

Governing Documents Committee (GDC) Report

For the 1 Nov 2021 HLR Board of Directors Meeting

31 Oct 2021

1. The GDC committee met on 25 Oct to review progress in our compilation of past HLR board motions and to develop a plan for future actions. Members attending included Corinthea P, Claire P and Eileen A. No HLR neighbors attended.
2. No GDC Review Request (GRR) have been submitted to the committee for review.
3. The GDC reviewed and compiled a matrix of all past HLR board motions that impact our governing documents. In doing so we found that there were some motions that are not accurately or currently reflected in our Association Rules and Procedures. We will be packaging the matrix for the board and appropriate committees for action.
4. Attached are draft GDC procedures for review and comment. The GDC request the HLR Secretary post these procedures on the GDC page for comment by 1 December 2021. Comments can be sent to admin@hlrpoa.com.
5. The next meeting of the GDC will be 22 November at 11am at Eileen's. Attendees to bring lunch fixings. Contact admin@hlrpoa.com for the location/address. All property owners are welcome to attend. The meeting agenda:
 - (1) Review motions assigned to GDC passed but not included in our governing documents and make recommendation to include or cancel out.
 - (2) Consolidate draft Association Rules changes
 - (3) ID motions which impact other governing documents
 - (4) ID proposed changes to our ByLaws to bring in sync w/ Articles of Incorporation, CCR and past motions.
 - (5) ID a timeline for governing documents review
 - (6) Review/finalize draft GDC procedures.

Submitted by

Corinthea

Corinthea P

GDC Chair

Governing Documents Committee

Mission and Procedures

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as of 25 Oct 2021

7. Governing Documents Committee

7.1. Mission: The Governing Documents Committee (GDC) serves as a resource to guide the HLR Board of Directors, ensuring they operate within the framework of HLR governing documents, and advises the Members of the Association whenever questions occur about the meaning, interpretation and/or application of HLRPOA governing documents.

7.2. Duties

7.2.1. Become knowledgeable about HLR Articles of Incorporation; Declaration of Conditions, Covenants, Restrictions and Easements (CCRs); Bylaws; Association Rules; and state laws and judicial decisions that impact those governing documents and advise the Board accordingly.

7.2.2. Review proposed additions or changes to HLR Association Rules or procedures to ensure proposals do not conflict with current governing documents.

7.2.3. Remain available for questions from Association Members about HLR governing documents. The Committee will inform the board of any communications with Members and courtesy copy any responses.

7.2.4. Recommend to the Board any amendments to our governing documents as needed.

7.3. To accomplish the duties above, the GDC will:

7.3.1. Read and organize HLR governing documents to become familiar with all appropriate materials. Read and become familiar with state statutes concerning HOA or POAs and any annual updates. See Arizona Revised Statutes (A.R.S.) [§33-1801](#), [A.R.S. §33-1802\(1\)](#), and the [Arizona Corporation Commission](#). Rely on feedback from the GDC board liaison on any board training opportunities which may include updates on state statutes concerning HOA or POAs.

7.3.2. Consolidate and keep current a listing of all HLR Board motions that impact our governing documents. Identify and suggest corrective action for any motions that conflict with governing documents. At a minimum, update annually the consolidated list of HLR Board motions and make it available to all HLR property owners.

7.3.3. Review all proposed additions or changes to Association Rules and procedures. Review includes ensuring that no rules or procedures violate current HLR governing documents or state statutes. Notify the HLR Board of any discrepancies and propose fixes in a timely manner. See paragraph 7.6 for procedures.

7.3.4. Be available, neutral, and knowledgeable of HLR documents when answering questions from HLR property owners on how the HLR governing documents may impact them. See paragraph 7.6 for procedures.

7.3.5. Identify or review proposed amendments to HLR governing documents, ensure they are given the appropriate level of review by HLR property owners, and make recommendations to the HLR Board for action. GDC actions may include developing clear language for any proposed

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changes; disseminating proposed changes and then consolidating feedback on them from HLR property owners; mailing ballots to property owners for changes that require property owner vote; and ensuring all changed documents are recorded in a timely manner with the Cochise County Recorder, when appropriate, and published on the HLR website.

7.4. Staff duties: While GDC members are all equals, there are unique duties within the committee.

7.4.1. GDC Chair: Selected by GDC members; runs all meetings; submits minutes and reports to the HLR Board; provides content to the HLR Secretary to keep the GDC page on the HLR website current; recruits GDC members as needed; and serves as the conduit for information out of the committee. The GDC Chair also, in coordination with the GDC Board Liaison, presents reports, motions, and agenda items to the HLR Board for actions on behalf of the GDC and the membership.

7.4.2. GDC Board Liaison: as a member of the HLR Board, serves to communicate between the HLR Board and the committee and to present all GDC motions to the HLR Board for discussion and action.

7.4.3. GDC Notetaker: prepares committee meeting minutes and reports, consolidates changes, and submits final versions to GDC chair.

7.4.4. GDC Common Workspace Facilitator: inserts "Actions" into our common workspace via email or document for common review/comment. Once inserted into the Common workspace, GDC members will make all comments, changes and versions happen within the common workspace.

7.4.5. GDC Action Leads: see paragraph 7.6.6 below.

7.5. Common Workspace: The GDC team agrees to use a common workspace (currently Google Workspace) to host and track changes to all committee documents to include minutes, reports, questions, and documents up for review.

7.6. Review Procedures: Per duties 7.2.2 and 7.2.3, as a resource to the HLR Board and property owners, the GDC will review draft rules or procedures to determine if they violate any current HLR governing documents or State Statutes. Procedures for said review include:

7.6.1. Request for Review: A request for review must come to the committee in writing from a property owner or from a member of the HLR Board. The document or draft procedures for review

must be fully written out as if ready for board approval. Accompanying the document must be the GDC Request Review Form; see enclosure 1.

7.6.2. Upon receipt of a request for review, the GDC Chair or Notetaker will assign the document a GDC tracking number, insert the document in our common workspace, send an email to all GDC members with the “task/mission” and track the action on the GDC Tracking Matrix (see encl 2).

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7.6.3. The HLR Board will be informed of any request for review received from a property owner.

7.6.4. GDC members will make all comments/ changes within the common workspace within a timely manner. Timely manner implies seven days for initial comment and five days for any subsequent comments.

7.6.5. The goal of the GDC will be to provide a final review and recommendation to the requesting entity within 30 days.

7.6.6. Action leads. Depending on the number of requests for review, GDC members may be asked to serve as the ACTION Leads on Review Requests. Action leads are charged with pushing for comments and consolidating the final GDC recommendation on that action within the 30-day time limit. The GDC Action lead will limit communication with the initiator of the review to request for more information only. the GDC Action lead will keep the GDC tracking matrix current.

7.6.7. GDC Recommendations. GDC recommendations IN WRITING will go from the Action lead to the GDC Chair to the requesting/initiating party. If the request for review came from a PO, then the response would go back to the PO and the HLR Board.. If the request for review came from the HLR board, the response would go to the GDC Board Liaison and the HLR Board.

7.6.8. While actions are being staffed, all GDC members are expected to participate and make comments of agreement or disagreement. Silence will be interpreted as consent.

7.6.9. Upon completion of a review, the GDC Action Lead will close out the action on the GDC tracking matrix.

7.7. GDC Review Request Form: Enclosure 1.

7.8. GDC Review Request Tracking Worksheet: Enclosure 2.

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Mission and Procedures**

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Enclosure 1 to Section 7: GDC Mission and Procedures to HLR Standard Operating Documents

GDC Review Request Form (GRR)

draft as of 25 Oct 2021

Date: _____

From: _____

Contact Info: Phone: _____ Email _____

Request:

Attachment (document under review) (must be attached): Title and number of pages:

Governing Documents Potential Conflict:
