**[Draft 5/18/2019]**

**SPOA Policy 2019-4 relating to decision making by the Architectural Control Committee**

WHEREAS, Article V of the Stagecoach Declaration of Covenants, Conditions and Restrictions [“Covenants”] provides that, “No building, fence, wall, swimming pool, or other structure shall be commenced, erected, or maintained upon the Properties, nor shall any exterior addition to or change or alteration therein be made until the plans and specifications showing the nature, kind, shape, height, material and location of the same shall have been submitted to and approved in writing as to harmony of external design and location in relation to surrounding structures and topography by the Board of Directors of the Association, or by an Architectural Committee comprised of three (3) or more representatives appointed by the Board;” and

WHEREAS, the Covenants are silent as to how the Architectural Control Committee (referred to below as the, “Committee”) will make its decisions;

NOW, THEREFORE, the Board hereby adopts and promulgates the following policy:

1. The chairman of the Committee shall be a Director, appointed to the Committee by the Board, unless there is no Director willing to serve in that capacity, in which case, the Board shall appoint someone other than a Director to be the chairman of the Committee.

2. Applications for approval pursuant to Article V of the Covenants, along with accompanying materials, shall be forwarded by the Managing Agent to the chairman of the Committee, who shall check to see if all required documents have been presented. The chairman shall also review the materials provided by the applicant to determine whether the application is subject to automatic disapproval, pursuant to policies adopted by the Board.

3. If the application is not subject to automatic disapproval, the chairman of the Committee shall distribute copies of the relevant documents to the members of the Committee and, after a reasonable period for discussion, shall call for a vote on the application.

4. Committee members may choose not to vote on a particular application. If less than three members of the Committee vote, or if the Committee has less than three members, then the chairman shall distribute copies of the relevant documents to the members of the Board who are in the second year of their three year term and, after a reasonable period for discussion, shall call for a vote on the application by those Board members.

5. If at least three members of the Committee vote on an application but there is no majority decision, the chairman shall distribute copies of the relevant documents to the members of the Board who are in the second year of their three year term and, after a reasonable period for discussion, shall call for a vote on the application by those Board members.

6. If the plans submitted for review do not include a “disfavored” structure site or design element or material, and at least three members of the Committee vote on an application, the decision of the majority of the members voting, if any, shall be the decision of the Committee. If Board members vote on the application, pursuant to paragraphs 4 or 5 above, the decision of the majority of the combined Committee and Board members voting on the application, if any, shall be the decision of the Committee. If there is no majority decision resulting from the vote of the combined Committee members and Board members voting on the application, the chairman shall refer the matter to the Board for decision.

7. If the plans submitted to the Committee for review include a “disfavored” structure site or design element or material, the application shall be disapproved unless all voting Committee members, or all voting Committee and Board members, as the case may be, approve the application.

8. If the voting Committee members, or the combined Committee and Board members, as the case may be, are unable to agree on whether the plans include a “disfavored” structure site or design element or material, the chairman of the Committee shall refer the matter to the Board for decision.