

The Foothills Clusters Homeowner Association
MINUTES - BOARD OF DIRECTORS MEETING

Date/time: Monday, May 6, 2019 at 6:30 p.m.

Location: Catalina Foothills High School, House #1, Seminar Room, Tucson, AZ.

1. CALL TO ORDER/ROLL CALL

1. Call to Order – the meeting was called to order at 6:30 p.m.
2. Housekeeping – sign in roster, cell phones.
3. Roll call

Board Member/Term	Expiration	Present	Absent	Proxy
Brian Bickel	2021	X		
Austin Wesnitzer	2021	X		
Douglas Hughes	2021	X		
Aletha Kalish	2020	X		
Pat Tapke	2020	X		
Donn Stoltzfus	2020	X		
Frank Karnauskas	2019			X
Ron Steffens	2019	X		
Vacant	2019			

4. A Quorum was present
5. Next board meeting Monday, June 3, 2019, 6:30 pm. at Jewish Community Center, 3800 E. River Road, Tucson, AZ in the board room. The July 8th and August 5th Board meetings will also be held at the JCC.

6. APPROVAL OF PRIOR MEETING MINUTES – Motion to accept the Minutes of the April 1, 2019 Board Meetings was made, seconded and passed.

2. PRESIDENT’S COMMENTS – Aletha Kalish, Vice President, chaired the meeting in Frank Karnauskas’ absence. Aletha thanked everyone for coming out and supporting the cookout. There were at least 60 neighbors in attendance, and everyone seemed to enjoy themselves. Aletha extended congratulations and the best wishes of herself and the Board to Austin and his wife, Caroline, on the birth of their daughter.

3. COMMITTEE REPORTS

1. Architectural Control and CC& R Committee (Report attached)
 - a. Architectural Control Committee – There were no new architectural change applications submitted or approved. Plans for rooftop solar at 6635 N Pidgeon Springs were received in March but the committee is still waiting for a completed application.
 - b. CC&R Committee –
 - 3719 E. Lizard Rock – multiple cars parked in cul de sac blocking traffic: First Notice of Violation will be sent.
 - 3545 E Ventana Canyon – dogs barking at pedestrians walking: First Notice of Violation was sent in March. Response

letter from homeowner has been received. The situation is being monitored.

- 6491 N Burro Creek – HVAC ductwork added to roof: First Notice of Violation sent, and homeowner has advised that removal of the ductwork has been contracted and should be completed soon.
- 3701 E Marshall Gulch – RV parked alongside house; First Notice of Violation sent. Vehicle will be removed within 90 days (special circumstances disclosed to Chairperson).
- 3809 E Lizard Rock – RV parked alongside house; First Notice of Violation sent. Vehicle has been removed.
- 3628 E Marble Peak – barking dogs; warning letter sent to renter resident. Response letter from renter resident has been received. The situation is being monitored.

2. Landscape & Roads Committee

- a. Roads – No report.
- b. Landscape – Irene emailed the Board indicating that pre-emergent will be applied to the entrances in June and she is working with Basham’s regarding possible use of organic pre-emergent and weed killer products. Next scheduled clean up of the entrances is July 2. Pat indicated that many of the cul de sacs on the private roads required clean up. She was asked to follow up with Irene.

3. Business Process Committee – No Report

4. Communications Committee – No Report

5. Finance Committee

- i. The Balance Sheet Comparison as of April 30, 2019, A/R Aging Summary as of April 30, 2019 and the Transaction List by Date for April 2019 are attached and were reviewed. Due to issues with Quick Books the Balance Sheet incorrectly shows \$212,619.79 on deposit at WFB Checking. The correct amount is \$12,619.79. Additional funds are on deposit at Western Alliance Bank in a 13-month special CD earning 2.3% and in Western Alliance CDARS at 1.1% for 52 weeks. All funds are totally insured by FDIC insurance. Brian will work with the Quick Books program and provide the Board with a corrected Balance Sheet as soon as possible.

