

Linwood Heights Board of Directors Meeting
Special Meeting - CC&Rs
Wednesday, May 20, 2020
Virtual Meeting via Zoom

Attendees

Board members present: Adam Graff, president; Lillian Ostrach, secretary; Members at large: Janean Quigley, Jim Gibson, Wayne Stoltz, Odie Christensen, Bryan Randall

Board members absent: Mac Rominger, Larry Richardson

Notes regarding attendance: Wayne experienced some technical difficulties during the meeting and was disconnected and had to reconnect. Larry was unable to connect to the meeting for some reason. We'll troubleshoot Larry's connection difficulties to attempt to avoid these issues for him and other participants in the future.

Call to Order – Adam Graff

Meeting commenced at 6:29pm MST.

Housekeeping

Motion to make Jim Gibson treasurer since Mac Rominger is outgoing by Lillian, seconded by Janean. Board members Adam, Lillian, Janean, Wayne, Odie, and Bryan voted in favor, Jim abstained as the vote concerned him. Motion carries; Jim Gibson is now the Linwood Heights HOA Treasurer.

Motion to change signers on the HOA bank account from Cecelia and Mac to Lillian and Jim by Bryan, Janean seconds. All Board members present voted in favor; motion carries.

Motion to change statutory agent to the corporation commission from Paul Gillespie to Lillian by Jim, Bryan seconded. All Board members present voted in favor; motion carries.

Lillian presented email correspondence from a prospective property owner received today, 20 May 2020, requesting permission from the HOA to install an historic wagon that holds cultural and familial significance. The prospective property owner described why he would like to install the wagon and included a photograph. The Board discussed the matter and agreed that as presented by the property owner, the wagon was not a habitation or vehicle as prevented by the CC&Rs and instead was a piece of art or landscaping. The Board also discussed the precedent set by another property owner with a carriage installed on their property. Motion to have Lillian write a letter notifying the prospective property owner of Board approval to install the historic

wagon as it is considered a piece of art should they choose to purchase the property made by Lillian, seconded by Jim. All Board members present voted in favor; motion carries.

CC&R Review

1996 CC&Rs from start through end of page 4 (through section V-a) – Janean

Janean began to present the content and was interrupted with Board discussion regarding whether the 2002 CC&R revision completely replaced the 1996 version. The Board agreed that the 2002 CC&R revision most likely supersedes all earlier CC&Rs and amendments even though all the CC&Rs are available on the HOA website. In the interest of time, the Board agreed to skip ahead to review the 2002 CC&R.

Odie had reviewed the Amendment to the 1996 CC&Rs, which was similarly superseded by the 2002 CC&Rs, and therefore did not present conflict with current community governance and not in need of review.

Wayne experienced connection problems at this time and was unable to present any additional thoughts about his assigned section of the 1996 CC&Rs (top of page 5 [continuation of section V-a] through the end of the document). He will send comments via email.

2002 CC&R from the start through the end of page 7 (through section IV-d-3) – Jim

Jim identified Section III.d at the bottom of numbered page 5, which allows the Board to increase the annual assessment by 10% without requiring a vote of the HOA membership. This statement is not in agreement with the Arizona state law ARS 33-1803, which allows an annual increase of 20% by the Board. Jim made a motion to revise Section III.d to indicate that the Board will be allowed to make annual assessment increases in line with the Arizona state law, Bryan seconded. The Board discussed the need to include the amendment suggestions in the annual meeting mailer to be voted on by the membership at the annual meeting in July. All Board members present voted in favor; motion carries.

2002 CC&R from the top of page 8 (continuation of Section IV-d-3) through the bottom of page 11 (i.e. through Section VI-c) – Bryan

- Section IV-e: Jim made a motion to strike this section; Bryan seconded. All Board members present voted in favor.
- Section IV-f through h: Bryan mentioned these sections pertain to legal matters that are covered in detail in the ARS and questioned whether keeping them is needed. The Board agreed that including these sub-sections are important.
- Section V-b: The Board discussed whether the City of Flagstaff statutes supersede our HOA CC&Rs, particularly with respect to this sub-section for pets. In his research, Odie found that the more restrictive regulation applies unless it is not in line with state law, so the CC&Rs stand.

