

MEMORANDUM OF UNDERSTANDING BY THE  
BOARD OF TRUSTEES, 5000-5100 WESTMINSTER PLACE  
CITY OF ST. LOUIS, MO., DECEMBER 13, 1976

The undersigned members of the Board of Trustees present to the Owners of properties covered by the Deed of Restrictions in the 5000-5100 block of Westminster Place in the City of St. Louis the following "Memorandum of Understanding" governing the Trustees' administration of their duties, obligations and powers arising from their interpretation of the Deed of Restrictions (attached) with the advice and concurrence of Legal Counsel (Susman, Stern, Agatstein, and Heifetz, 7733 Forsyth Blvd., St. Louis, Mo., 63105).

1) THE DEED OF RESTRICTIONS IN GENERAL

On June 24, 1957, forty-nine (49) of a total of fifty-six (56) Property Owners in the 5000-5100 block of Westminster Place (from Kingshighway to Lake Avenue) signed the attached Deed of Restrictions placing their property under the control of the Deed, and binding their successors and assigns. The restrictions run with the land. Subsequent Property Owners cannot release themselves from the Deed unilaterally. Following the above date, additional Property Owners signed the Deed so that now only three properties are not covered by the Deed. These Owners may be covered by signing the Deed which will be re-recorded. The present Deed was recorded on November 5, 1957, in the Office of the Recorder of Deeds, City of St. Louis in Book 7785, Page 155ff, and will be reported on Certificates of Title binding the Owners of covered properties.

The Deed of Restrictions is not a negative covenant, but a positive, enabling document freely entered into by the signers for the purpose of joining themselves together as concerned neighbors to mutually protect and defend the superior condition, integrity and value of their property, to maintain their block as a "Private Place" for single-family residences with extraordinary 19th Century charm and architectural significance. To accomplish this the signers, joined later by other of their neighbors, voluntarily delegated to their elected Board of Trustees certain powers and duties, binding themselves to standards of preservation, maintenance and rehabilitation, delegating to their Trustees these powers and duties relating to this Private Place for the common good of all, and not to the advantage of any single individual.

In response to a number of challenging questions raised by certain Property Owners, and as a timely exercise of stewardship, the Board of Trustees, in conformity with the explicit provisions of the Deed, have engaged Legal Counsel to restudy the Deed, its Articles, and ramifications (see attached Opinion of Counsel) and have decided in this Memorandum to spell out in some detail their interpretations of their powers and duties especially in regard to the expected high standards of preservation, maintenance and rehabilitation binding Property Owners for the common good of all. The Trustees will also address themselves to other of their powers and duties, with the advice of Legal Counsel.

2) THE BOARD OF TRUSTEES

The Deed of Restrictions provides for the election at the Annual Meeting in December of each year up to seven (7) Trustees, the Owner of each covered property casting one (1) vote. (The Owners of properties not covered by the Deed have no vote, nor do tenants, houseguests or visitors.) The Trustees serve without

compensation. But just as the Property Owners elect a Trustee, they can remove him for malfeasance, negligence or incompetence. The interim vacancy of a Trustee prior to the fulfillment of his term of office is filled by the Trustees. They also elect their own officers; President, Vice-President, Secretary and Treasurer. (For more on same see Deed, Section 4, and (B) 5.)

Regular meetings of the Trustees are open to all Property Owners who are given an opportunity to express their concerns, make suggestions and ask questions. Concerns may be expressed at any time to a member of the Board of Trustees. The business of the Trustees relates to the fulfillment of their duties as outlined in the Deed, including the care and maintenance of the right-of-way in their control, the preservation of standards of excellence in the maintenance of properties by Property Owners, and the proper management of monies in their custody. Regular reports to the Property Owners are made via a hand delivered "NEWSLETTER".

The term "Westminster Place Association" refers historically to a social organization, and is not to be confused with the Board of Trustees of 5000-5100 Westminster Place. An "Association" is not mandated by or recognized by the Deed. An "Association" antedated the Deed of Restrictions by nineteen years, and brought the Deed of Restrictions into existence, confirmed by an Ordinance of the Board of Aldermen, (No. 49533, signed by the Mayor June 16, 1959) designating 5000-5100 Westminster Place as a Private Place and vacating the public street. All necessary powers and duties are placed in the hands of the Board of Trustees to accomplish the ends and purposes of the Deed of Restrictions and the enabling Ordinance of the City of St. Louis.

### 3) DUTIES AND POWERS OF THE BOARD OF TRUSTEES

In the opinion of Counsel, "Section 6 (pages 5 through 8) is wholly adequate to accomplish the purposes of the Deed of Restrictions. It is clearly stated that the Trustees shall have the right, power and authority to do any or all things necessary or incidental or which they may deem advisable to the maintenance, preservation and improvement of the area" (see attached letter from Counsel dated 10/14/75). The following are some more noteworthy examples derived from the above all-embracing principle:

- A) There must be an application by an Owner to the Board of Trustees for a permit for alterations or for additions to or upon the property of such owner (see Deed Section 6 (A) (1)). The Trustees will in a thoughtful and prudent manner exercise their responsibility in this regard to preserve primarily the unique streetscape of this Private Place, and retain its total turn-of-the-century charm and architectural significance. After proper consideration of the request for approval, the Board of Trustees will, if they deny approval, recommend denial of a building permit to the Building Commissioner of the City of St. Louis, and denial of approval from the Landmarks and Urban Design Commission of the City of St. Louis which has review authority over all exterior alterations of buildings in a Historic District within which Westminster Place now is placed. The Trustees will take such actions as are indicated, including legal action, to prevent violations of the Deed of Restrictions. (Section 6 (A) (2)).
- B) In exaggerated cases of severe neglect of a building or premises by an Owner, the Trustees shall, after reasonable counselling with the Owner, take all necessary steps to

have the nuisance abated including enlisting the authority of the City of St. Louis' Building Commissioner, and the Housing Court Division of the Municipal Court to enforce compliance with the provisions of the City Building Code.