Twenty-six (26) assessments remain unpaid for 2019 and statements including late payment fee were mailed for unpaid 2019 assessments and unpaid 2018 late payment fees. Accounts for three (3) homeowners’ whose assessments are over one (1) year delinquent were turned over to legal counsel for collection. One

homeowner responded to the final notice letter and has made payment arrangements.

- ii. Brian is reworking the Draft Budget for 2019 to include an estimate of interest income and change to estimated dumpster expense.

6. Welcoming Committee – (Report Attached)

- a. The Committee delivered two (2) welcome packet to new homeowner at 3572 E Nugget Canyon Place and 3785 E Marble Peak Place and mailed welcome packets to two (2) new out-of-town homeowners owning properties at 3565 E. Thimble Peak Pl and 3450 E. Marshall Gulch Pl.

4. OLD BUSINESS –

- a. A signed copy of the final version of The Vehicle and Parking Policy has been attached to the March 2019 minutes and a copy will be posted on the website. This item is now complete.
- b. There is still on open position of the Board.
- c. Proposed Amendment to By-Laws – See 2019 Plan of Action below.
- d. 2019 Plan of Action – The Board discussed proposed amendments to the governing documents which will be necessary in order to succeed in financing the road repair/replacement project and concluded the following actions need to be taken:
 - (1) ARTICLES OF INCORPORATION OF FOOTHILLS CLUSTERS HOMEOWNERS ASSOCIATION (See Foothills Clusters website) – Delete Article XI which reads, “The highest amount of indebtedness or liability, direct or contingent to which this corporation shall subject itself at any time is FIFTY THOUSAND DOLLARS (\$50,000.00).” Pursuant to Article X of these Articles, “Amendment to these Articles shall require the assent of seventy-five (75%) percent of the entire membership and must be recorded.”
 - (2) AMENDED AND RESTATED BY-LAWS OF THE FOOTHILLS CLUSTERS HOMEOWNERS ASSOCIATION APPROVED ON NOVEMBER 5, 2007 (see Foothills Clusters website) – Change Article VII, Section 2 (g) which currently reads, “Borrow money for any reasonable purpose after the approval of seventy-five (75%) percent of the Members.” To read, “Borrow money for the purpose of defraying, in whole or in part, the cost of any construction, reconstruction, repair or replacement of a capital improvement upon the Limited Common Area (private roads) with the assent of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose. Written notice of any meeting called for the purpose of borrowing money shall be sent to all members not less than thirty (30) days nor more than sixty (60) days in advance of the meeting. The presence of members or of absentee ballots of sixty (60) percent of those entitled to vote shall constitute a quorum.” Pursuant to Article XI, Section 1 of the By-Laws, “These By-Laws may be amended at an Annual or Special Meeting of the Members, by the

vote of a majority of the Members present in person or by absentee ballot. In the event Federal, State or County laws change which put these By-Laws in conflict with such laws, such legal changes will automatically supersede the portions of the By-Laws which are in conflict the law, and a majority vote of the Members present in person or by absentee ballot will be required to amend the By-Laws to bring them into accord with said legal changes. In such a case, written notice of the proposed amendments to the By-Laws will be sent to all Members by the Board of Directors for approval.” Per Article III, Section 1B, “Ten percent of the members (37) present or represented by absentee ballot shall constitute a quorum at the Annual Meeting.” Per Article III, Section 2B, “Twenty-five (25) percent of the members present or represented by absentee ballot shall constitute a quorum at a Special Meeting.”

(3) Determine the amount that the Annual Assessment will need to be increased in order to service debt for the roads and commence a 2019 Ballot Initiative pursuant to Article IV, Section 3(b) which reads, “From and after January 1 of the year immediately following the conveyance of the first Lot to an Owner, the maximum annual assessment may be increased above 3% by a vote of two-thirds of each class of members who are voting in person or by proxy, at a meeting duly called for this purpose.” Pursuant to Section 5 of this Article, “Written notice of any meeting called for the purpose of taking any action authorized under Section 3 and 4 shall be sent to all members not less than 30 days nor more than 60 days in advance of the meeting. At the first meeting called, the presence of members or of proxies entitled to cast Sixty percent (60%) of all the votes of each class of membership shall constitute a quorum.”

Brian will draft the proposed changes to the governing documents to be reviewed by legal counsel prior to the June 3, 2019 Board meeting.

- e. Governing Documents Receipt Confirmation – Brian indicated that copies of all governing documents are provided to the title company for delivery to the purchasers of homes in the Foothills Clusters along with a receipt that includes the following language taken from A.R.S 33-1806 (A) (h): “I hereby acknowledge that the declaration, bylaws and rules of the association constitute a contract between the association and me (the purchaser). By signing this statement, I acknowledge that I have read and understand the association’s contract with me (the purchaser). I also understand that as a matter of Arizona law, if I fail to pay my association assessments, the association may foreclose on my property.” This matter is now complete.
- f. Proposed website notice regarding Pima County Laws Governing Dogs – Notice regarding Pima County Laws Governing Dogs has not yet been posted on the Foothills Clusters website or NextDoor and no email has been sent to members on the Foothills Clusters email list as was reflected in the minutes of the April Board meeting at this time. Frank recently sent an email indicating

that he is working with Dan Weisz of the Master Association and legal counsel regarding this matter. Pat Tapke indicated concerns about the possible liability of the Association and Board if another similar incident would occur between the time the Board was notified of the situation and the time action to protect the Association was taken. Further discussion of this matter is included under Master Association.

- g. Restricting Rental Properties – There was no support among the Board for pursuing this matter at this time and it will be taken off the agenda.

5. NEW BUSINESS –

- a. The June, July and August Board meeting will be held at Jewish Community Center, 3800 E. River Road, Tucson, Arizona. We are supposed to have the Board Room unless a conflict comes up in which case we will be relocated to another room.
- b. The secretary will not be able to attend the June Board meeting and asked that someone prepare/update Agenda for June meeting and take notes. She was assured that someone would take notes.
- c. The Board discussed the misuse of dumpsters that occurred this Spring and the increased expense of providing this service. Motion was made to discontinue dumpsters and remove the expense for fall dumpsters from the budget. The motion was seconded and passed. Notice will be sent to members notifying them that due to misuse of the dumpsters and increased cost the service will be discontinued and reminding them that they cannot leave yard waste on their lot or dump it on county property or in the Common Area. The Board will investigate alternatives such as a residential yard waste service that individuals could contract with to remove yard waste.
- d. Resolution to support Master Association regarding posting signs related to Pima County Dog Ordinances – See Master Association.

6. MASTER ASSOCIATION –

- a. Dan indicated that at the Quarterly meeting of the Master Association held on April 9, the Board resolved to notify all four HOAs of the Leash Law requirements. The Master Association is now in the process of procuring signs to post at the entrances of all four HOAs, so that members will see visual reminders of the regulations. They also plan to post signs where Campbell Wash crosses Ventana Canyon Drive as well as outside of the Townhomes where those homeowners enter the Common Area to walk. Dan is investigating whether the Master Association can post these signs in the County right-of-way and/or on County traffic signs. Pat will email Irene Barg, who contacted the Pima County Department of Transportation on a similar matter several years ago, for her input. The Master Association will ask all four HOAs to also notify their members immediately and on a regular basis of the need to keep all dogs on leash at all times. Dan indicated that Paul Ash, the management company for

the Foothills Townhomes, has already emailed notice to their members. A copy is attached.

- b.* The Master Association is now charging a disclosure fee in the amount of \$100.00 on all property sales for the four (4) Associations.

7. ADJOURN – Meeting adjourned at 8:12 p.m.