- Section V-c: The Board discussed the need to update this section to be in agreement with the ARS, specifically the items:
 - For Sale signs to be revised to explicitly include For Rent and For Lease signs in the CC&Rs
 - Political signs: ARS allows prohibition of political signs except for specific time periods; revise CC&Rs to agree with the ARS (e.g., “political signs may be displayed for the time period specified by law”
 - Include a definition for “advertising”
 - We need to make sure we look at the city and county law allowances
- Section V-d: The Board agrees that garage sales are permissible and do not reflect business activities. Odie made a motion to add a statement to this section that permits garage sales, seconded by Bryan. All Board members present voted in favor; motion carries.
- Section V-f: This section regarding fire prevention has a confusing sentence; Adam mentioned a similarly confusing statement is included in Section VII-d. Bryan made a motion to strike this statement, Adam seconded. All Board members present voted in favor; motion carries.
- Section V-g: Regarding external equipment
 - (1) Tanks: Adam made a motion to amend this item to permit rain-water collection cisterns, Janean seconded. The Board discussed possibly restricting size of the cisterns and eventually agreed to avoid specifying a size allowance. All Board members present voted in favor; motion carries.
 - (2) Clotheslines: The Board discussed permitting clotheslines and methods to retain favorable aesthetics. Jim recommended allowing clotheslines and restricting them to backyards and not in easy view of the street, and Lillian raised the point that not all homes (including hers) had a traditional backyard that was out of view from the street. Bryan mentioned that specific restrictions for permitting clotheslines would be difficult to enforce as there will be many different situations and favors language along the lines of “clotheslines are permitted, however, the homeowner is expected to use discretion in placement of clothesline, ensure prompt removal of clothes, and to be respectful of neighbors.” Jim recommended adding language to promote installation of clotheslines that are least visible from the street view, along the lines of “in the backyard, as limited from street view as possible.” Bryan made a motion to amend this statement about clotheslines to permit clotheslines using language described above and would draft it, Jim seconded. All Board members present voted in favor; motion carries.
- Section VI: Regarding Property Rights, sub-section (c) delegation of common area rights: Lillian made a motion to add verbiage “and responsibilities” to be inclusive of the responsibilities we expect for all property owners, tenants, and guests; Janean seconded. All Board members present voted in favor; motion carries.

2002 CC&R from the top of page 12 (section VII) through the end – Adam

- Section VII: Regarding tree removal, this section is very comprehensive and Adam recommends removing sub-section d. Odie asked for clarification as to who or what the “city” is in this statement, specifically whether Jerolyn Byrne (or whoever is in her role) the designee of Ms. Antole (sp?) who can give permission. Adam made a motion to strike subsection d, Lillian seconded. Odie and Jim abstained from the vote, all other Board members present voted in favor and the motion carries.
- Section VII: Regarding CC&R Enforcement, some areas need fixing to limit contradictions within the CC&Rs as well as the Arizona state law ARS 33-1803.
 - Adam made a motion to strike “anonymous” in sub-section b-1 because it contradicts the first rule (must be lot owner) and contradicts AZ ARS 33-1803, Bryan seconded; all Board members present voted in favor and the motion carries.
 - Bryan made a motion to amend sub-section b-3 make in consistent with the requirements stated by the Arizona state law ARS 33-1803, specifically that the Board’s letter must include 5 things, including written notice of member’s option to petition for admin hearing on matter in state real estate department pursuant to ARS 33-1803, Adam seconded. All Board members present voted in favor, motion carries.

2009, 2017 & 2018 Amendments – Larry (via Adam)

No glaring issues, except the Board may want to consider revising the 2009 CC&R amendment regarding the vehicle storage allowance of no more than 14 days within a 30 day period. The Board discussed striking the 30 day period requirement, changing the language to be similar to what the Forest Service requires for campsites. Adam made a motion to strike the 30 day statement, Bryan seconded; the Board discussed Odie’s point about the Forest Service regulations, which are there to prevent people from moving campsite for a day or two and then coming back. Jim made a motion to wait to amend this CC&R amendment until the language can be figured out, Bryan seconded. All Board members present voted in favor; motion carries.

Linwood Heights HOA By-laws – Lillian

Lillian did not find many revisions necessary. Lillian mentioned Article IV-h Board Action In Lieu of a Meeting required all members of the Board to collectively consent in writing to actions taken without a meeting, which is difficult to do. Lillian made a motion to amend Article IV-h to indicate that a quorum of Board members as opposed to all Board members would suffice for actions taken without a meeting, provided this change is in agreement with any restrictions stated in the Arizona state statute 33-1803, Adam seconded. All Board members present voted in favor; motion carries.

The Board discussed that with the increase in electronic communications and actions taken without formal meetings, indicators of the action needed to be provided in the email subject or body. For example, if an item requires a vote, indicating the need for a vote in the email subject line or in the body of the email text; if in the email text, emphasizing the statement with different colored text or formatting (e.g., bold font).

The Board discussed creating Standard Operating Procedure (SOP) documents for the Officer positions so that this information could be passed down upon membership changes or when an Officer may be unavailable to complete their duties. The Officers agreed to begin working on these SOPs.

Lillian brought up a request received for a replacement key to the Jesse Gregg Park gate and suggested that replacement keys should incur fees. Lillian made a motion that replacement keys for the Jesse Gregg Park gate should cost \$25 for the first replacement key and \$50 for each additional replacement key requested by the property owner, Janean seconded. The Board discussed that each property owner is entitled to one gate key free of charge and if for some reason they do not receive one upon taking ownership of the property, a single key will be provided to them at that time. All Board members present voted in favor, motion carries.

The meeting adjourned at 9:01pm MST.

Minutes taken by Lillian Ostrach, LHHOA Secretary.