SKYLINE RIDGE HOMEOWNERS ASSOCIATION
El Diamante II — Pima County, Arizona

Ad Hoc Committee Charter

Governing Documents Update Committee

Committee Name	Governing Documents Update Committee (GDUC)
Type	Ad hoc, non-fiduciary advisory committee of the Board of Directors
Authorized By	SRHOA Board of Directors, Resolution No. ____, dated _____
Sunset Date	Automatically dissolves upon Board adoption of amended governing documents, or 24 months from authorization, whichever occurs first, unless extended by the Board
Reports To	SRHOA Board of Directors

1. Background and Need

Skyline Ridge's governing documents — the Declaration of Covenants, Conditions, and Restrictions ("CC&Rs," recorded 1995) and the By-Laws (last amended 2011) — predate significant amendments to the Arizona Planned Community Act (A.R.S. § 33-1801 et seq.) and no longer reflect the community's current physical condition or operating practices.

The Board's Exterior Maintenance Responsibility Matrix project identified specific gaps in the CC&Rs — including party wall responsibility, parapet maintenance, and exterior finish standards — that create maintenance risk and liability exposure, particularly given Arizona monsoon-driven water intrusion. Continued reliance on outdated or potentially non-compliant provisions also exposes the Association to enforceability challenges and impairs consistent, defensible rule administration.

The Board authorizes this ad hoc committee to lead a structured update of the CC&Rs and By-Laws in support of the previously discussed 24-month amendment roadmap.

2. Purpose

To review, draft, and shepherd through adoption a modernized set of CC&Rs and By-Laws that (a) comply with current Arizona law, (b) close identified maintenance-responsibility gaps, (c) reflect the Association's current operations, and (d) are clearly written and administrable by future Boards.

3. Scope of Work

In scope:

- Comprehensive review of the 1995 CC&Rs and 2011 By-Laws against current Arizona Planned Community Act requirements (notice, board conduct, assessments, records, solar/flag/rental rights, and related provisions).
- Incorporation of findings from the Exterior Maintenance Responsibility Matrix and background paper, including party wall, parapet, and stucco/finish standards.

- Incorporation of the existing Enforcement Discretion Policy and related Board Policy Resolutions where appropriate.
- Drafting of proposed amended CC&Rs and By-Laws, in coordination with HOA legal counsel.
- Development of a homeowner communication and comment process ahead of a formal amendment vote.
- Recommendation of a voting/ratification procedure consistent with the current CC&Rs' amendment threshold and Arizona law.

Out of scope:

- Final legal sufficiency review (reserved for HOA legal counsel).
- Final approval and adoption authority (reserved for the Board and, where required, the membership).
- Day-to-day enforcement or architectural review decisions under the current documents, which continue under existing Board process.
- Amendment of the Design Rules unless required for consistency with revised CC&R/By-Law language.

4. Deliverables

1. Gap analysis memo comparing current CC&Rs and By-Laws to Arizona statutory requirements and the exterior maintenance findings, with prioritized issues list.
2. Annotated first-draft redline of the CC&Rs incorporating recommended changes, with a companion plain-language summary of substantive changes.
3. Annotated first-draft redline of the By-Laws, with the same plain-language summary.
4. Legal review checklist and coordination log documenting counsel's input and disposition of each open issue.
5. Homeowner communication plan and materials (FAQ, timeline, comment period mechanics) for the disclosure/comment phase.
6. Final proposed CC&R and By-Law amendment packages, ready for Board approval and membership vote per governing-document and statutory requirements.
7. Closeout report to the Board summarizing the process, decisions made, and any deferred items for future consideration.

5. Committee Composition

- 3–5 members, including at least one Board liaison (non-voting or voting per Board designation).
- Members appointed by the Board; preference given to owners with relevant legal, real estate, governance, or construction/maintenance background.
- A Chair designated by the Board or elected by the committee, subject to Board confirmation.
- HOA legal counsel engaged as an advisory resource, not a voting committee member.

6. Authority and Working Process

- The Committee is advisory only; it has no authority to bind the Association, incur expenses beyond an approved budget, or finalize document language without Board review.
- The Committee may request draft legal language and cost estimates from HOA legal counsel within an approved budget, subject to Board pre-approval for any expenditure.
- Meetings are called by the Chair as needed; minutes are kept and provided to the Board.
- Recommendations are transmitted to the Board in writing (memo or redline) prior to any Board action or homeowner communication.

7. Timeline

Aligned to the previously discussed 24-month roadmap, with indicative phases:

- Phase 0 (Month 1): Committee charter approval, membership and budget determination.
- Phase 1 (Months 2–4): Gap analysis, legal consultation scoping, issue prioritization.
- Phase 2 (Months 5–10): Drafting of proposed CC&R and By-Law amendments; legal review.
- Phase 3 (Months 11–16): Homeowner communication, comment period, revisions.
- Phase 4 (Months 17–24): Formal notice, membership vote, recording of amended documents; committee closeout.

8. Reporting and Review

The Committee provides a status update to the Board at each regular Board meeting (or in writing if no meeting is held that month) and a formal written recommendation at the conclusion of each phase listed above. The Board may adjust scope, timeline, or composition at any time.

9. Budget

The Committee operates within a budget approved by the Board as part of the project authorization (legal review fees, printing/mailing for homeowner communications, and recording fees). Any expenditure beyond the approved budget requires prior Board approval.

10. Adoption

This charter is adopted by the Skyline Ridge HOA Board of Directors as authorization for the Governing Documents Update Committee to proceed as described above.

Board President / Authorized Signer	Date:
Committee Chair (acknowledgment)	Date: