

# COUNTRYSIDE PROPRIETARY

## RESOLUTION NO. 260

As amended September 27, 2023

### HORSEPEN RUN COMMITTEE

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WHEREAS, the Articles of Incorporation designate the CountrySide Proprietary is formed to provide for maintenance, preservation and architectural control of common areas within the approximately 1,270 acres of CountrySide, including the approximately 370 acres known as Horsepen Run.

WHEREAS, the Articles of Incorporation designate the Proprietary is formed to hold, maintain, improve and beautify for the use in common with all the members of the Proprietary or their families, guests and invitees, such common areas within CountrySide, to enforce the covenants, restrictions, easements, reservations, servitudes, profits, licenses, conditions, agreements and liens provided in the Amended Declaration (Amended Declaration).

WHEREAS, the Articles of Incorporation designate the Proprietary is charged to do any and all lawful things and acts that the Proprietary may from time to time, in its discretion, deem to be for the benefit of the aforesaid property and the owners and inhabitants thereof, or deemed advisable, or convenient for the promotion of the peace, health, comfort, safety or general welfare of the owners and inhabitants thereof.

WHEREAS, the Articles of Incorporation designate the Proprietary has the authority to exercise any and all powers, rights, and privileges, which a corporation organized under Chapter 2 of Title 13.1 of the Code of Virginia by law may now or hereafter have or exercise and to establish rules and regulations for the use of its property.

WHEREAS, the Articles of Incorporation designate the Proprietary has the authority to perform such acts, as may be reasonably necessary or appropriate, including bringing suit, causing a lien to be foreclosed or suspending membership rights.

WHEREAS, the Articles of Incorporation designate the Proprietary has the authority to regulate the external design, appearance and locations of Countryside property and improvements thereon in such a manner so as to preserve and enhance values and to maintain a harmonious relationship among structures and the natural vegetation and topography;

WHEREAS, Article III, Section 3 of the Amended Declaration of the CountrySide Proprietary grants the Board of Directors all powers for the conduct of the affairs of the Proprietary in accordance with the governing documents; and

WHEREAS, the Board wishes to maintain and enhance all common areas, including the approximately 370 acres of common area known as Horsepen Run, for the enjoyment of CountrySide's members; and

WHEREAS, the Board wishes to establish a standing committee to generate recommendations for Board consideration for the planning within Horsepen Run and for a land management and maintenance plan for Horsepen Run;

NOW, THEREFORE, BE IT RESOLVED THAT a **Horsepen Run** - (HPR) committee be established, under the terms of reference and having the duties and responsibilities set forth herein.

**I. Responsibilities.**

The responsibilities of the HPR Committee are as follows:

1. **History.** Committee members shall familiarize and educate themselves regarding the work done previously by the original Ad Hoc Horsepen Run Committee chartered by the CountrySide Board in 1993. Specifically, review the Horsepen Run study completed in 1994 and the results of the CountrySide residents' survey conducted in 1995.
2. **Protection.** Protect and preserve Horsepen Run as an open space land through conservation for the scenic and wildlife habitat value. Investigate existing trails in Horsepen Run and their impact on the following:
  - a. Scenic and wildlife habitats - especially endangered species of wildlife and plants indigenous to Horsepen Run that may require isolation from public interference
  - b. Historically significant sites that may require respectful isolation from public view
  - c. Isolation from versus connectivity with Algonkian Regional Park and the Potomac Heritage National Scenic Trail (PHNST)
  - d. The 100-year flood plain, wetlands and overall environment
3. **Enforcement.** Assist the Board and the Proprietary to enforce CountrySide policy, rules and regulations affecting Horsepen Run and to assist the Board in prosecuting violators of Horsepen Run rules and guidelines who commit activities such as defacement, use or establishment of unapproved trails, or other activities prohibited within Horsepen Run. Horsepen Run is private property for use by CountrySide residents and their guests. The following activities and items are not permitted on Horsepen Run: motorized vehicles, horses, hunting, firearms or other weapons, camping, fires, or alcohol.
4. **Liaison.** Work with and advise Loudoun County Parks Recreation and Community Services (PRCS) to implement the vision of a braided, linear PHNST system along the Potomac River within the HPR trail easement. Hold true to the concept of low impact development (primitive hiking trail) within view of the Potomac River and along the Potomac River corridor.
5. **Planning.** Formulate and draft proposals for a:
  - a. Master Trail Plan that maps current and future development of recreational facilities such as: foot and bike paths and scenic views within Horsepen Run.

