

## Document Review Committee Meeting

February 24th 2020

**Members Present:** Sue Bartolotti, Gina Bayless, Geoffrey Brooks, Jim Haar, Rob Jordan, Jill Keele; Tom Kulczyckil, Frank Leto, John Lipinski, Beverly McDowell, Bill Schrimpf, Marilee Watts, Buck Yaeger

**Board Members:** Terry Retter & Craig Hanson

Meeting called to order by Jim Haar

1. Jim Haar was confirmed as Chairman
2. Rob Jordan was confirmed as Vice Chair
3. Geoffrey Brooks was confirmed as Secretary

### A. Committee Charter

Jim Haar reviewed the Charter.

The committee is charged with making an assessment of what modifications to Somerset's controlling documents maybe necessary/desirable.

The goal will be to suggest modifications, which can eventually be brought to a community vote.

### B. The controlling Documents are:

PUD  
Articles of Incorporation  
By-laws  
CCRs

### C. Discussion on how the review would be best accomplished.

Terry said that his initial thought was to complete in 6 months, though perhaps a year would be a more realistic deadline.

There is a budget of \$75K for making legal changes, seeking legal opinions.

#### 1) PUD

This is a legal document filed with the city nearly 20 years ago. There have been amendments in the past, filed by the declarant. It governs the eventual size of the community ... which is ~ 3500 units (I have seen emails alluding to 3741 from Ray Lee from ~ 2012). It also outlines the way the community should look, style of houses, size of lots, landscaping, etc.

This description flows through to the By-laws and CCRs - there is a lot of repetition!

#### 2) Articles of Incorporation

This is a legal document, which Jim Haar has circulated his thoughts on, where the changes would be essentially "tidying up" to show that the Somerset Non-Profit Corporation was a living evolving legal entity. One suggested change would be to allow the Board to increase the number of Directors to 7.

### **3) By-laws**

These flow from the PUD/Articles of Incorporation and are possibly not relevant until the committee has gone over the CCR's

Comments on the powers of the Declarant - which seemingly expire in 2023 and the necessity to leave them in or eliminate them, are possibly moot as the Declarant is not in control.

The above 3 documents provide the legal overview for operating Somerset HOA. Some discussion ensued as to how the sub-associations dove-tail in, and how much independence they have from the Master Association ensued. The bottom line - is that they can have rules stricter than the Master - but not less stringent! They have no real relevance for our review.

Terry pointed out the Rules were different for the private streets vs. Public. Our mission is not about enforcement (those duties with the Board)! The Board have the power to make exceptions (variances) if pertinent.

### **4) CCR's**

It was agreed that we would focus on reviewing, suggesting changes, modifications to these at first. Once these changes had been agreed on - the committee would review these first.

Rob led a discussion of "ideas/thoughts" the committee members had submitted...

Most Importantly - the need for community engagement in the process of ideas/thoughts was emphasized, perhaps a series of out-reach questionnaires would be helpful.

A comment was made that 90% were happy with the way things were... so why do we want to change stuff?

These included

Parking R&R

Community sizing - what's to be built and is the infra-structure adequate

Enhancing fire protection (no junipers)

Rockery walls

House #s on curbs

No more DG (The Cliffs!)

Rob will generate a comprehensive list, based on meeting comments and previously submitted ones.

### **5) Next Meetings - Monthly (before SOA Board Meeting)**

Tuesday March 24th @ 4pm

Tuesday April 28th @ 4pm

The meeting was adjourned

Geoffrey Brooks  
Secretary

DRAFT