

RESOLUTION  
OF THE BOARD OF DIRECTORS OF  
PERSIMMON COUNTRY CLUB COMMUNITY ASSOCIATION  
REGARDING VILLA LOTS

This Resolution was duly adopted by a vote of the Board of Directors of Persimmon Country Club Community Homeowners' Association (the "Association") at a duly called meeting. This Resolution replaces and supersedes the Resolution adopted at the Board of Directors meeting on September 5, 2006

RECITALS

Pursuant to the second amendment to Declaration of Covenants, Conditions, and Restrictions for the Persimmon Country Club Community, the developer established a separate area within Persimmon known as the Villa lots. Among other things, the Second Amendment provided that, unlike the rest of the Persimmon Country Club Community, exterior maintenance of the Villa lots would be performed by the Association, and that the cost of that exterior maintenance would be funded by assessments levied solely against the Villa lots.

In the years following turnover of administrative control of the Association to Persimmon owners, a practice has developed involving Villa lot owners holding an annual election of representatives from among Villa lot owners to represent the Villa lots in the administration of the budget and in carrying out exterior maintenance tasks in order to implement the provisions of the Second Amendment (the "villa committee"). In effect, this group has acted as the governing body of a sub-association, although no sub-association has been formally organized.

Subject to the terms of this resolution, the Association's Board of Directors finds that the Villa Committee arrangements described in this Resolution are in the best interests of the Association and of the Villa lot owners, and the purpose of this Resolution is to document the Board of Directors' delegation of certain administrative tasks to the Villa Committee and to specify the procedural requirements and safeguards applicable such committee.

**NOW, THEREFORE, IT IS HEREBY**

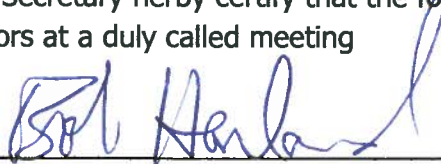
**RESOLVED**, that the Association's Board of Directors delegates to the Villa Committee the task of recommending a budget to the Association's Board of Directors for the Villas' assessment portion of the Associations budget, as well as the task of scheduling and recommending contract awards for the exterior maintenance, repair, and replacement work to be done to the Villa lots and to S.E. 40<sup>th</sup> Terrace (i.e., those things to be funded by the Villa assessments), subject to the following:

1. Villa Committee meetings shall be open to all owners (Villa lot owners and other members of the Homeowners Association) and shall be conducted in


accordance with the same rules applicable to meetings of the Association's Board of Directors. Notice of Villa Committee meetings, where votes are anticipated or taken, will be communicated in writing to villa homeowners at least seven days in advance of the meeting.

2. All Villa Committee decisions will be considered in the form of a motion, seconded, and voted on during the meeting. Those decisions will be distributed to villa owners and the HOA in the form of emailed meeting minutes. The articulated motion, if approved by a majority of the villa committee, will serve as their recommendation, and will be communicated in meeting minutes to the HOA board at least seven days before the HOA meeting where the issue is addressed by the full board.
3. All final decisions regarding budgets, Villa lot assessments, and contract awards for the exterior maintenance, repair, and replacement of the Villa lots and S.E. 40<sup>th</sup> Terrace shall be made by the Association's Board of Directors, and the Association's officers shall enter into contracts for such work on behalf of the Association, not in the name of, or on behalf of, Villa lots or the Villa Committee;
4. Election of the Villa Committee shall be conducted in accordance with the same rules applicable to election of the Association's Board of Directors; and
5. Nothing in this resolution should be construed as a delegation of the fiduciary or decision making responsibilities of the HOA Board of Directors. Villa Committee recommendations will be given weight and serious consideration in HOA decision making but may not be embraced in every instance. Recommendations of the Villa Committee will only be considered by the HOA if the steps outlined in item #1 are followed.
6. This resolution may be modified or revoked by a vote of the Association's Board of Directors.

**IN WITNESS WHEREOF**, THE President and Secretary hereby certify that the foregoing Resolution was adopted by the Board of Directors at a duly called meeting on April 8 2006

  
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President

  
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Secretary