

VISION

Our vision for Two Rivers is to create a neighborhood, not a subdivision. To do so, we provided a diverse mix of zone districts, lot sizes, housing types and sizes. We laid the house lots out along 6+ acres of open space adjacent to the South Arkansas River that includes a park, gazebo and a trail system that ties the development together. We encourage innovative design, inspired by each lot owner; this isn't a theme park. We have tied the residential components into the commercial/mixed-use Commons where we provide public gathering places facing the river and commercial lots for restaurants, live-work units, professional offices and retail. The sidewalks are spacious enough to provide seating for the restaurants and cafes. As this is a mixed-use area, we envision residential units above the commercial spaces. The Commons isn't another strip mall, lying vacant at night. It will be the vibrant hub of the Two Rivers neighborhood, a place where people live and shop and interact with the public at large. We invite you to be a part of this vision.



Zoning

The mixed-use Two Rivers Commons is zoned C-2 --- Central Business. The purpose of the Central Business District is to provide for the business and civic functions that make up the City's core. The Central Business District has a strong pedestrian character and provides for concentrated commercial activity. It contains a mix of business, commercial and residential uses, and serves the needs of the entire community and of visitors to the community.

Our Dimensional Standards associated with the C-2 zone district are the most flexible allowed. As a use-by-right, any owner may build out the total area of the lot up to a height of thirty-five feet (35'). There are no density restrictions: you can build as many units on your lot as you can fit within the building envelope determined by the lot area and 35' height limit; Balconies can cantilever up to 6' over the sidewalks; and owners can lease outdoor space for allowed uses within the Common Areas, i.e. outdoor dining areas on sidewalks or along the river.

NOTE: *There are no on-lot parking requirements; the parking within the Common Area parking lot will be used for off-street parking requirements.*

Guidelines --- Objective and Mission

The Design Review Committee ("Committee") has prepared the following Guidelines to supplement the Two Rivers Commons Declaration of Covenants, Conditions, Restrictions and Easements ("Declaration") in order to assist property owners in designing, building and improving their structures. These Guidelines are not intended to be all-inclusive, but should serve as a guide as to what improvements may be made in Two Rivers. Please embrace the intent of our guidelines and don't mince definitions in an attempt to build something outside the guidelines to save money or make more money on a speculative project. Studies consistently prove that a spending a little more to create a design with architectural interest pays dividends in the long run. And remember, your structure should be around for well over a hundred years for all to see. It doesn't have to be ornate and expensive, but build something that you are proud of.

The mission of the Committee is to work on behalf of the Two Rivers Commons Property Owners Association Board of Directors ("Board") to represent the interests of the community as a whole. The Committee exists in order to regulate the external design, appearance, and locations of the property and improvements. In the absence of a Committee, the Board shall act in all instances to carry out the duties and responsibilities of the Committee.

Approval of Structures

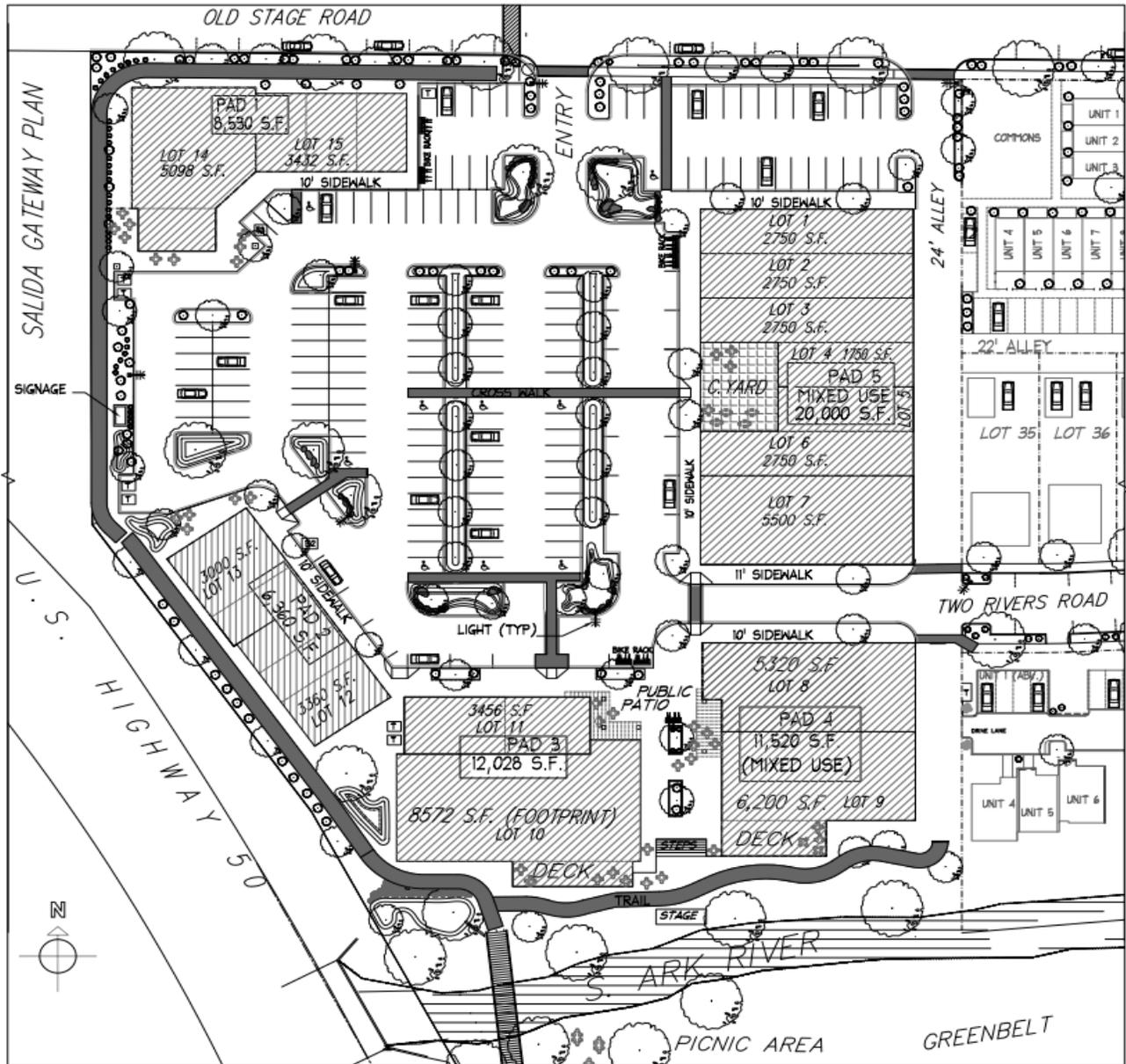
In order to ensure a consistent, high quality design throughout all phases of the project, the Committee will review and approve all proposed development plans and submittal documents that require a permit prior to submission to the City of Salida Building Department.

