

## **SILVERHEELS NEW AMENDED COVENANTS COMMITTEE (SNACC)**

### **Minutes of 12/16/21 Meeting**

*(7:00 PM via Zoom)*

*Approved at 01/05/22 Meeting*

#### **1. Attendance**

Members Present: Rich Bainbridge, Susan Barden, Tony Boccio, Luis Canales, Natalie Gorak, Lesley & Ed Hall, Gail & Steve Kloppel, Zach Loos, Mary Manka, Lane Mathison, Maria Mitchell, Tyler & Kylie Pontius, Charlie Schultz, Maria Smaldone, Jeffrey Togie, and Lillian Wissel.

Moderator Present: JB Burghardt

Members Absent: Mike Peterson and Art Recek (both notified us in advance), Aleks Matthews (last minute medical emergency).

Quorum: A quorum was confirmed. There was a discussion about potentially lowering the number of lots necessary to constitute a quorum, but it was agreed that it should stay at 17.

#### **2. Minutes**

The Minutes of 12/2/21 meeting previously provided to the Members were approved with no further changes.

#### **3. Committee Meeting Schedule Going Forward**

The vast majority of Committee members did not want to meet on Friday nights or weekends, but agreed that we will have a rebuttable presumption for future meetings to be held on Wednesday nights – for now every two weeks but with the possibility of meeting weekly if necessary to meet our goal of completion by Spring 2022. However, the schedule will remain flexible for other weeknights if necessary to achieve a quorum.

#### **4. Structure of Base Document for Revised Covenants**

All members gave a hearty thank-you to Charlie Schultz for his cut-and-paste revised version of the Amended and Restated Covenants that more closely follows the order of the Original Covenants. It was agreed to create our New Amended Covenants based on Charlie's model, which will be labelled "v1".

JB will maintain the Master File of all of our revised versions, which will be successively labelled "v2", "v3", and so on, following each meeting's work. All versions will have a footer on each page to identify them clearly, thereby minimizing confusion. We will discuss and conditionally vote on proposed revisions at each meeting as we go; however, after the meeting JB will provide an updated version of our work as well as a separate redline showing the proposed changes from v1, and we will evaluate and vote on that updated version at the following meeting. When we have completed our work on the entire document, we will have a final vote before submitting our complete New Amended Covenants to the Board.

Rather than have our official Minutes exhaustively review each and every change we consider, discuss, and conditionally approve during our meetings, the revised versions and redlines produced after each meeting will reflect the net results. Our Minutes will be limited to major discussion topics.

## **5. Begin Review and Edit of Base Document**

### Recitals

JB proposed certain amendments to the Recitals to more completely reflect the documentary and recording history of SROA's Governing Documents (Covenants, Plats, Bylaws, Articles of Incorporation). This will provide clarity that is lacking in the Original Covenants. For example, the Original Covenants allude to Filing No. 1 only, because they were executed and recorded before the Plat for Filing No. 2 was executed and recorded (although each Plat does reference the Original Covenants). This and other clarifications will be reflected in v2.

### Article I - Declaration

Section 1.2 – Intent. Tony Boccio suggested adding the following sentence at the beginning of this Section to more fully describe the vision and intent of our community: “It is the INTENT of this Document to promote SRS as a self-ruling, Residentially-Zoned, quality-oriented Community of 201 Single Family residential lots whose Development and Use are Covenant Controlled.” He noted the significant number of concepts intentionally included in this sentence. This led to a detailed discussion of each concept. Several members expressed the view that the existing sentence was adequate and did not need enlargement; however, finally after considerably more discussion, it was agreed that a few key concepts warranted further emphasis: small-density, residential, single-family, and covenant-controlled. It was agreed that JB will try to draft a modification of the existing sentence to include these three concepts. It will be included in v2.

The second-to-the-last sentence in Section 1.2 referencing “nuisances, undue noise and danger” lacks detail, but is OK as a concept in this Section. It can be further clarified later in Article III Restrictions, Section 3.10 Nuisances. It was noted that Park County has a noise ordinance.

Section 1.5 Amendment. The “President of the Association” needs to be defined, and there should be something describing the Board before Article II begins. The full description of the Board and the roles of its members is found in the Bylaws, but a cross-reference is needed here in the Covenants.

### Article II Architectural Review Committee

General discussion ensued about whether v1 of Article II contains too many Sections, some of which address matters not actually the responsibility of the ARC. Charlie explained that he had simply included any Section that had “ARC” in it when preparing v1. He further explained

that the last five Sections of Article 2 v1 are actually County regulations and perhaps need not be included in our Covenants at all (these include Sections 2.15 Improvements, 2.16 Easements, 2.17 Driveways and Driveway Crossings, 2.18 General, and 2.19 Sewage Disposal Systems). It also was suggested that a new Article be created, titled “General Building Requirements”, or that the Article II remain intact with a new title that does not focus on the ARC. All of these concepts will be addressed at our next meeting.

## **6. Other Business**

- a. Robert’s Rules of Order will generally be followed for motions, discussion, and voting.
- b. A question was raised whether the new versions and redlines that JB prepares and disseminates after each meeting can be discussed and debated via email between meetings. While emailing between and among members is always fine, trying to debate and edit text between meetings via email among 23 members can easily turn into an overwhelming burden, and many members will not have the time or interest in doing this. Therefore, while voluntary online discussion is not discouraged, all decisions and voting on changes to text will take place during meetings only.
- c. JB will contact Ann Erdle to invite her to join the Committee.
- d. Access to the Zoom recording of this meeting is in our [Google Drive folder](#). Previous meetings are there as well. Tonight’s recording started only after we had established a quorum and approved the previous meeting's minutes, beginning at 0:22.

## **7. Next Meeting; Homework.**

The next meeting will be on **Wednesday, January 5, 2022 at 7:00 PM** via Zoom.

**Homework:** Review Article II. Be ready to discuss the possibility of retaining all current Sections in this Article but retitling it, versus separating the Sections into general building requirements that do not involve the ARC from those that do, potentially creating two Articles from this one.

## **8. Adjournment**

The meeting was adjourned at 9:04 PM.