

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

**Minutes of 06/01/22 Meeting**

*(7:00 PM via Zoom)*

*Approved at 06/15/22 Meeting*

**1. Attendance and Quorum (13 lots)**

**Members Present:** Rich Bainbridge, Susan Barden, Tony Boccio, Lesley & Ed Hall, Gail & Steve Kloppel, Zach Loos, Mary Manka, Lane Mathison, Maria Mitchell, Kylie & Tyler Pontius, Charlie Schultz, Maria Smaldone, Jeffrey Togie

**Members Absent:** Luis Canales, Natalie Gorak, Mike Peterson, Lillian Wissel

**Quorum:** A quorum was met with 15 Members present.

**Observer:** Laura Biewick

**2. Review and approve Minutes of 05/18/22 Meeting.**

The Minutes of the 5/18/22 meeting, provided in advance to all Members, were unanimously approved.

**3. Continue section-by-section review of proposed modifications to Article 2, using Draft v11, starting with final consideration of Section 2.10 (ARC Decision Deadline), followed by continued discussion of Section 2.12 (ARC Guidelines).**

**Section 2.10 - ARC Decision Deadline**

In Covenants Draft v11, the Section 2.10 rewritten to ensure that the ARC must communicate with the applicant in a timely fashion; and specifically, that when the ARC has reached a decision about an Application the ARC will communicate both by phone (or leave a voicemail) and email with the applicant. After discussion about phone calling it was agreed that this could be beneficial measure in addition to emailing.

Then there was more discussion regarding the last clause of the proposed section, which stated that if the ARC failed to phone and email an applicant with the results of its decision by the Decision Deadline, the failure to do so would automatically constitute approval of the Application. When the question was raised whether this has ever actually happened in the past, Lesley explained that it did: when she and her husband Ed submitted an application to the ACC back in the 90's. A concern also was raised regarding the possibility that an owner whose Improvements as proposed would actually violate a Covenant might state that he never received a communication from the ARC by the Decision Deadline, and thus was excused under the "automatic approval" provision. Current ACC members Charlie and Tyler explained that the present ACC saves copies of all emails and scans Application forms, and therefore would be able to confirm what the ACC had done and when. JB noted that the "automatic approval" provision was taken from our current (1979) Covenants, so it is not a change but a continuation of the policy we have had for 40 years, with no negative results that anyone is aware of. After more discussion a motion was made to approve the draft as written, including the automatic approval clause. The motion carried by a vote of 10 to 5. The approved Section 2.10 therefore will read as follows:

Promptly upon receipt of an Application, the ARC shall email and phone (including voicemail) the applicant to acknowledge receipt and to advise whether the Application is complete or requires additional information. The ARC shall decide to approve, approve subject to additional stated conditions, or disapprove an Application within 21 days after providing notice that the Application is complete (the “**Decision Deadline**”). No later than the first business day after the Decision Deadline, the ARC shall email and phone (including voicemail) the applicant to communicate its decision; a failure to do so shall automatically constitute approval.

### **Section 2.12 - ACC Guidelines**

As noted in the Minutes of our May 18 meeting, proposed Section 2.12 was drafted to describe a detailed procedure for the issuance of Guidelines by the ARC. Those Minutes also noted that Charlie and Tyler, who both are members of the current ACC, had promised to provide a copy of the ACC’s “Metric” – a short and simple checklist of requirements taken directly from the current Covenants that pertain to Improvements - which the ACC now uses to evaluate Applications for proposed Improvements. As they had explained previously, the Metric was developed to provide clarity and to attempt to limit any subjectivity or randomness in the decisions of the ACC. As promised, all Members did receive a copy of the Metric after the last meeting for their review.

Tonight’s discussion regarding proposed Section 2.12 began with Charlie expressing disappointment that the current ACC Guidelines had not been viewed in a positive way by many in our community. He emphasized that they were written with the intent to support the Covenants and provide owners with guidance based on the Covenants. Several Members commented, however, that the Guidelines overall came off more as requirements or directives than as suggestions or guidelines, which they thought had a lot to do with the way they were received by some in our community. Tyler and Charlie went on to say that the ACC had no objection to deleting proposed Section 2.12 entirely and eliminating the Guidelines, subject to the caveat that *some* kind of written guidance, albeit less formal and more in the nature of suggestions or FAQ’s, should be available to provide owners with useful information that would help them in planning Improvements. Other Members expressed support for these concepts, while also expressing appreciation for all the thought and effort that had gone into the current Guidelines – many of which could still be useful in a less directive form. Charlie and Tyler indicated that the ACC is working on a new document consistent with these concepts, and that putting it (along with the Metric) on the SROA website, rather than in the Covenants, would make sense and be beneficial. Kylie reminded everyone that the ACC already has a tab on our website which includes the current Application form and Guidelines (click on *About*, then click on *ACC*), and that the tab easily could be updated with the new documentation when available. A motion was then made to delete proposed Section 2.12 in its entirety; the motion carried by a vote of 13 to 2.

### **Section 2.15 - Variances, and Section 2.16 - Waivers & Precedents**

JB suggested re-identifying and relocating proposed Sections 2.15 (Variances) and 2.16 (Waivers & Precedents) as Sections 2.13 and 2.14 and moving the Section on Enforcement to

come after them, because they relate to the role of the ARC, whereas the section on Enforcement involves the Board. Nobody disagreed with this concept. However, whether it was appropriately within the authority of the ARC, rather than the Board, to grant variances from limitations under Article 2 was raised by some Members as an issue that required further discussion. Another suggestion was to eliminate the proposed language in Draft v11 on this topic, and return to the language in the original (1979) Covenants. Given the late hour, this discussion must be continued at the next meeting.

**4. New Business**

No new business was discussed.

**5. Next Meeting & Homework**

The next meeting will be on June 15 at 7:00 PM via Zoom.

**6. Adjournment**

The meeting adjourned at 9:06 PM.