The Committee's purpose in plan review is to meet the intent of these guidelines and supporting documents. Neither the Declarant nor the Committee assumes responsibility for plan review of, or conformance to, applicable local codes or ordinances. These Guidelines are subject to interpretation by the Committee and may be amended, as stated in the Declaration, from time to time to meet specific site or functional requirements consistent with the objectives of these Guidelines, as well as the Declaration.

These Guidelines do not supersede or modify any existing applicable City or County codes or regulations. Any requests for variances to the laws, regulations, or standards adopted by the City or County shall be submitted to the appropriate agency according to established procedures following review and approval by the Committee. In the event of any conflict or discrepancy between these Guidelines and any other lawful authority, including the Declaration, the most restrictive standards shall apply. Any issue that arises that has to do with the design, construction, improvement or maintenance of any Lot not explicitly provided for in these Guidelines will require prior approval from the Committee.

No structure or thing shall be placed, erected, or installed upon any lot and no improvements or other work (including staking, clearing, excavation, grading and other site work, exterior alterations of existing improvements, or planting or removal of landscaping) shall take place within the Project, except in compliance with these Guidelines. No approval shall be required to repaint the exterior of a structure in accordance with the originally approved color scheme or to rebuild in accordance with originally approved plans and specifications. Any Owner may remodel, paint, or redecorate the interior of his or her building without approval. However, modifications to the interior or exterior of screened porches, patios, and similar portions of a lot visible from outside the structure shall be subject to approval.

These Guidelines are not the exclusive basis for decisions of the Committee and compliance with the Guidelines does not guarantee approval of any application.



Two Rivers Commons: A Mixed-Use Development

Architectural Design Principles

These guidelines encourage various styles of architecture; this is not a theme park. As in other traditional areas of Salida, the owner has the right to choose his/her own style. However, the relationships in massing, scale, texture, and color of the building within the style chosen shall be considered in determining approval of applications. These guidelines are not absolute rules. If a design reflects a certain architectural style and is architecturally interesting, the Committee can use its best judgment in deciding an application. The guidelines do not have an agenda as to size and height, only good design. We shall not consider a neighbor's "view corridor" in making decisions as to design.

