

MARINA EXECUTIVE COMMITTEE
also known as the
BOARD OF QUEEN'S LANDING COMMUNITY MARINA LLC

COMMITTEE CHARTER

QUEEN'S LANDING COUNCIL OF UNIT OWNERS, INC.

WHEREAS, the Declaration for Queen's Landing, a Condominium, established the "Condominium" containing primarily residential units and "Common Elements" but also one (1) Boat Slip Unit ("Boat Slip Unit") with its own "Limited Common Elements" as shown on the Plat recorded in the Land Records of Queen Anne's County ("Land Records") in Plat Book 6, page 44; and the Declaration also established the Queen's Landing Council of Unit Owners, Inc. (the "QLCUO") comprised of owners of the units to manage and operate the Condominium;

WHEREAS, the Queen's Landing developer's lender subdivided the Boat Slip Unit and walking path from Queen's Landing and sold it to a private owner and Queen's Landing resident, who operated the marina and leased slips.

WHEREAS, in 2009 the private owner offered the Boat Slip Unit marina to Queen's Landing in a transaction whereby the Boat Slip Unit marina would transfer to a new owner and ownership of the individual slips ultimately would be retained by the then current owner.

WHEREAS, on or about December 2, 2009, Queen's Landing Community Marina, LLC ("QLCM") was formed by QLCUO with QLCUO as the sole member, to take title to the Boat Slip Unit and its Limited Common Elements;

WHEREAS, on or about December 18, 2009, the Boat Slip Unit and its Limited Common Elements, which include bulkheading, which was constructed prior to the construction of the marina, and which benefits the residential units and Common Elements of the Condominium was deeded to QLCM, and QLCM subjected them to a declaration that subdivided the Boat Slip Unit into 63 Units under the Maryland Condominium Act, Section 11-107(d) granting exclusive rights of use of 62 designated boat slips to unit owners in QLCUO and the Kent Island Fire Department ("Slip Owners") with 1 vote in QLCM for each slip, and the remaining non-slip unit held by QLCM/QLCUO which has 3 votes for every 1 Slip Owner vote in QLCM and is assigned all of the Slip Owners votes in QLCUO which is .59939% (see QLCM Declaration of Covenants, Conditions and Restrictions recorded in the Land Records at Book 1981, Page 381 and Amendment No. 45 to the Declaration for Queen's Landing, recorded in the Land Records at Book 1918, Folio 410);

WHEREAS, the aforementioned subdivision of the Boat Slip Unit and its Limited Common Element is further depicted in "Plat of the Alteration of the Non-Residential Boat Slip Unit" recorded in the Land Records at Plat Book SM 41, Folio 27A & 27B and amended in Plat Book KBH 51, Page 78A & 78B;

WHEREAS, in 2012, Queen's Landing Boat Slip Marina, Inc. ("QLBSM") was created to manage and operate the Boat Slip Unit and its Limited Common Elements with the assessments collected from the 61 Slip Owners who paid assessments and enforce its rules and restrictive covenants;

WHEREAS, QLCUO through QLCM owns and controls the Boat Slip Unit and its Limited Common Elements and there is no need for an additional layer of control, therefore QLCUO desires to terminate the operation of QLBSM and turn control of the Boat Slip Unit to the Marina Executive Committee, as the Board of QLCM; and

WHEREAS, in addition to the QLCM Declaration, the QLCUO Board of Directors is empowered under the governing documents of QLCUO to establish authorized committees with duties and responsibilities as detailed in its "QLCUO Guidance and Operation of Committees".

NOW, THEREFORE, LET IT BE RESOLVED, that the Board of QLCUO in conjunction with the QLCM Declaration does establish by resolution a Standing Committee chartered as the Marina Executive Committee ("MEC"), also known as the Board of QLCM. The purpose, responsibilities and organization of MEC are set forth below:

PURPOSE – MARINA EXECUTIVE COMMITTEE

To assist the QLCUO Board of Directors in overseeing the operation and maintenance of the Boat Slip Unit and its Limited Common Elements to ensure they are properly maintained and operated, for the benefit and enjoyment of the Slip Owners and the unit owners of the Queen's Landing Condominium as well as protect the interests of QLCUO and QLCM.

RESPONSIBILITIES – MARINA EXECUTIVE COMMITTEE

The Committee shall:

..... carry out the policies set forth by the QLCUO Board of Directors, as amended from time to time, and act in an advisory council to the QLCUO Board of Directors regarding all aspects of the Boat Slip Unit and its Limited Common Elements.

..... report to QLCUO on MEC's actions and prepare motions and recommendations to the QLCUO Board of Directors at its Board meetings.

..... oversee the use and operation of the Boat Slip Unit and its Limited Common Elements, including the piers, slips, bulkheads, and pilings, in accordance with the provisions of federal law, the Maryland law including but not limited to the Maryland Condominium Act; Queen Anne's County Code and regulations, the QLCUO Declaration, Bylaws and rules; and the QLCM Declaration of Covenants, Conditions, and Restrictions and rules.

..... manage or oversee all applications or submissions to the Maryland Department of the Environment, Queen Anne's County, Maryland, or the Army Corp of Engineers that impact the Boat Slip Unit and its Limited Common Elements.

..... oversee the enforcement of and amendments to the restrictive covenants and rules as contained in the QLCM Declaration, Art. V, which govern the use and operation of the Boat Slip Unit and its Limited Common Elements.

..... oversee requests for slip modifications by Slip Owners pursuant to QLMC Declaration, Art. V, Section 4.

..... maintain, repair and replace the Boat Slip Unit and the Limited Common Elements.

..... prepare by September of each year, the annual budget and special assessments for QLCM including operation and maintenance of the Boat Slip Unit as well as reserves, and establish slip assessments subject to the appropriate hearings as well as approval by the Board of QLCUO at the QLCUO annual meeting.

..... retain the books and records of QLCM, including financial records, bank statements, insurance policies, invoices, tax returns, tax statements, etc.

..... prepare and file the appropriate federal, state and filings for QLCM.

..... ensure compliance with the Maryland Condominium Act with regard to reserve studies for the Boat Slip Unit and its Limited Common Elements.

..... oversee the collection and expenditure of QLCM assessments and other revenue according to its annual budget and special assessments.

..... ensure proper insurance coverage including D&O for QLCM and oversee distribution of insurance proceeds for any damage caused to the Boat Slip Unit.

ORGANIZATION – MARINA EXECUTIVE COMMITTEE

..... The MEC shall consist of four (4) committee members appointed annually, even though the QLCM Declaration only calls for three (3) Directors on its Board. The additional committee member enhances the representation of Slip Owners on the Committee.

..... Pursuant to the QLCUO Guidance and Operation of Committees, the QLCUO Board President shall appoint annually at the Board's Organizational Meeting, a Board Member as the Chair of MEC subject to review by the QLCUO Board members present. The MEC Chair shall appoint the other three (3) Committee members, at least one (1) of whom shall be another current member of the QLCUO Board and at least two (2) of whom shall be a current Slip Holder.

a. All Committee members must be current QLCUO unit owners and be at least either a current QLCUO Board member or Slip Holder.

b. Two (2) of the MEC members must be current QLCUO Board members, preferably with one being a current Slip Owner.

c. The Slip Owners shall annually nominate at least two (2) Slip Owners for MEC. The Chair may, but is not obligated to appoint the nominees, however.

..... The MEC shall meet as often as necessary to complete its assigned responsibilities. A quorum shall be a majority of the committee.

..... The Chairperson or their designated alternate shall attend QLCUO Board of Directors Meetings.

..... The MEC shall comply with the QLCUO Board of Directors Resolutions and the most current version of the QLCUO Guidance and Operation of Committees.