

COUNTRYSIDE PROPRIETARY  
RESOLUTION NO. 232  
AS AMENDED March 23, 2011  
NEIGHBORHOOD ADVISORY COUNCIL

WHEREAS, Article III, Section 3(c) (7) of the Covenants and Restrictions of the CountrySide Proprietary charges the Board of Directors with enforcing the Governing Documents of the Proprietary; and

WHEREAS, Article VIII, Section 2 of the ByLaws authorizes the Board of Directors to provide for the election of a Neighborhood Advisory Council to assist and advise the Board on those matters specifically related to their respective neighborhood; and

WHEREAS, there is a need for the Board of Directors to establish said Council for any Neighborhood section of CountrySide in which there are a minimum of one hundred (100) Class A and/or Class D members; and

WHEREAS, the Board of Directors desires to rescind Administrative Resolution No. 166 and hereby substitutes Resolution No. 232.

NOW THEREFORE, BE IT RESOLVED THAT Administrative Resolution No. 166 be, and hereby is, rescinded, and that the following procedural guidelines be adopted and implemented herewith:

I. Responsibilities

The primary responsibility of the Neighborhood Advisory Council (NAC) is to advise and assist the Board on matters pertaining to its particular neighborhood. In fulfilling its responsibility, the NAC performs functions which include, but are not necessarily limited to, the following:

1. Advise and assist the Board in administration of Proprietary affairs through participation on the Standing Committees.
2. As vacancies occur, nominate one (1) Owner of a Lot within the Neighborhood to serve on the Design Review Committee.
3. Act as the designated representative of the Design Review Committee with regard to design review within its Neighborhood.
4. Propose, for adoption by the Board, rules of operation and conduct related to the common area within the Neighborhoods and guidelines for design review.
5. Propose to the Board capital improvement projects, new or modified services and associated budgets for improving common areas and member services.

II. Organization

1. Eligibility

Representatives shall be property owners in good standing. Good standing shall be defined as the absence of any liens, charge, assessment delinquency, architectural violation, or legal action enacted by the Proprietary. Members of the NAC shall not simultaneously serve as voting members of either the DRC or the Board of Directors during their term on the NAC, except that NAC members may, from time to time, serve as alternates to the DRC for their neighborhood provided that they abstain from voting on applications from their neighborhood when serving in the capacity of DRC alternate. NAC members will only be asked to serve as DRC alternates if no other appointed DRC alternate is available.

2. Election

- (a) Within 30 days following the Annual Meeting, the Board of Directors shall convene an election meeting of the Members in each of the seven (7) Neighborhoods established pursuant to the ByLaws.
- (b) The Board shall invite interested members of Neighborhoods to express their desire to serve on the Council. Recruitment of interested candidates can be done through the newsletter, special publication or by announcement at the Annual Meeting.
- (c) Interested candidates shall make a brief statement at their Neighborhood NAC Election, if they so desire.
- (d) If there are more than five (5) candidates, voting shall be by secret ballot with each member voting for five (5) candidates. The five candidates with the greatest number of votes shall be elected. Cumulative voting is not permitted.
- (e) If there are five (5) candidates or less seeking election, voting shall be by verbal acclamation of all members present.
- (f) In the event of a tie, another ballot shall be held with each member voting for one (1) candidate among those involved in the tie.
- (g) In the event the tie is still not resolved, the Board of Directors shall make the selection.
- (h) In the event that no candidates should seek election, the Board of Directors shall endeavor to appoint five (5) neighborhood representatives to serve on the Council.
- (i) In the event that fewer than five (5) candidates are elected, the remaining Council seats shall be appointed by the newly elected NAC member(s) from the Neighborhood membership at large. Such appointment shall be made within thirty (30) days from the election date, otherwise, the Board of Directors shall have the right to appoint Neighborhood members to fulfill the existing vacancy.
- (j) Once established, the five (5) member council may appoint alternate members.

3. Term

Members shall serve for one (1) year terms, commencing on the first day following their election. Alternate members shall serve one (1) year terms commencing on the first day following their appointment. Members can be re-elected or re-appointed. Alternate members can be re-appointed.

4. Election of Officers

Each Neighborhood Advisory Council shall, at its first regular meeting, elect a chairperson and secretary, whose responsibilities are described below (alternate members may not serve as Chairperson or Secretary and may not participate in the election of these positions):

Chairperson: The principal duties of the chairperson are as follows:

- (a) Ensure that adequate notice of meetings is given members;
- (b) Ensure review of meeting packages by NAC members;

- (c) Preside at meetings;
- (d) Apprise the DRC and Board of Directors of pertinent design review issues, as well as Neighborhood concerns and/or actions;
- (e) Ensure open communication lines between all parties involved and/or affected by the design review process within the Council's Neighborhood.
- (f) Prepare and/or ensure the preparation of all Council reports.

Secretary: The principal duties of the secretary are as follows:

- (a) Record Minutes of the meetings;
- (b) Record architectural review actions;
- (c) Ensure timely submission of review actions and Minutes to the DRC Coordinator;
- (d) Draft correspondence on behalf of the Council.

5. Election of Standing Committee Representatives

The Neighborhood Advisory Council shall, at its first regular meeting, elect Standing Committee representatives from among either the Council membership, council alternates or the Neighborhood general membership. Duties and responsibilities of Standing Committee representatives are defined by respective Committee Resolutions as recorded in the Book of Resolutions.

6. Resignation and/or Removal

The unexcused absence of a NAC member, alternate member or Standing Committee appointee from three (3) consecutive regular NAC or Standing Committee meetings, respectively, shall be conclusively deemed a resignation. Any Member or appointee may be removed from the committee with or without cause by a majority vote of the Council members. A member once removed cannot be reappointed during the term of the NAC.