- b. Land Management and Maintenance Plan for plant & wildlife, endangered Species, any historically significant sites, etc. within Horsepen Run.
  - c. Cost analysis for annual budget preparation associated with both the Master Trail Plan and the Land Management and Maintenance Plan and the establishment of recreational amenities for Horsepen Run on a staged basis if necessary.
6. External Policies. Committee members must familiarize themselves with all CountrySide policies, rules and regulations concerning common areas with special attention to those affecting Horsepen Run, plus Loudoun County, Commonwealth of Virginia, and National Park Service policies, rules and regulations that impact CountrySide with respect to Horsepen Run. Advise the Board of issues or conflicts.
  7. Internal Policies. Develop rules and regulations governing the use of the Horsepen Run area and its facilities as needed. In the event that Horsepen Run's status as a nature preserve is dissolved or revoked, give consideration to the longevity of plans and proposals to include turning over responsibilities to various standing committees; such as, NAC, CRC, Grounds and Facilities, and be prepared to coordinate with those committees as required.
  8. Personnel Impact. Any recommendations to the Board should minimize impact to the Proprietary's management company and give due consideration to their capabilities to maintain HPR.
  9. Guidance. Take such other action as the Board may need or require.

## II. Membership

Membership shall be constituted for one year in accordance with the following criteria:

1. Representation. It is the intent of the Board that each Neighborhood be equally represented on the HPR standing committee with one voting member per neighborhood.
2. Qualifications. All committee members shall be Proprietary members in good standing. Good standing shall mean the absence of any lien, privilege penalty, assessment delinquency, architectural violation, or legal action with the Proprietary.. Volunteers are welcome to participate in HPR maintenance activities and meetings but do not have voting rights on any HPR issues or motions.
3. Initialization. The CountrySide Board of Directors has approval authority over committee membership (emphasizing a representative from each Neighborhood).
  - a. In the event of subsequent vacancies the chairperson may, with the concurrence of the Board of Directors, nominate a candidate in good standing to serve a vacancy.
  - b. The member should be a resident of the neighborhood in which the vacancy has occurred. If not, it will require Board approval, in which event the position will be considered as an alternate, with voting privileges. At any time, should a member from the unrepresented neighborhood be appointed or volunteer to serve on the committee, the alternate is required to relinquish the position. There can be no more than two voting members Page 3 from any Neighborhood on the

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committee. Should there be two or more members from one Neighborhood, the election of the voting member for that Neighborhood, will be done via drawing one name from the names of those members of that Neighborhood.

- c. The committee shall not exceed seven (7) voting members. The seven (7) votes represent one voting member from each of the Neighborhoods. The chairperson is an eighth voting member, who shall only vote in the event of a tie vote, which shall be recorded in the official meeting minutes of the committee.
4. Notification. The Board shall announce the formation of the standing HPR Committee and solicit committee members from CountrySide via the Courier newsletter. They may also choose to use the CountrySide website and other means as deemed necessary.
5. Linkage. The committee shall include at least one Board Director.