- C) The Trustees are willing to receive and investigate complaints from Property Owners regarding the abatement of nuisances. If the complaints are justified in the judgment of the Trustees, they will after reasonable counseling with the Property Owner take appropriate action through responsible Departments of City Government, e.g. excessive refuse on the property; overgrown shrubs, bushes, trees, weeds; the presence of rats and other vermin; unleashed dogs and other large animals running free; broken and dangerous sidewalks and driveways; snow filled and ice-covered driveways that are hazardous to the neighborhood; hot-rodding or speeding (over 20 MPH) dangerous to residents and children.

4) OTHER DUTIES AND RESPONSIBILITIES OF THE BOARD OF TRUSTEES

The Deed of Restrictions in Section B places upon the Trustees the responsibility for maintaining the private right-of-way (utilities, storm and sanitary sewers, curbing, parkways and landscaping thereon). Sidewalks and driveways are the responsibility of the property Owner. The Trustees maintain the street surface regularly; have trees in the parkway trimmed annually; maintain the street lights; maintain the speed-controlling berms ("bumps"); maintain the east-west gateways; monitor parking arrangements to accommodate Property Owners and satisfy the requirements of the St. Louis Fire Department; monitor the exercise of reasonable prudence in regard to speed limits of those who use this Private Street for the protection of the residents and their children (enlisting when necessary the aid of the St. Louis Police Department to apprehend habitual offenders; and provide armed guards at certain times of the year (Halloween, Christmas, etc.).

Costs of the maintenance programs of the Trustees are shared by the Property Owners through an annual assessment which the Trustees have the right and responsibility to levy and said assessment shall become a lien upon the property of the delinquent Owner (Section 6 (A) (3-4). A Treasurer's Report is provided annually to Property Owners after a professional audit.

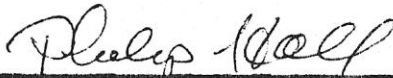
Finally, the Trustees may within the terms of the Deed of Restrictions, supported by Opinion of Counsel, take other actions from time-to-time as they think necessary or advisable for the maintenance, preservation and improvement of the area, e.g. maintain a roster of Property Owners, tenants and residents. The Trustees acknowledge that they have a grave responsibility representing all the Property Owners, as stated in the Preamble to the Deed, to "Preserve the exclusive residential character" of this neighborhood "resisting and preventing the encroachment and incidence of blight and decay". Essential to this basic goal is the prevention of overdensification and the preservation of the single-family character of the residences as defined in the Deed of Restrictions (except for the two multi-family dwellings pre-existing the Deed (5098 and 5106) (see No. 1 and 2 on pages 2-3). Voluntary compliance of all Property Owners is continually sought by the Trustees and complied with by most. In cases of violations reported to the

Trustees, after investigation and reasonable counselling with the Property Owner, the Trustees will seek enforcement of the City Zoning Code from appropriate City Departments, and, if necessary, seek injunctive relief by legal means in the appropriate Court of Law as provided in the Restrictions. It is only by prompt and consistent action by the Trustees that the high value of the investment of Westminster Place Property Owners can be maintained.

The Trustees will make available copies of the Deed of Restrictions and of this Memorandum of Understanding to Real Estate Brokers and Agents traditionally interested in properties on the 5000-5100 block of Westminster Place, St. Louis, Mo.



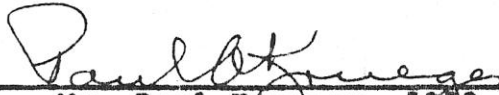
Mrs. Barbara Cartwright, 5071  
President



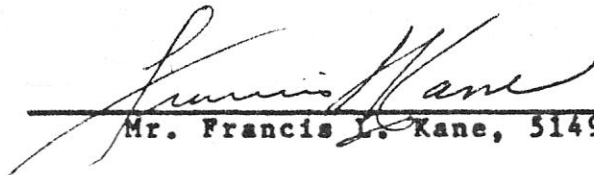
Mr. Phil Hall, 5101  
Vice President



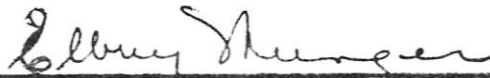
Mrs. Perri Graham, 5136  
Secretary



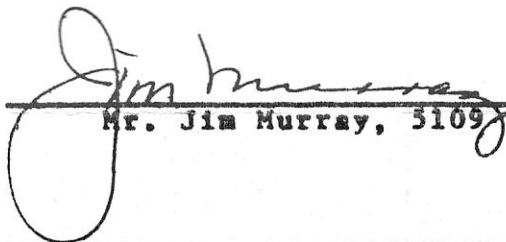
Mr. Paul Krueger, 5052  
Treasurer



Mr. Francis L. Kane, 5149



Mrs. Elbrey Munger, 5086



Mr. Jim Murray, 5109