

Point Richmond Ridge Homeowners' Association

Progress Report on Updating Governing Documents

S. A. Treese, December 2019

This is a brief, informal report on the progress we have made toward bringing our governing documents up to date. Since the Annual Meeting in November 2019, we have had a chance to meet with our HOA's attorney and clarify our options. Here are the key points we have learned:

1. It is unnecessary to formally update the Articles of Incorporation.
 - a. The legal contact for our HOA is updated each year with our annual filing.
 - b. The Board of Directors can indicate the necessary spelling and grammatical corrections by passing a resolution defining the corrections. These are not considered to materially change the Articles; so, it is not necessary to obtain a vote of the membership for these types of clarifications.
2. On the Maintenance and Protective Covenants (M&PCs; legally covered by the Conditions, Covenants, and Restrictions regulations):
 - a. Amending the M&PCs would require unanimous approval by the entire HOA Membership, which is not considered feasible. Clarifications are allowed, however.
 - b. Similar to the Articles of Incorporation, the Board of Directors can indicate the necessary spelling and grammatical corrections or clarifications by passing a resolution defining them. This will not materially change the Articles; so, it is not necessary to obtain a vote of the membership for these types of clarifications. We would not change any provisions within the M&PCs.
 - c. The Covenants and Restrictions related to property appearance, construction, use, etc. will expire in January 2022. We can extend these by simple majority vote of the Membership. The Board will work toward a formal vote on this extension before January 2022. The proposal will be reviewed with legal counsel before it is presented to the Homeowners. The formal proposal to extend the provisions will be presented to Members in 2020 to begin the process.
 - d. The covenants related to common property maintenance and dues are perpetual and do not need to be addressed.
 - e. Covenants that have not been routinely enforced for several years (e.g. prohibition of satellite dishes) may no longer be enforceable; so, we need to be diligent in the ACC activities.
3. The Bylaws can be updated by the Board of Directors at any time.
 - a. The Bylaws must be consistent with the Articles and M&PCs.
 - b. We will form a committee to update the Bylaws in the first quarter of 2020. Several people have expressed an interest. We want community input in this effort.
 - c. The "Bylaws Update Committee" will meet during 2020, with a target to complete work by September 2020. The Committee charter is in development.
 - d. We will target to have the updated Bylaws approved and published by the Board before the Annual Membership Meeting in November 2020.