7. Vacancies

In the event of death, resignation or removal of a NAC member, alternate member or standing Committee appointee, the vacancy shall be filled by a member in good standing selected by the NAC from among its alternate members or the Neighborhood membership. If the NAC fails to fill the vacancy within thirty (30) days of death, resignation or removal, the Board of Directors or the respective Standing Committee chairperson shall have the right to appoint a replacement.

III. Operation

1. Meetings

Regular meeting dates shall be established at the first meeting of the Council. Meetings shall be held monthly during the same week of each month as designated on the published annual calendar. All meetings shall be publicized monthly in the COURIER.

2. Meeting Quorum

The total number of members of the council shall not exceed five (5). Once a meeting is convened, the affirmative vote of a majority of the members present is required in order to adopt or promulgate any rule or regulation or to make any finding, determination,

ruling or order, or to issue any permit, consent, authorization, approval or the like. A meeting quorum can consist of one member of that neighborhood. A member from one NAC may be selected to act as an alternate to represent a NAC that has not established a quorum.

3. Meeting Attendance By General Membership  
All meetings shall be open to the general Neighborhood membership, should they wish to attend. However, such general membership may be excused during Council voting actions involving architectural applications, at the discretion of the Chairperson.
4. Combined /Joint NAC meeting  
A consolidated meeting of the Neighborhood Advisory Councils will meet to present information and provide guidance of general interest to all seven neighborhoods of CountrySide, surface community issues, propose solutions and offer recommendations to other appropriate committee(s) for review and approval or disapproval by the CountrySide Board of Directors.

#### IV. Functions

1. Architectural Review  
The NAC shall act as the appointed designate on behalf of the Design Review Committee (DRC) with regard to all application review actions required to be taken by the DRC in a respective Neighborhood, in accordance with the following parameters:
  - (a) Review Policy
    - (1) Design review applications shall be routed to the applicant's appropriate NAC by the DRC Coordinator.
    - (2) The NAC, in exercising its review authority, shall at all times be subject to the same rules and regulations governing review criteria and procedures as is the DRC.
  - (b) Rulings
    - (1) The NAC must submit to the DRC, and/or its administrative designate, a complete record of any and all design review rulings and/or actions within seventy-two (72) hours after such action is taken. Failure to comply shall result in waiver of the NAC's right of review. (Refer to Article VI, Section 3 of the Covenants and Restrictions.)
    - (2) The DRC retains the right to rescind approvals granted by the NAC provided such rescinding action is taken within fifteen (15) days after said approval was reported to the DRC, and/or its administrative designate, by the NAC. The date reported shall be defined as the date of the NAC meeting.
    - (3) No decision by the NAC of a design review nature shall be considered final until the expiration of fifteen (15) days from the date the decision was first reported to the DRC, which shall be defined as the date of the NAC meeting.
  - (c) Reporting and Channels of Communication

The Council shall exchange reports on a regular basis with the DRC. Such reports shall include at least the following:

- (1) summary of activities during the past month;
- (2) problems encountered, if any, and assistance requested, if any;
- (3) plans for upcoming months; and
- (4) recommendations or proposals, if any, with supporting rationale.

(d) Standards, Guidelines and Legal Documents

NAC members should have a thorough working knowledge of DRC-adopted standards and guidelines, as well as the Proprietary's governing documents as they pertain to architectural review and enforcement.

(e) Reporting of Annual Neighborhood Inspections

Annual Inspections are to be performed by the Design Review Coordinator, who is to issue an Inspection Notice requesting corrective action be completed on the maintenance items indicated in the Inspection Notice within forty five (45) days of the date of the Inspection Notice. The Property will be re-inspected in forty five (45) days. If after that date the maintenance items have not been corrected, a violation will be issued for any outstanding maintenance items at the time of re-inspection. Those items will then be considered to be a major violation, and the violation enforcement process, as outlined in Resolution 235, Sect IV will commence.

(f) Planning and Development

NACs are encouraged to develop and recommend standards and goals for architectural design review and/or activities or programs to further enhance the appearance of the community.

2. Neighborhood Leadership

The NAC shall act as the elected designate on behalf of its Neighborhood membership with regard to the administration of Neighborhood affairs, including but not necessarily limited to the following services:

(a) Fiscal Management

The NAC member, and/or its designate, selected to serve as the Neighborhood representative on the Finance Standing Committee shall monitor and apprise the members as to the monthly financial status of the Proprietary, Finance Committee actions and fiduciary matters involving the respective Neighborhoods. Such representative in conjunction with the full NAC shall prepare an annual Neighborhood budget for recommendation to the Finance Committee.

(b) Physical Management

The NAC member, and/or its designate selected to serve as the Neighborhood representatives on the Grounds and Facilities Standing Committees shall report monthly to fellow members as to contractual delivery of services incidental to the upkeep and maintenance of the Neighborhood common areas and amenities, overall activities of the Standing Committees and any Neighborhood complaints considered germane. NAC input is critical to constructive evaluation of

Neighborhood physical services.

(c) Communications

The NAC member, and/or its designate, selected to serve as the Neighborhood representative on the Community Relations Standing Committee shall report monthly to fellow members as to the status of community-wide issues deemed to be of resident interest and concern, as well as any community program endorsed or sponsored by the Committee.

(d) Ad Hoc Committees

The NAC member, and/or its designate, selected to serve as the Neighborhood representative on an ad hoc committee shall report regularly to fellow members as to the status of the committee's activities until such time as the ad hoc committee is no longer required.

V. Reporting

Each NAC and its members are responsible for the preparation of the following reports:

1. Monthly architectural application rulings;
2. Minutes of meetings;
3. Annual neighborhood budget recommendations.