

COUNTRYSIDE PROPRIETARY
BOARD OF DIRECTORS MEETING
Zoom Remote Meeting Due to COVID-19 Pandemic
Wednesday, April 5, 2023

BOARD MEMBERS PRESENT: Dave Barrie – Oatlands
Penny Francke – Oakridge
Roddy Dean – Morven
Sam Wilson – Welbourne
Gabbi Jones – Belmont
Kumar Sangaran – Rokeby
Chas Rayome – Foxfield

BOARD MEMBERS ABSENT: None

OTHERS PRESENT: Ed Thomas – PMP
Catherine Neelley – PMP
Tim Pope – PMP
Alicia McKenna-Graves – PMP

CALL TO ORDER:
Penny Francke called the meeting to order at 6:32 PM.

EXECUTIVE SESSION:
Dave Barrie stated **Mme. President I move that this meeting be recessed, and the Board of Directors immediately reconvene in executive session to discuss and consider legal matters and to discuss and consider contracts as permitted by subsection B of Section 55-510.1 C of the Virginia Property Owners' Association Act. There are no matters identified on the meeting agenda.** Chas Rayome seconded the motion. Motion carried unanimously. The Board of Directors entered into Executive Session at 6:33 PM.
Section 55-510.1 C of the Virginia Property Owners' Association Act provides:
No contract, motion or other action adopted, passed or agreed to in executive session shall become effective unless the board of directors or subcommittee or other committee thereof, following the executive session, reconvenes in open meeting and takes a vote on such contract, motion or other action which shall have its substance reasonably identified in the open meeting. The requirements of this section shall not require the disclosure of information in violation of law.
The Board exited Executive Session and reconvened in open session at 7:06 PM.

APPROVAL OF THE AGENDA:
Roddy Dean moved that the Board of Directors approve the agenda as submitted with the caveat that when we get to the vote with the amendments to the declaration that there's discussion of a change. Chas Rayome seconded the motion. Welbourne, Rokeby, Oatlands, Oakridge, Morven & Foxfield approved the motion. Belmont was absent. Motion carried.

APPROVAL OF MEETING MINUTES:
Chas Rayome moved that the Board of Directors approve as written the minutes of the Board of Directors Meeting March 22, 2023. Roddy Dean seconded the motion. Motion carried unanimously.

RESIDENTIAL PARTICIPATION/GUESTS: 2 Residents were in attendance: Pat Bour & Julie Doherty. Items discussed: None.

GENERAL BUSINESS:

- A. OLD BUSINESS: None
- B. NEW BUSINESS:

Vote to Amend the Declaration of Restrictive Covenants – Voting Percent

Kumar Sangaran moved that the Board of Directors revise and propose the change to Article 10, Sec. 1 of the Declaration of Covenants and Restrictions to require only 10% of all residents to cast votes with a simple majority of all votes cast to decide the outcome of the vote. Gabbi Jones seconded the motion. Belmont, Foxfield, Oakridge, Rokeby & Welbourne voted for the motion. Morven & Oatlands voted against the motion. Motion carried.

Penny Francke offered clarification for the previous and following motions: The Proprietary will hold another Town Hall in the month of May to hear proposed changes to Article 10, Section 1 (previous motion) and to the following motion for Article 10, Section 9, (to remove the veto power of mortgage holders and make it so that mortgage holders if they're interested in knowing when we're having votes, they have to opt into that as opposed to being a default position of them being informed and having veto power). Voting for the proposed changes will begin June 1, 2023 and conclude November 23, 2023.

Vote to Amend the Declaration of Restrictive Covenants – Voting Schedule

Sam Wilson moved that the Board of Directors approve holding a membership vote on two proposed amendments to the CountrySide Declaration of Restrictive Covenants and the attached schedule for holding the vote. Chas Rayome seconded the motion. Welbourne, Oatlands, Rokeby, Oakridge, Belmont & Foxfield voted for the motion. Morven abstained from the vote. Motion carried.

ARCHITECTURAL ITEMS:

Minor Violations

Roddy Dean moved if corrective action is not taken by April 14, 2023 for MINOR violations the Board agrees to exercise in accordance with Restrictions, Article IV, Section 1(d) "*the right of the association to suspend the voting rights and the rights to use of the common areas for any period during which any assessment remains unpaid and for a period not to exceed sixty (60) days for any infraction of any of the published rules and regulations of the association*" effective April 15, 2023.

The Board may also exercise the right through its agents and employees, after Design Review Committee Resolution, to enter upon the lot and take such steps as may be necessary to remove or otherwise terminate or abate such violation and the cost thereof may be assessed against the lot upon which such violation occurred. A statement for the amount shall be rendered to the lot owner, at which time the assessment shall become due and payable, in accordance with the CountrySide Proprietary Governing Documents, Covenants and Restrictions Article VI, Section 1. Kumar Sangaran seconded the motion. Belmont, Morven, Oakridge, Oatlands, Rokeby & Welbourne voted for the motion. Foxfield abstained from the motion. Motion carried.

FACILITIES:

Tennis DNA Program

Chas Rayome moved that the Board of Directors approve the agreement with Tennis DNA to hold instructional tennis classes on 2 dedicated CountrySide courts between the hours of 8:00am – noon on days TBD, provided they submit proof of liability insurance of \$2 million per occurrence, adding CountrySide as an additional insured, contingent upon the effective date to be written in as today's date, April 5, 2023 with changes to the expiration date to December 31, 2023 and renewed annually until 2025. Kumar Sangaran seconded the motion. Welbourne, Rokeby, Oatlands, Oakridge, Foxfield & Belmont voted for the motion. Morven abstained from the motion. Motion carried.

FINANCE: None

GROUNDS: None

INFORMATION/DISCUSSION ITEMS:

- Kubota Update
- Parkway Repair Update
- Spring Fling Recap

COMMITTEE REPORTS: None

MANAGEMENT REPORTS: None

ADJOURN:

Sam Wilson moved to adjourn the meeting. Gabbi Jones seconded the motion. Motion carried unanimously.
The meeting adjourned at 7:33 PM.

Respectfully Submitted,



Alicia McKenna-Graves - Recording Secretary