



**RIVER VALLEY RANCH
MASTER ASSOCIATION**

**NEIGHBORHOOD COMMITTEE:
OLD TOWN ADVISORY CHARTER**

Pursuant to the provisions of Section 3.3(c) of the Amended and Restated Master Declaration of the Protective Covenants for River Valley Ranch, the Executive Board ("Board") shall appoint a committee of Old Town Owners to evaluate the Master Association's performance of the special maintenance and repair obligations described in Section 3.3 (b) as amended in the Second Amendment to the Amended and Restated Master Declaration of Protective Covenants for River Valley Ranch and as stated in the Third Supplemental Declaration to Master Declaration of Protective Covenants for River Valley Ranch.

RESPONSIBILITIES

1. Advise the Board on issues relating to neighborhood concerns, the quality and frequency of maintenance, and the nature, extent of and budget for services provided by RVRMA for Old Town residents.
2. Handle any appeals or hearing the Board may request of the Committee.
3. Create, as needed, task forces to assist with special issues.
4. Plan and attend regularly scheduled neighborhood Old Town Advisory Committee (OTAC) meetings.
5. Elect a "Chairperson" to be the primary contact between the Board and the OTAC
6. Assist and facilitate neighbors in resolving issues regarding the RVRMA.
7. Provide input to staff on any concerns regarding assessments, safety, landscape or other issues within the neighborhood.
8. Maintain frequent contact and communication with the Board appointed liaison to the OTAC from the Board, including inviting said liaison to all meetings.
9. Gather feedback for the Board on proposed actions affecting Old Town owners.
10. Attend any joint meeting of all Neighborhood Representatives.

By focusing on neighborhood issues, the OTAC can make substantial improvements in the quality of the neighborhood lifestyle.

COMPOSITION AND QUALIFICATIONS

1. Membership is limited to those persons who are Old Town owners and RVRMA members in good standing. As used herein, "good standing" shall mean and refer to (a) a member who is not delinquent in the payment of any assessment levied by the Association against his lot, or any interest, late charges, costs or reasonable attorney's fees added to such assessment pursuant to the provisions of the Declaration or as provided by law, unless the member has entered into an agreement with the Association for the payment of all sums due and the member is not in default of the agreement, (b) a member who does not have any condition on his lot which violates any provision of the Declaration which has progressed to the stage of a certified demand for compliance by the Association, or beyond, (c) a member who has not failed to comply with all terms of a judgment obtained against him by the Association, including the payment of all sums due to the Association by

virtue of such judgment, and (d) a member who is not involved in litigation against the Association and/or a member or members of the Board .

2. The OTAC shall consist of five (5) to seven (7) members appointed by the Board.

TERM

1. Each OTAC member shall be appointed by the Board, and except as provided below, shall serve for two years. There are no term limits.
2. Appointments for 2008 shall be staggered so that the terms of at least one-third of the members of the OTAC shall expire annually.
3. OTAC members shall hold office until their successors have been appointed.

APPOINTMENT, RESIGNATION, REMOVAL, OFFICERS

1. Annual appointment by the Board for all open committee seats will occur during the first quarter of any calendar year, ideally at the January Board meeting.
2. If a person who is serving on a committee ceases to be a member of the Association, his/her position on the committee shall automatically cease as of the date of conveyance of his/her lot. If a person who is serving on a committee ceases to be a member in good standing, his/her position on the committee shall cease upon the expiration of thirty (30) days from the date of written notice thereof by the Board, unless within such thirty (30) day period the committee member shall be reinstated as a member in good standing of the Association.
3. A committee member who is a member in good standing of the Association may be removed from the committee by the Board at any time without cause.
4. If there are any mid-term resignations, the Board shall appoint a new member to fulfill the unexpired term of the vacated position.
4. A chair, vice-chair, and secretary shall be elected at the first meeting of the calendar year. The chair shall not spend more than two consecutive months away from RVR in the year of his/her service.

LIAISON

In order to facilitate communication between the Board and the Committee, the Board shall from time to time appoint one of its members as liaison to the Committee, to serve at the behest of the Board. The Liaison shall be invited to all meetings of the Committee and may attend all meetings as a non-voting participant. The Liaison will be included in all communications between Staff and the Committee. The Liaison is responsible for reporting to the Board on the effectiveness of the Committee in fulfilling the obligations set forth in this Charter. Timely response to the Committee on the status of outstanding business shall be the responsibility of the Board, and may be communicated to the Committee through the Liaison or the Executive Director.

MEETINGS

Meetings of the Committee shall be open to all Old Town owners in good standing. Any person who attends a Committee meeting who is not a member in good standing may be removed from the meeting at the direction of the acting Chairperson at the meeting. Further, the acting

Chairperson or Board member may remove from a Committee meeting any attendee other than a committee member who unreasonably disrupts the business of the Committee. Meeting minutes shall be taken by a committee member, reported to the Board at the next Board of Directors meeting, and posted on the RVRMA web site. Notice of time and location of all meetings shall be posted in the RVR mail room at the Ranch House at least one week prior to the meeting and in addition shall be e-mailed to all Old Town owners maintaining current e-mail addresses on the RVRMA web site.

Quarterly OTAC meetings are encouraged; however two (2) meetings annually are mandatory. One shall be within 30 days after appointment by the Board to, at a minimum, elect officers and arrange for notification to residents about the upcoming painting and landscaping programs and other information of value. A second shall be prior to September 1st at the Ranch House or any other public facility for, but not limited to, the gathering of information and preferences for the upcoming budget cycle. This information must be reported to the Board in writing no later than October 1st. Members of the OTAC may hold or participate in a properly noticed meeting of the OTAC by means of conference telephone or similar electronic means provided that all such persons so participating in such a meeting can do so in real time. Special meetings can be held on an as needed basis within ten (10) days of a request by three (3) or more members of the OTAC, or by the Board appointed liaison.

VOTING

There must a majority of committee members present to establish a quorum. A vote by a majority of those eligible committee members present at the meeting shall be considered an acceptable vote for any recommendation to the Board.

Additionally, every committee member must disclose any relationship with any vendor involved in a proposed contract, prior to the vote on the recommendation to the Board.

AUTHORITY

The Committee operates only as an advisory body to the Board. The Committee cannot authorize any transaction or activities on behalf of the RVRMA unless expressly granted in the RVRMA governing documents or given by the Board. The Committee and the Committee members will not be involved in the routine management and operation of the RVRMA. Committee members do not have authority to make contact on behalf of the RVRMA or the OTAC with RVRMA vendors or bidders, unless so-authorized by the Executive Director.

APPROVED BY

The charter was endorsed and approved by the Board of Directors of the RVRMA on this _____ day of _____, 2008.

Steve Falwell, President RVRMA