

Establishment of the South Riding Proprietary Parks and Recreation Committee Charter

Approved August 2015 (Amended August 2023)

WHEREAS, Article 4, Section 4.1 of the By-Laws for South Riding Proprietary (“By-Laws” 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 to be exercised or done by the Owners” in accordance with the Virginia Nonstock Corporation Act (“Act”), the Virginia Property Owners’ Association Act, (“POAA”) the Association Declaration (“Declaration”) or the Association Articles of Incorporation (“Articles”) 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 By Laws.

WHEREAS, Article 7, Section 7.2 of the By-Laws 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 By-Laws 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 By-Laws and that “the Chair may serve as the presiding officer of the Committee;”

WHEREAS, Administrative Resolution A2005-01 as amended July 6, 2023 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 Parks and Recreation Committee to advise the Board as to the wishes and concerns of the membership of the Association regarding the purpose(s) here in.

NOW, THEREFORE, BE IT RESOLVED THAT a standing Parks and Recreation Committee shall be based on the following **COMMITTEE CHARTER:**

I. PURPOSE:

A. The purpose of the Parks and Recreation Committee is to review, consider and advise the Board on issues related to maintenance, upkeep and use of the common area facilities; review, consider and recommend modifications relating to rules, use policies, fee structures for recreation, facilities and related programming; provide programming and educational opportunities for residents pertaining to recreation, facilities and grounds; review and recommend changes to the scope of related contracts; and work to bring recognition to the community through worthwhile certifications and acknowledgements.

B. The Parks and Recreation 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 Parks and Recreation Committee (hereinafter the “Committee”) shall be comprised of not less than five (5) and not more than ten (10) members.

B. The Board will appoint Committee members (by majority vote) from the Membership of the Association.

III. GOVERNANCE

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

B. The Committee Chair (only) 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 a minimum number of five (5) members or 50% of the voting membership of the committee, whichever is less, is present at a meeting. The Board Liaison attendance may count for Quorum purposes.

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 Committee will meet once every month, beginning in January each year, on the second Monday of the month or as otherwise determined and announced.

H. Membership on the Committee will be conferred upon having attended 3 meetings within a 6 month period, being nominated by the Committee Membership and being appointed by the Board of Directors. Active participation is important to achieving the purpose of the Committee as such a Member's absence at 3 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.

I. 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 Committee. Members of the workgroup are not required to be

members of the committee;

iii. Put forward a timeline for the sub-committee or working group being established.

J. Sub-Committees and Working Groups actions will be included in the minutes of the Committee meeting following the Working Groups meeting.

IV. 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. Capital items require additional Budget and Finance recommendation and Board approval prior to the expenditure of the funds.

V. DISSOLUTION:

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