

Stone Ridge Association, Inc.

**Administrative Resolution No. 3A**  
**Architectural Review Committee**

**WHEREAS**, the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Stone Ridge Association, Inc. (the "Declaration"), the Articles of Amendment and Restatement of Articles of Incorporation for Stone Ridge Association, Inc. (the "Articles"), the Amended and Restated Bylaws for Stone Ridge Association, Inc. (the "Bylaws"), as amended, and Community Codes, collectively known as the Governing Documents, provide that the Lots are subject to the Governing Documents of Stone Ridge Association, Inc. (the "Association"); and

**WHEREAS**, Article IV, Section 4.1 of the Bylaws provides that "the business and affairs of the Association shall be managed by the Board of Directors ("Board"); and

**WHEREAS**, Article VII, Section 7.4(b) of the Declaration provides for the establishment of an Architectural Review Committee and relevant sub-committees thereof; and

**WHEREAS**, Article VII, Sections 7.4(b), 7.5, and 7.6 of the Declaration assigns the Architectural Review Committee ("Committee") with the responsibility to review and approve completed plans and specifications for all "Improvements" in writing in accordance with Article VII of the Declaration, as well as any other relevant provision of the Governing Documents, prior to the commencement of any construction or development activities for such Improvements within the Property. ; and,

**WHEREAS**, Article VII, Section 7.10 of the Declaration provides that the Committee may establish and maintain Design and Maintenance Standards, which shall be part of the Community Codes, to provide guidance to Owners, builders and contractors regarding matters deemed to be of relevance or importance to the Committee in considering Applications for architectural approval; and

**WHEREAS**, Article VII, Section 7.8 through 7.17 provide for the structure, organization and methodology for operating the Committee.

**THEREFORE**, it is hereby RESOLVED THAT Administrative Resolution No.3 Architectural Review Committee is established, and the following procedures for this Committee are adopted and implemented herewith:

**I. Responsibilities**

A. The primary responsibility of the Architectural Review Committee is to act on all applications for the approval of modifications or improvements to any lot as dictated by Article VII of the Declaration and any other relevant portion of the Governing Documents...

B. The Architectural Review Committee shall not have the power to approve the plans for any improvement that contains one or more violations of any of the provisions of the Declaration, Supplemental Declaration(s) as applicable, or any provision of the Design and Maintenance Standards without the express prior written approval of the Board of Directors. In all other respects, the Architectural Review Committee may exercise its discretion in determining whether to approve, or disapprove any plans including without limitation, the location of an improvement on a Lot.

## II. Eligibility

A. Pursuant to Article VII, Section 7.6 of the Declaration, members of the Architectural Review Committee need not be Members of Stone Ridge Association, Inc. ("Association") and may, but need not, include architects, engineers and similar design professionals.

## III. Appointment & Terms

A. Number of Committee Members. There shall be at least three (3) but not more than seven (7) voting members of the Architectural Review Committee and such members shall be appointed by the Declarant until the expiration of the Class D memberships. Additionally, a majority of the members of the Architectural Review Committee shall be appointed by the Declarant for so long as the Declarant's Rights and Obligations are in effect. Thereafter, the members shall be appointed by the Board of Directors of the Association. At the sole discretion of the Board the number of members of this Committee may exceed seven (7) members. However, only seven (7) members of the Committee shall have the authority to vote on an action taken by the Committee.

B. Notice of Openings, Diversity. Available Committee seats will be advertised at least thirty (30) days prior to appointment. Recruitment of candidates may be done through the newsletter, posting in the community center, announcement at the Annual Meeting or by any other means deemed appropriate by the Board of Directors. Efforts will be made to include members from varying house types and locations within the Association in the Committee.

C. Application to the Committee. In order to be eligible for appointment onto the Committee, Association Members and other people as applicable shall submit a written request to be on the Committee, including information about the candidate's background and qualifications. This written request shall be submitted to the Board for consideration. It is preferred that applicants be Association Members in good standing. It is preferred that Committee members seeking re-appointment onto the Committee be in good standing.

D. Vacancies. The Board of Directors may make additional appointments throughout the year as it deems appropriate.

E. Terms. Committee terms will be staggered for periods of one (1) to three (3) years, so positions will become available each year. Members appointed to fill vacancies that occur during the year shall serve for the remainder of the term of the Committee member they are replacing.

## IV. Removal

A. The Board of Directors may remove any Committee member, including the chairperson, at any time.

B. The Committee may make recommendations to the Board of Directors regarding the removal of Committee members.

C. A Committee member may be removed, upon written notice from the Committee chairperson, for failure to attend three (3) consecutive Committee meetings.

## V. Election of Officers

A. The Board shall appoint the Chairperson of the Committee. Members of the Committee may make recommendations to the Board of Directors for the appointment of a Chairperson upon expiration of the current term. Other officers of the Committee may be appointed by the Committee. The Committee shall elect a Vice Chair who shall be responsible for the duties of the Chairperson in his or her absence and a Secretary who shall be responsible for recording accurate minutes of the committee's meetings and submitting them to the General Manager, in a timely manner.

B. The Chairperson, or his or her designee, shall be responsible for chairing meetings of the Committee. The duties of the Chairperson may also include, but may not be limited to the following:

- Develop the meeting schedule;
- Prepare meeting agendas;
- Provide each Committee member an opportunity for input;
- Ensure Committee members and those attending the meeting are treated fairly and with respect, including when necessary ordering offending members or other attendees to leave the Committee meeting;
- Assign Committee members tasks as necessary;
- Serve as the liaison to the Board and represent the Committee to the Board on any matters;
- Serve as the liaison to the General Manager and represent the Committee at any meetings with the General Manager;
- Ensure that the Committee is performing duties as detailed in this resolution and requested by the Board of Directors.
- Ensure that notices of Committee meetings are provided in accordance with this Resolution.

## VI. Meetings

A. Time, Place, Notice. Committee meetings shall be held in the community center or other recognized meeting place of the Association. All Committee meetings shall be open to the Association membership. The Committee Chairperson shall ensure that all regular Committee meeting dates of the Committee are listed in the newsletter, posted in the community center and publicized through any other means of posting that the Board deems appropriate.

B. Cancellation, Rescheduling of Meetings. If it is necessary for the Committee to reschedule or cancel a meeting, the Committee Chairperson shall notify the management staff as soon as possible so that the membership can be reasonably notified. The Committee Chairperson shall be responsible for contacting the members of the Committee regarding rescheduled or canceled meetings.

C. Special Meetings. "Special" meetings, or rescheduled meetings, may be scheduled by the Chairperson upon five (5) business days posted notice stating the reason for the meeting.

D. Meeting Minutes. Minutes shall be taken of each Committee meeting. Minutes shall include a record of the date, time and place of the meeting. Minutes shall also include a record of Committee member attendance, and all votes of the Committee.

- E. Quorum. Quorum shall be a majority of Committee members who are eligible to vote present in person at the start of the Committee meeting. Quorum must be present at a meeting in order to vote.
- F. Voting. A majority vote of members who are eligible to vote while a quorum is present shall constitute a decision of the Committee. All voting shall be conducted in open session.
- G. Resident Input. The Committee Chairperson shall designate a time period on each meeting agenda for resident input.
- H. All Committee meetings shall be conducted generally in accordance with Robert's Rules of Order.

**VII. Communications**

- A. 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 attend each regularly scheduled business meeting of the Board of Directors. The Committee representative is encouraged to present Committee recommendations, update the Board on the status of pending Committee tasks, request assistance from the Board, as needed, and answer any questions the Board may have regarding committee assignments.
- B. The Committee is expected to maintain regular communications with the Board Liaison designated by the Board of Directors, if any, and with the General Manager.
- C. It is expected that the Committee will provide accurate and timely information about its activities for publication in the newsletter and other communication vehicles of the Association. It is the responsibility of the Committee to ensure that this information is updated on a regular basis.

**VIII. Sub-Committees**

- A. The Committee may designate volunteer sub-committees to work on specific projects on behalf of, and at the direction of, the Committee. Sub-committee volunteers are not voting members of the Committee unless they have been appointed as such in accordance with Section III of this Resolution.

**STONE RIDGE ASSOCIATION, INC.  
Resolution Action Record**

**Administration Resolution No. 3  
Architectural Review Committee**

Resolution Type: Administrative Pertaining to: Architectural Review Committee

Duly adopted at a meeting of the Board of Directors held June 15, 2010.

Motion by: Mr. Edier

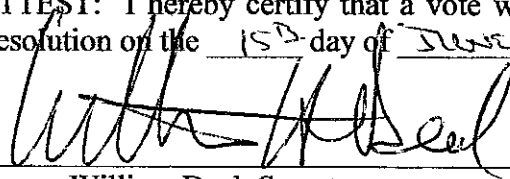
Seconded by: Mr. Rhodes

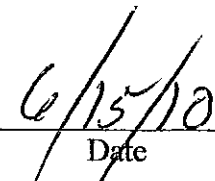
VOTE

	YES	NO	ABSTAIN	ABSENT
<u>Ms. Harrover, President</u>	<u>X</u>	_____	_____	_____
<u>Ms. McCracken, Vice President</u>	<u>X</u>	_____	_____	_____
<u>Mr. Deal, Secretary</u>	<u>X</u>	_____	_____	_____
<u>Mr. Rhodes, Treasurer</u>	<u>X</u>	_____	_____	_____
<u>Ms. Conner, Director</u>	<u>X</u>	_____	_____	_____
<u>Mr. Edier, Director</u>	<u>X</u>	_____	_____	_____
<u>Mr. McIntosh, Director</u>	_____	_____	_____	<u>X</u>

Resolution Effective Date: June 15, 2010

ATTEST: I hereby certify that a vote was duly taken and the Board of Directors adopted the above Resolution on the 15<sup>th</sup> day of June, 2010.

  
William Deal, Secretary

  
Date

Book of Minutes No. 1  
Meeting No. 59

*Enacted 4/21/09  
Revised 01/19/10*