### **III. Organization**

Election of committee officers shall take place at the first regular committee meeting of each year:

1. Chairperson. Unless otherwise designated by the Board, the chairperson of the committee shall be a Board Director elected by the Board each year. The duties of the chairperson shall include, but are not limited to the following:
  - a. Develop committee meeting calendar.
  - b. Develop meeting agendas.
  - c. Preside over meetings.
  - d. Prepare monthly reports and meeting minutes for submission to the Board.
  - e. Prepare activity summary articles for publication in the Courier.
2. Alternate Chairperson. At the first regular meeting of the committee, voting members shall elect an alternate chairperson to serve in the absence of or at the request of the chairperson. The Alternate Chairperson must be a full member of the HPR Standing Committee.
3. Term. All committee members shall serve a one (1) year term commencing upon election and/or appointment and ending when a new committee member is elected and/or appointed in the following year.
4. Resignation and/or Removal. The unexcused absence of a committee member from three (3) consecutive regular meetings shall be conclusively deemed a resignation. Any committee member may be removed from the committee with or without cause by a majority vote of the remaining committee members. A member once removed cannot be reappointed.
5. Vacancies. In the event of resignation, removal or death of a committee member, the committee or Board of Directors shall nominate a member from the vacant neighborhood, and will then proceed to appoint a member from that neighborhood or from the community at-large.

### **IV Operation**

The HPR committee shall meet regularly and shall effect Board actions, which include but are not limited to the following:

1. Meetings. Regular meeting dates shall be established at the first meeting of the committee. Committee meetings shall be held at least monthly. All meetings, including subcommittee meetings if held, shall be publicized ahead of time in the CountrySide Courier or on the community website and shall be open to the entire membership.
2. Functions. Specific requirements and actions from the Board include the following:
  - a. Survey and map all existing trails along with identified boundaries.
  - b. Determine the most optimal route and make recommendations to the Board regarding CountrySide's involvement with and administration of the PHNST to:
    - (1) minimize public encroachment into Horsepen Run.
    - (2) minimize liability to CountrySide residents.
    - (3) maximize benefit to CountrySide residents.
    - (4) maximize safety to all users of the PHNST.
    - (5) identify the type of bridge (materials and construction) to recommend to Loudoun County PRCS via the Board, keeping in mind that the bridge must satisfy Army Corps of Engineers requirements for the 100-year floodplain.
    - (6) make recommendations to Loudoun County and the National Park Service via the Board, regarding courses of action to effect an easement across the Askegren property along the western boundary of Horsepen Run.
  - c. Create a multi-use Master Trail Plan that will constitute guidance to future CountrySide Boards and standing committees, and that enables residents the opportunity to exercise and recreate in a natural setting while at the same time minimizing adverse impact to Horsepen Run.
  - d. Establish liaison roles, with Board cognizance and guidance, with:
    - (1) Loudoun County (e.g., Parks, Recreation, and Community Services) and its advisory board.
    - (2) Loudoun County Algonkian District Supervisor.
    - (3) Potomac Heritage Trail Association in order to protect CountrySide interests in the Horsepen Run area.
    - (4) Algonkian Regional Park authorities.
    - (5) Northern Virginia Regional Park authorities.
    - (6) Various trail-friendly organizations that may have interests in the Potomac Heritage National Scenic Trail, especially with respect to its establishment through Horsepen Run
  - e. Create a plan to extend our outreach to community organizations (e.g., Scouting, hiking groups, etc.) to assist CountrySide in the enhancement, maintenance, and preservation of the natural beauty of Horsepen Run.
  - f. Work with Loudoun County on creating a plan to establish a trail patrol program of volunteers to monitor and report prohibited activities (e.g., open fires, hunting, vagrancy, cutting, etc.) that are not allowed on the PHNST.
  - g. Charter a "CountrySide Friends of Horsepen Run" organization consisting of CountrySide residents, who are interested in promoting the goals and policies of CountrySide Proprietary in the preservation and resident enjoyment of Horsepen Run. They would also constitute the spirit of a Neighborhood Watch program to assist with

regular reporting and patrolling for illegal activities in Horsepen Run.

Book of Minutes:

ATTEST:

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PRESIDENT: Penny Francke

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DATE

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SECRETARY: Chas Rayome

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DATE