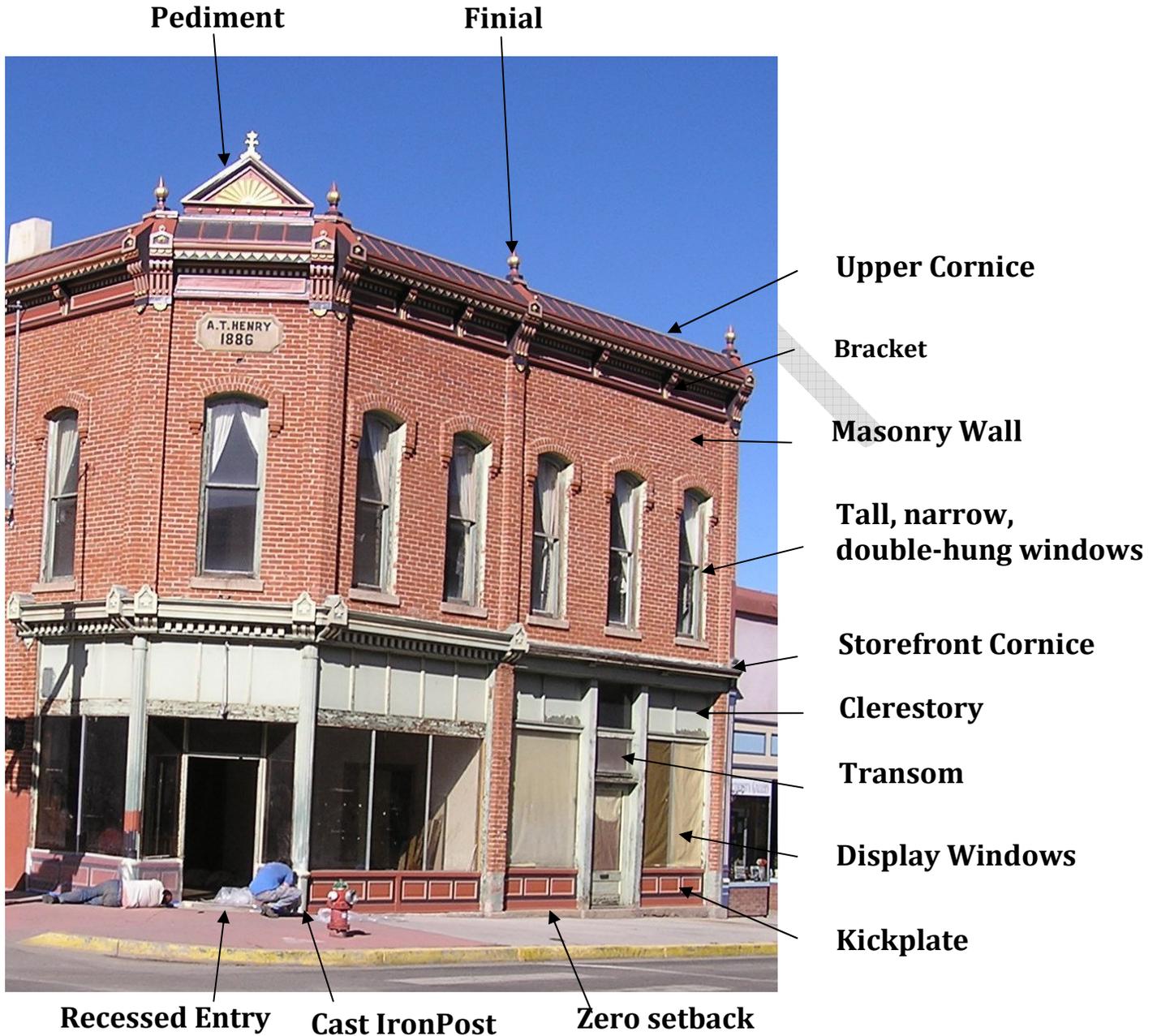
General Design Principles: The general design principles and features proposed to achieve the desired architectural character for Two Rivers Commons include an architectural design which reflects the diverse character of Salida --- eclectic, but interesting. We encourage the following guidelines:

DESIGN GUIDELINES

A. Character-Defining Features.

1. Use designs that are contemporary or simplified interpretations of traditional commercial storefront buildings. The design should incorporate elements of the "Parts of a Building" as shown in the photo. These elements include:
 - Recessed entry
 - Zero setbacks
 - Kickplates or similar
 - Large display windows
 - Transoms
 - Clerestories
 - Mid-bands
 - Upstairs windows of consistent size
 - Parapet w/upper cornice

- 2. The design should convey the character of typical storefronts, maximizing the visibility of the interior and maintaining the transparent character of the display window.**
- 3. Greater flexibility in treatment of rear facades is appropriate.**
- 4. Corner buildings adjacent to sidewalks should carry the storefront design around the sides for a portion of the building.**
- 5. Buildings are built at the sidewalk edge with no setback from the property line.**
- 6. Entries are usually set back from the sidewalk in a protected recess**
- 7. Build for commercial uses on the first floor, although a work-live design with commercial on the storefront and an apartment in the rear 50% of the building is acceptable, as described on the plat notes.**
- 8 First floors have large display windows covering most of the façade, with a framed transom above the display windows**
- 9 A clerestory is the band of windows above the display windows on traditional storefronts. Transoms are glass windows above doors. Both introduce light into the depths of the building and add character as well as functionality**
- 10 The shape of the clerestory is important to the proportion of the storefront.**
- 11. Cantilevered balconies over sidewalks help create a pedestrian scale experience.**



Parts of a Typical Traditional Commercial Building

**NEW DESIGNS SHOULD USE A
CONTEMPORARY INTERPRETATION
OF THE TRADITIONAL ELEMENTS**

B. Specific Building Features

Windows and Doors

Window Design: Windows are perhaps the single most important element in establishing an image of quality for a residence in the neighborhood. Window quality, detail, and proportion should be consistent on all elevations of the building. Windows shall be placed to complement the overall building character and scale. Windows with distinctive shapes, sizes or details (such as divided-glass, arches, and bays) shall complement the architectural style of the building.

Window Material: Acceptable window materials include wood, metal or vinyl-clad wood, enameled metal, and glass block. However, the window to be used shall be submitted to the Committee for review and approval. No reflective or colored glazing, or obscured glass will be allowed on any front or side window which is permanently visible from any public area.

Doors: All exterior doors, including storm doors, shall be architecturally compatible and coordinating in color with the individual residence. Acceptable door material shall be wood, hardboard, fiberglass or metal. Wood doors shall be painted or stained in coordination with the colors of the residence. Sliding glass doors are permitted only on rear or interior side of yard elevations on Pad 5.

Awnings and Canopies

Awnings protect pedestrians from the sun and rain, create a sense of enclosure at sidewalk level, present good locations for eye-level signs, and shield window displays from the sun. Awnings are encouraged

Guidelines:

1. Work which involves the installation or repair of any awning or marquee must secure design approval and any required permits prior to fabrication and construction.
2. Respect the architectural integrity of the façade on which these attachments are placed. Awnings should be compatible with other awnings on the same building.
3. The height of awnings should provide pedestrian scale to the building and also meet code requirements. Locate the structural components of awnings at least 8 feet above the sidewalk. Unrestricted valances or returns should be at least 7 feet

above the sidewalk, and may project no more than 2/3 of the width of the sidewalk. Signage, if on the awning, may be located only on the valance.

4. Awning shape, size, and height should be proportional to the façade on which it is placed.
5. Creative shapes that complement a building style are encouraged.
6. Preferred awning materials include matte fabric and metal --- not vinyl, fiberglass or plastic. The material should be maintained in good condition. Notwithstanding the above, creative designs that incorporate any material will be considered by the review committee.
7. Attach awnings in a manner which does not harm nor obscure architectural elements or details and does not harm the building.

C. Roofs

Roof Form and Design: Roof form and design shall be consistent with the basic architectural style of the building. Color variation of roofing materials is an element in creating architectural interest, and should complement the color scheme of the house. Blended shingle colors rather than a single color look is encouraged.

Roof Materials: Acceptable roof materials include dimensional and standard composition shingles, asphalt, ceramic, slate, concrete tile, torch down, EPDM and metal. The use of any other roofing materials must be approved by the Committee. Each roof overhang shall be detailed appropriately for each architectural style.

Roof Appurtenances: All flashing, sheet metal, vent stacks and pipes should be colored to match the material from which they project. All stack vents, and attic ventilators shall be located in such a way as to minimize the visible impact from public areas.

Gutters and Downspouts: Gutters and downspouts should be integrated into the designs of buildings and appear as a continuous architectural element. Drainage solutions should be unobtrusive to the overall building. Downspouts should be located on vertical members in inconspicuous locations when possible. The colors of exposed gutters and downspouts should match those of the surfaces to which they are attached or match the contrasting trim colors.

Satellite Dishes, solar Panels and Antennae and Swamp Coolers: Satellite dishes are permitted in conformance with the Declaration, or other subsequent use restrictions the Board may invoke. Large antennas and wind-powered devices are not permitted. Solar panels are approved, but are to be integrated into roof designs.

Frames must be colored to complement roofs to which they are attached. Related plumbing and mechanical equipment must be enclosed and/or screened from view. Swamp coolers shall not be prominently visible from the public areas.

D. Materials

Policy:

Building materials of new structures and additions to existing structures should contribute to the visual continuity of the development..

Guidelines:

1. Use building materials that require little maintenance.
2. The use of highly reflective materials as the predominant material is discouraged., but all designs will be considered.
3. All window glass on ground floors should be clear and non-reflective.
4. Because storefronts are experienced on foot at close range, they should have the richest and most durable materials of the entire building.
5. The use of masonry products (CMU, brick, fiber-cement, concrete and tile), stucco and stone for the major areas of exterior walls is appropriate. Metal and wood accents are appropriate.
6. Brick is a desired façade material for new or rehabilitated facades.
7. Brick should have a modular dimension similar to that used traditionally.
8. Stone, similar to that used traditionally, is also appropriate.
9. Brick and stone should remain unpainted..

E. Mass and Size

Policy:

Patterns are created along the street by the repetition of similarly-sized building elements. For example, uniform facade widths evenly spaced create a rhythm that contributes to the visual continuity of the development. At a smaller size, the repetition of upper-story windows across most building fronts also creates a unifying effect. These features and similar patterns are some of the most important characteristics of a commercial character area and should be respected in all new construction.

10. Spacing patterns created by the repetition of uniform building widths (known as "bays") along streets should be maintained. A typical width of a bay is 25'.
11. In most cases, the primary facade should not exceed 25 feet without a clear expression of this standard module. In no case should it exceed 50'.

12. Where a building must exceed this width, use a change in design features to suggest the traditional building widths. Changes in façade material, window design, facade height or decorative details are examples of techniques that may be considered. These variations should be expressed through the structure such that the composition appears to be a collection of smaller building modules.
13. A new building should incorporate a base, middle and a cap.
14. Traditionally, buildings were composed of these three basic elements. Interpreting this tradition in new buildings will help reinforce the visual continuity of the area.
15. Buildings should be designed with a termination to the top of the building in a way that complements and enhances the character of the building by incorporating cornice or parapet details.

F. Building Setbacks

Policy:

Buildings create a strong edge to the street because they traditionally aligned on the front lot line and were usually built out the full width of the parcel to the side lot lines. These characteristics are vitally important to the development.

1. Maintain the alignment of facades at the sidewalk's edge.
2. A continuous zero setback should be maintained on all streets within the development except to provide an appropriate recessed entry.
3. Locating entire building fronts behind the established storefront line is inappropriate.
4. Maintain the pattern created by recessed entryways.
5. Main entries should be clearly identifiable and inviting.
6. The clear distinction between the primary façade and the side of the building should be maintained.
7. Set the door back from the front facade an adequate amount to establish a distinct threshold for pedestrians to enter, and find protection from the weather. A recessed dimension of four feet is typical.
8. Where entries are recessed, the building line at the sidewalk edge should be maintained by the upper floor(s).
9. Use transoms over doorways to maintain the full vertical height of the storefront. Oversized (or undersized) interpretations are discouraged.

NOTE: The POA allows for **cantilevered balconies** to extend up to 6' over the sidewalks below. There must be a minimum of 9 feet height clearance from the sidewalk to the bottom of the cantilevered structure.

G. Horizontal Alignment

Policy:

A strong alignment of horizontal elements makes for good design. Alignment is seen at the first floor level with moldings that are found at the top of display windows; at upper floor levels, alignment is found among cornices, window sills and headers. This alignment of horizontal features on building facades is one of the strongest characteristics of a streetscape. It is important to note, however, that slight variations do occur, which add visual interest. Major deviations from these relationships, however, disrupt the visual continuity of the street and are to be avoided.

1. The general alignment of horizontal features on building fronts should be established.
2. Primary facades should have divisions between ground and upper floors. Try to be consistent with neighboring structures.
3. Typical elements that should align if feasible include: window moldings, tops of display windows, cornices, copings and parapets at the tops of buildings.
4. When large buildings are designed to appear as several buildings, there should be some slight variation in alignments between the horizontal facade elements.
5. The tops of the upper primary facades should be architecturally distinguished to provide visual terminations for the buildings.

H. Storefront Character

Policy:

Street level floors of commercial buildings are clearly distinguishable from the upper floors. First floors are predominantly fixed plate glass with a small percentage of opaque materials with recessed entries. Upper floors are the reverse—opaque materials dominate, and windows appear as smaller openings puncturing the solid walls. The street level is generally taller than the upper floors. Store fronts of 12 to 14 feet high are typical, whereas second floors of 10 to 12 feet are typical. This typical storefront character should be maintained.

1. Maintain the traditional spacing pattern created by upper story windows.
2. Windows visible from public areas should reflect the rhythm, scale, and proportion of windows in the historic district.
3. Headers and sills of windows on new buildings should maintain the traditional placement relative to cornices and belt courses.

4. **Maintain the distinction between the street level and the upper floor.**
5. **The first floor of the primary facade should be predominantly transparent glass.**
6. **Upper floors should be perceived as being more opaque than the lower floor.**
7. **Highly reflective or darkly tinted glass is inappropriate.**
8. **Express the distinction in floor heights between street levels and upper levels through detailing, materials and fenestration. The presence of a belt course is an important feature in this relationship.**

I. Site Furniture

Site furniture on the right of way is allowed with permission by the review committee. Planters, sales boards, site furniture, etc are encouraged when done tastefully.

J. Utilities/ Service Areas

Service areas should be visually unobtrusive and should be integrated with the design of the site and the building.

Guidelines:

1. **Install utility conduits and HVAC equipment in a manner least damaging to the building.**
2. **Install HVAC equipment on the ground or roof; do not suspend it from the wall or parapet of the building or within a window opening.**
3. **Run cables, pipes, etc., in unobtrusive locations and on non-primary facades. When possible, avoid penetrations of the exterior wall for piping and other utility elements.**
4. **Orient service entrances, waste disposal areas and other similar uses toward service lanes and away from major streets.**
5. **Screen service entrances with walls, fences or plantings.**
6. **When it will be visible from a public way, a service area screen should be in character with the building and site it serves.**
7. **Locate areas for outdoor storage, truck parking, trash collection or compaction loading, or other such uses so as to be the least visible from primary building sides.**

K. Exterior Trim and Embellishments

Trim, Rake, and Eave Moldings: Trim, rake and eave moldings should be consistent with the architectural style of the building.

Columns and Supports: Columns and supports should appear substantial, and in proportion to the overall building mass. They shall be a minimum of 6 inches in each section and incorporate relief or built-up elements such as top and bottom trim or masonry bases. The character and detailing of columns and railings should be consistent with the architectural style of the building.

House Numbers: There is no specific standard for house numbers, but special care should be given to their character and finish. Generally, house numbers should be legible enough to be read from the street, but not over-scaled.

L. Accessibility: Accessible units such as ramps, landings and railings must correspond with local, state and federal accessibility requirements as required per any given "use", as well as be compatible with the architectural style of the building.

M. Exterior Lighting

Outdoor Lighting Design and Restrictions: All exterior building lighting shall be designed to avoid spilling onto adjacent properties. Permanent colored, moving or flashing lights used for commercial purposes shall be considered for approval. Decorative building lighting shall be designed to reduce harsh glares by illuminating downward and minimizing lateral effects. Light fixtures with cut-off or concealed light sources are preferred. This may include wall sconces, recessed lighting, soffit lighting, and directional lighting. Decorative fixtures should be of an understated design and complement the architectural style of the residence. Note that you must comply with the City of Salida code concerning Night Sky compliant exterior light fixtures.

Antennae. No towers or exposed radio, television, or other electronic antennae (including satellite dishes) shall be allowed on any parcel except any satellite dish or similar antennae which when installed is less than thirty-six (36) inches in diameter and which is directly attached to the exterior of the residence. Only one (1) satellite dish per residence allowed.

Signs and Flags.

Signage shall comply with the Salida City code. All signs shall be approved by the Design Review Committee.

Notwithstanding, in compliance with the Act, the Association cannot prohibit the display of the American flag, a service flag of an active military immediate relative, or current sign of political affiliation. However, the Board, also in compliance with the Act, may adopt reasonable policies regarding the size, manner and time period of display of such signage or flags.

Visual Nuisances. Laundry hung outside will be screened from the road(s) and public's view. Swamp coolers shall not be visible from the front street. Other items that are deemed to be a visual nuisance may be restricted.

Trash.

No trash, ashes, garbage construction materials or other refuse will be thrown or dumped on any land or area within the Property. The Association will cooperate in and encourage programs to recycle trash and other refuse. There will be no burning or other disposal of refuse out of doors.

Suitable receptacles for the temporary storage and collection of refuse and recyclables, and all such receptacles will be screened from public view and protected from the wind and from animal and other disturbance. Trash receptacles are allowed on the alley on trash pick-up days only.

Motorized Vehicles

No trucks, motorized trail bikes, recreational vehicles, motor homes, motor coaches,

snowmobiles, campers, trailer, boats, or boat trailers or similar vehicles other than passenger automobiles or pickup or utility trucks with a capability of one ton or less, or any other motorized vehicles will be parked, stored or in any manner kept or placed on any portion of the Parking Area, Streets or Lot except within a solid fenced in area off the alleys to allow for screening. Overnight guests are permitted to park on the street for a period not to exceed 7 consecutive days. Notwithstanding this restriction, the Board may grant exception(s) when reasonable and appropriate. See Declaration for further rules.

Emergency Vehicles.

If the occupant of a Lot is a bona fide member of a volunteer fire department or is employed by a primary provider of emergency firefighting, law enforcement, ambulance or medical services, the parking of the occupant's vehicle is permitted within their assigned parking space, provided (i) the vehicle has a gross vehicle weight rating of ten thousand pounds or less; (ii) the vehicle bears an official emblem or other visible designation of the emergency service provider; (iii) the parked vehicle does not obstruct other emergency access or interferes with the reasonable needs of other owners or residents to use their, driveways, the roads, or parking areas.

Parking and Auto Repair.

Residential unit Owners will park vehicles in garages, carports, or designated parking areas overnight. No work on automobiles or any other vehicles other than

routine maintenance will be performed in any visible or exposed portion of the development, specifically including the rebuilding or restoration of such vehicles. Large commercial trucks and trailers are not allowed to be parked overnight within the development

Abandoned, Inoperable, or Oversized Vehicles& Boats.

No abandoned or inoperable vehicles of any kind will be stored or parked outside of a garage or in public sight on any portion of the development, except as provided below. "Abandoned or inoperable vehicle" is defined as any vehicle which has not been driven under its own propulsion for a period of four (3) weeks or longer; provided, however, this will not include vehicles parked by Owners while on vacation or residing away from the Two Rivers Subdivision. A written notice describing the "abandoned or inoperable vehicle" and requesting its removal may be personally served upon the Owner or posted on the unused vehicle. If such vehicle has not been removed with seventy-two (72) hours after notice has been given, the Association will have the right to remove the vehicle without liability, and the expense of removal will be charged against Owner. All unsightly or oversized vehicles and trailers, snow removal equipment, garden maintenance equipment, and all other unsightly equipment and machinery may be required by Declarant or the Executive Board to be stored out of public sight..

Electrical Television and Telephone Service. All electrical, television and telephone service installations will be placed underground.

Street Trees:

Street trees within the parkways and Common Areas shall be planted and maintained by the POA and shall conform to city regulations: The placement of street trees along the street frontage shall meet the requirements of the City of Salida ordinances.

Parking --- Assignment and Responsibility

Each Residential Unit will be assigned a numbered parking space within a limited common element area. A parking ticket will be given to each owner to be visibly shown in any vehicle that is parked within the reserved parking areas. The number on the parking ticket must match the number of the parking space. The Declaration addresses any fee or responsibility associated with a parking space.

1.0 Procedures: If any Procedures given in Declaration contradict those given below, those of the Declaration shall prevail.

1.1. Guidelines.

The Executive Board shall establish an architectural control policy and guidelines (“Design Guidelines”). The Board may amend, repeal, and augment the Design Guidelines from time to time, in the Board’s sole discretion. The Design Guidelines will be binding on all Owners and other persons governed by this Declaration. The Design Guidelines may include, among other things, those restrictions and limitations set forth below:

1.1.1. Procedures for making application to Design Review Committee for design review approval, including the documents to be submitted and the time limits in which the Design Review Committee must act to approve or disapprove any submission.

1.1.2. Time limitations for completion, within specified periods after approval, of the improvements for which approval is required under the Design Guidelines.

1.1.3. Landscaping regulations along river corridor: with limitations and restrictions prohibiting the removal or requiring the replacement of existing trees, the use of plants indigenous to the locale, and other practices benefiting the protection of the environment, aesthetics and architectural harmony of TWO RIVERS Subdivision.

1.1.4. General Instructions for the construction, reconstruction, refinishing or alteration of any improvement, including any plan to excavate, fill or make any other temporary or permanent change in the natural or existing surface contour or drainage or any installation of utility lines or conduits on the Property, addressing matters such as, waste storage, trash removal, equipment and material storage, grading, transformers, utility meters.

1.2. Design Review Committee.

There is hereby established a Design Review Committee, which will be responsible for the administration of Design Guidelines to facilitate the purposes and intent of this Declaration.

1.2.1. Committee Membership. The Executive Board shall appoint the Design Review Committee (also referred to herein as “Committee”) to

administer the architectural approvals required pursuant to the Declaration. It shall consist always of either three (3) or five (5) members. Absent a specific appointment by the Board, the members of the Board shall be members of the Design Review Committee. The Board may reduce the number of members of the Design Review Committee to three and increase it to five as often as it wishes. Members of the Design Review Committee may be removed at any time without cause by the Executive Board. From among the members of the Design Review Committee; the Board may appoint a Chairman of the Design Review Committee who shall coordinate the operation of the Design Review Committee.

1.2.2. Purpose and General Authority. The Committee will review, study, and either approve or reject proposed Improvements on the Property, all in compliance with this Declaration and as further set forth in the Design Guidelines and such rules and regulations as the Committee may establish from time to time to govern its proceedings. No Improvement will be erected, placed, reconstructed, replaced, repaired or otherwise altered, nor will any construction, repair or reconstruction, repair or reconstruction be commenced until plans for the Improvements shall have been approved by the Committee; provided, however, that Improvements that are completely within a Building may be undertaken without such approval. All Improvements will be constructed only in accordance with approval plans.

1.2.3. Committee Discretion. The Committee will exercise its best judgment to see that all Improvements conform and harmonize with any existing structures on the lot as to external design, quality and type or construction, The Committee, in its sole discretion, may excuse compliance with such requirements as are not necessary or appropriate in specific situations and may permit compliance with different or alternative requirements. Each Owner acknowledges that determinations as to such matters are purely subjective and opinions may vary as to the desirability and/or attractiveness of particular improvements. The Committee shall have the sole discretion to make final, conclusive, and binding determinations on matters of aesthetic judgment and such determinations shall not be subject to review so long as made in good faith, not arbitrarily, without prejudice or malice, and in accordance with the procedures set forth herein.

1.3. Organization and Operation of Committee.

1.3.1. Term. The term of office of each member of the Committee, subject to Section 3.2.1., will be two (2) years, and continuing until his successor is appointed. Should a Committee member die, retire, or become incapacitated,

or in the event of a temporary absence of member, a successor may be appointed as provided in Section 3.2.

1.3.2. Operations. The Committee chairman will take charge of and conduct all meetings, in accordance with meetings of the Executive Board as provided for in the Bylaws, and will provide for reasonable notice to each member of the Committee prior to any meeting. The notice will set forth the time and place of the meeting, and notice may be waived by any member. Accurate records of all meetings shall be recorded by the Committee and retained by the Secretary of the Association. The Committee acts for, and on behalf of, the Executive Board. The Committee chairman shall regularly report the Committee's activities to the Board.

3.3.3. Voting. The affirmative vote of a majority of the members of the committee will govern its actions and be the act of the Committee.

1.3.4. Expert Consultation. The Committee may avail itself of technical and professional advice and consultants as it deems appropriate, and the Committee may delegate its plan review duties, except final review and approval, to one or more of its members or to consultants retained by the Committee. Notwithstanding, the Committee may not delegate its ultimate responsibilities. Upon the Delegation, the approval or disapproval of plans and specifications by such member or consultant will be equivalent to approval or disapproval by the entire Committee.

1.4. Expenses. Except as provided in this section below or in the Declaration, all expenses of the Committee will constitute a Common Expense of the Association.

1.5. Other Requirements. Compliance with TWO RIVERS design review process is not a substitute for compliance with City of Salida zoning, and subdivision regulations, and any other applicable state, federal, or local code or regulation. Each Owner is responsible for obtaining all approvals, licenses, and permits as may be required prior to commencing construction. Furthermore, the establishment of the Design Review Committee and procedures for architectural design review will not be construed as changing any rights or restrictions upon Owner to maintain and repair their Lots and Improvement as otherwise required under the Governing Documents.

