



## **PGA West Master Association February, 2019 Newsletter**

*The following message is the latest in an on-going series of e-mails from the PGA West Master Association Board, describing the Board's decisions, challenges and priorities. This message is being sent on behalf of the Master Association Board of Directors.*

### **BY-LAW AMENDMENT #1 / RES #1 SUES MASTER ASSOCIATION**

#### **BY-LAW AMENDMENT #1**

In July of 2017, an amendment to the Master Association's By Laws was overwhelmingly approved, by a vote of 1,659-162. The amendment called for:

- Changing the method of board member selection from at-large elections to appointments by the three residential associations
- Changing the composition of the Master Association Board of Directors from seven members to five members
- Changing the method of board member selection from at-large elections to appointments by each of the three Residential Associations

- Ensuring proportionate representation from all three Residential Associations

Upon passage, these changes took effect in April of 2018; and the current five member Board of Directors was seated.

In the summer of 2018, a question was raised about an apparent conflict between the recently amended By Laws and the CC&Rs. (The CC&Rs state that the Board shall consist of seven members; and be elected.) In hindsight, the 2017 By Law amendment process should have amended both the By Laws and the CC&Rs.

This issue has been studied by the Master Association's attorney; a corrective course of action discussed and agreed upon; and is in the process of being implemented. In January, the Master Association's counsel, Dave Peters, filed a motion in the Superior Court of California asking for a declaratory judgement for the Court to amend the CC&Rs to align with the new By Laws. This matter is scheduled to be heard by the Court in March; and the Association will not incur any costs in resolving this issue.

We will keep you apprised.

### **LAWSUIT FILED BY RES #1**

The Master Association recently received notice that PGA West Residential Association #1 (Res #1) has filed a lawsuit last against the Master Association. The Res #1 lawsuit asks for:

- The current Master Association Board of Directors to be enjoined from conducting any business, including entering into contracts, engaging staff, holding meetings or spending money
- The Board of Directors that was elected in 2016 and 2017 to be re-seated
- Reimbursement of costs and attorney fees

The Master Association's counsel will be responding to this suit - and again, the membership will be kept apprised of the outcomes.

Sincerely,  
Your Board of Directors