

APPROVED

Vistoso Community Association
Governing Documents Committee Meeting Minutes – Monday, December 6, 2021
Via Zoom Videoconference

Members Present: Sarah Nelson, Chair, Committee Members: Dan Sturmon, Ray Gans and Bill Van Dam

Absent: Bob Mariani and Rebecca Bowermaster

Guest: Wendy Ehrlich, Esq.

Staff: Barbara Daoust, General Manager

I. Call to Order: The meeting was called to order at 4:00p.m.

II. Adopt the Agenda

Motion was made by Dan Sturmon and seconded by Ray Gans to adopt the agenda as presented. Motion carries unanimously.

III. Meeting Minutes

Motion to approve the November 3, 2021 meeting minutes as presented was made by Dan Sturmon, seconded by Ray Gans, and passed unanimously.

IV. Old Business

Discussion on Revised CC&Rs and Presentation to the Board – Wendy Ehrlich

Wendy Ehrlich explained that the first draft removed all the declarant language, simplified the language, and brought the CC&Rs in accordance with AZ Statutes.

Discussion points ensued regarding joint enforcement, architectural control and percentage needed to amend the CC&Rs.

The committee discussed short term rental restrictions and since there has been recent challenges to amendments that were passed by other associations, they decided to table further discussion on this topic for now. There is a leasing provision in the document currently.

It was recommended that the residential and commercial sections of the document be checked for consistency. Wendy Ehrlich and Bill Van Dam will get together and keep the General Manager abreast to the progress.

The presentation to the board should include the direction the committee is going and to give the opportunity for the board's input.

The board will receive a copy of the first draft prior to the meeting and advise that the copy is client-attorney work product and should not be distribute outside the board or the committee.

The procedure, bifurcation and consent were discussed along with the percentage to amend the document.

Motion to recommend to the board the 51% threshold to amend the CC&Rs was made by Ray Gans and seconded by Bill Van Dam. Motion passed with three in favor and one abstention by Sarah Nelson.

Motion to recommend to the board amend the CC&Rs in a bifurcation process was made by Sarah Nelson and seconded by Bill Van Dam. After discussion motion was later withdrawn.

A motion was made by Ray Gans and seconded by Bill Van Dam to recommend to the board a consent agenda approach to revise the CC&Rs at the same time with second vote to amend the percentage requirement to change the document from 75% to 51% and the 51% will be substituted in the governing documents if the CC&Rs vote fails. Motion unanimously passes.

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Discussion on Presentation Slides/Script

The committee requested that the revised slides/script be sent to the board prior to the December 15 meeting. Bill Van Dam will send the General Manager a clean-up version.

V. Adjournment: The meeting adjourned at 5:11p.m.

Next Meeting Date: January 5, 2022 at 4:00pm.