1.6. Limitation of Liability. The Committee will use reasonable judgment in accepting or disapproving all plans and specifications submitted to it. Neither the Committee nor any individual Committee member will be liable to any person for any official act of the Committee in connection with submitted plans and specifications. Approval by the Committee does not necessarily assure approval by the appropriate governmental board or commission for City of Salida. Notwithstanding that the Committee has approved plans and specifications, neither the Committee nor any of its members will be responsible or liable to any owner,

developer or contractor with respect to any loss, liability, claim, or expense which may arise by reason of such approval or denial of the construction of the Improvements. Neither the Board, the Design Review Committee, nor any agent thereof, nor Declarant, nor any of its partners, employees, agents, or consultants will be responsible in any way for any defects in plans or specifications submitted, revised or approved in accordance with the provisions of the Governing Documents, nor for any structural or other defects in any work done according to such plans and specifications. In all events, the Committee will be defended and indemnified by the Association in any such suit or proceeding, which may arise by reason of the Committee's decision.

1.7. Enforcement.

1.71. Inspection. Any member or authorized consultant of the Design Review Committee, or any authorized officer, Director, employee or agent of the Association may enter upon any Lot at any reasonable time after 24 hour notice to the Owner, without being deemed guilty of trespass, in order to inspect Improvements constructed or under construction on the Lot to determine whether the Improvements have been or are being built in compliance with TWO RIVERS Governing Documents and the plans and specifications approved by the Design Review Committee.

1.7.2. Completion of Construction. Before any Improvements on a Lot may be occupied, the Owner of the Lot will be required to obtain a temporary certificate of compliance issued by the Design Review Committee indicating substantial completion of the Improvements in accordance with the plans and specifications approved by the Committee, and imposing such condition for issuance of a final certificate of compliance issued by the Design Review Committee as the Committee may determine appropriate in its reasonable discretion. Without limiting the generality of the preceding sentence, if the construction and landscaping is not completed as scheduled, the Committee may apply and enforce such remedies as are available to the Association for failure of the Owner to comply with these covenants, including without limitation of the remedies set forth in Section 3.7.4.

1.7.3. Certificate of Compliance. Upon completion of construction, the Committee will issue an acknowledged certificate of compliance setting forth generally whether, to the best of the Committee's knowledge, the Improvements on a particular Lot are in compliance with the terms and conditions of the Design Guidelines.

1.7.4. Deemed Nuisances. Every violation of these Design Guidelines is hereby declared to be and to constitute a nuisance, and every public or private remedy allowed for such violation by law or equity against a Member will be applicable.

Without limiting the generality of the foregoing, these Design Guidelines may be enforced as provided below.

(i) **Fines for Violations.** The Board may adopt a schedule of fines for failure to abide by the Committee rules and the Design Guidelines, including fines for failure to obtain any required approval from the Committee.

(ii) **Removal of Nonconforming Improvements.** The Executive Board, upon request of the Committee, and after reasonable notice to the offender and, if different, to the Owner, may enter upon any Lot at any reasonable time, after said 24 hour notice to the Owner, without being deemed guilty of trespass, and remove any Improvement constructed, reconstructed, refinished, altered, or maintained in violation of these Design Guidelines. The Owner of the Improvement will immediately reimburse the Association for all expenses incurred in connection with such removal.

1.8. Continuity of Construction. All Improvements commenced on a Lot will be prosecuted diligently to completion and will be completed within fourteen (16) months after commencement of on-site construction, unless an exception is granted in writing by the Committee. If an Improvement is commenced and construction is then abandoned for more than ninety (90) days, or if construction is not completed within the required 14 month period, then after appropriate notices, including an opportunity for a hearing, the Association may impose a fine of not less than \$100.00 per day (or such other reasonable amount as the Association may establish in due course) to be charged against the Owner of the Lot until construction is resumed, or the Improvement is completed, as applicable, unless the Owner can prove to the satisfaction of the Executive Board that such abandonment is for circumstances beyond the Owner's control.

Variances

The Committee may authorize variances from compliance with any of its Guidelines and procedures when circumstances such as topography, natural obstructions, hardship, or aesthetic or environmental considerations require, but only in accordance with duly adopted rules and regulations. A request for a variance shall be submitted only in writing and shall be submitted at the time of submission of the complete application to the Committee. No variance shall (a) be effective unless in writing; (b) be contrary to this Declaration; or (c) stop the Committee from denying a variance in other circumstances. For purposes of this Section the terms of any financing shall not be considered a hardship warranting a variance.

Compliance with Laws and Regulations:

Each owner shall, at its own expense, comply with all terms and conditions of these Guidelines, the Declaration and all other regulations promulgated from time to time by the Two Rivers Board that are applicable to its construction activities.

Each owner shall, at its own expense, comply with all federal, state and local laws, ordinances, orders, rules, regulations and other governmental requirements relating to its construction activities.

Non-liability:

Neither the Design Review Committee, the Two Rivers Board, nor any member, employee, consultant, or agent, will be liable to any party for any action, or failure to act with respect to any matter if such action or failure to act was in good faith, non-discriminatory, and without malice.

**DECLARANT: Two Rivers Commons POA Inc,
A Colorado Nonprofit Corporation**

By: Thomas Pokorny, Manager

STATE OF COLORADO

COUNTY OF CHAFFEE

**Subscribed and sworn to before me this _____ day of _____, 2018 by
Thomas Pokorny as Manager of Two Rivers HOA Inc., a Colorado Nonprofit
Corporation.**

Witness my hand and official seal.

My commission expires: _____

Notary Public