair and fulfill the chair's duties in their absence.

I. Membership on the Website & Technology Committee will be conferred upon having attended (3) meetings within a six (6) month period, being nominated by the Committee Membership and being appointed by the Board of Directors or at the Board of Directors discretion. Members are required to be South Riding Proprietary residents in good standing. Active participation is important to achieving the mission of the committee, as such, a member's absence at (4) consecutive meetings will result in the loss of Committee Membership. The Chairperson is responsible for maintaining an official attendance roster and will administer notification of loss

of Committee Membership due to attendance. Membership may be reestablished through the aforementioned requisite attendance requirement. Committee Members are eligible to vote and serve in leadership positions.

J. The Committee, by majority vote, may establish sub-committees or working groups to conduct special assignments as required by the Committee. Sub-committees and working groups will be established by the committee and the committee must:

- i. Provide a clear purpose and develop goals for the sub-committees and working groups;
- ii. Establish sub-committee and working group membership. The appointed chair must be a member of the website Committee. Members are not required to be members of the Committee but must be a resident in good standing of the South Riding Proprietary;
- iii. Put forward a timeline for the sub-committee or working group being established.

K. Sub-Committees and Working Groups actions will be included in the minutes of the website Committee.

IV. OPERATION

A. Software Licensing

- i. The Website & Technology Committee will comply with all software licensing requirements.
- ii. All software must be licensed.
- iii. Any software developed by the committees' members or donated to the committee must use an OSI approved open-source license.
- iv. Software currently in use on the website must meet provision i. but does not have to meet ii. or iii.

B. Policies

- i. The Website will be operated in accordance with the policies drafted by the website committee and adopted by the board.
- ii. The current policies shall be published at <http://www.southriding.net> or another easily accessible location on the website.
- iii. The committee may amend the policies at any time pending approval by a majority of the Board.

V. SPONSORSHIP AND FUNDING:

A. The nature and scope of any Association-sponsored activity must be approved in advance by the Board. The Committee is advisory in nature only unless given specific direction from the Board. All final decisions pertaining to the Association shall be made by the Board.

B. The Committee will submit an annual budget request to the Budget and Finance Committee. The Staff liaison and General Manager will facilitate such requests.

VI. DISSOLUTION:

This Charter shall remain in effect until amended or rescinded by the Board.

Approved by Board of Directors: **October 4, 2007**

Amended by Website and Technology Committee: **August 22, 2022**

Approved by Board of Directors: **September 1, 2022**