

OCEAN PINES ASSOCIATION, INC.

*Mission Statement: Provide the governance, administration, facilities, services, and amenities that are necessary to make Ocean Pines an attractive, affordable, safe, and enjoyable place to live and work.*



HEARING/TOWN HALL MEETING ON PROPOSED BYLAWS CHANGES  
AGENDA

Saturday, March 12, 2022  
9 a.m., Clubhouse Meeting Room

**Join Via Microsoft Teams:**

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_NDIkYjU5ZDEtNjQyZi00YTg0LWJiNGUtMDFjNzY3NzU4Y2Zj%40thread.v2/0?context=%7b%22Tid%22%3a%22625a6322-2b2f-40fa-94f8-d7dd44d78153%22%2c%22Oid%22%3a%221bbe60b-d4e0-49eb-b4c6-d257cae7f063%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_NDIkYjU5ZDEtNjQyZi00YTg0LWJiNGUtMDFjNzY3NzU4Y2Zj%40thread.v2/0?context=%7b%22Tid%22%3a%22625a6322-2b2f-40fa-94f8-d7dd44d78153%22%2c%22Oid%22%3a%221bbe60b-d4e0-49eb-b4c6-d257cae7f063%22%7d)

Call to Order – Colette Horn, President – **all cell phones must be silenced; board cell phones must be powered off and stowed away; emergency text-in or call-in number for Directors' families is 443-377-1079**

Pledge of Allegiance – All

Approval of Agenda – Board

President's Remarks – Colette Horn

Public Discussion with the OPA board of Directors – **Members wishing to make comments must state their name and address. Time limit for comments is 5 minutes. Comments may be made on any topic of interest to the member that pertains to the mission of OPA (see above). Order for comments for hybrid meetings: 1st – members in attendance in-person; 2nd – MS Teams Participants (use of "raise hand" function required to enter speaking queue); 3rd – members participating through the MS Teams call-in (audio only) function. To enter call-in queue, text Josh Davis at 443-377-1079. 4th – Members wishing to speak via the MS Teams chat function – chat function is for Public comments only; all other comments in the chat function will be considered out of order, as will be speaking during the meeting without being given the floor by the Chair.**

By-Law Changes Referendum

Adjournment

**SUMMARY OF PROPOSED BY-LAWS REVISIONS  
OCEAN PINES ASSOCIATION - FEBRUARY 2022**



The sections of the by-laws that have been revised and presented to the membership for their approval in a referendum are listed below:

1. Article I – Definitions
  - a. Section 1.11
  - b. Section 1.12
2. Article III – Voting
  - a. Section 3.03(c)
  - b. Section 3.05
3. Article IV – Meetings, Petitions and Referendums
  - a. Section 4.03
  - b. Section 4.04(b)
  - c. Section 4.07(a)
  - d. Section 4.07(c)
  - e. Section 4.08(c)
  - f. Section 4.08(d)
4. Article V – The Board of Directors
  - a. Section 5.02(a)
  - b. Section 5.02(b)
  - c. Section 5.02(c)
  - d. Section 5.02(d)
  - e. Section 5.04(a)
  - f. Section 5.10
  - g. Section 5.11
  - h. Section 5.12(c)
  - i. Section 5.13(c)
  - j. Section 5.14(e)
  - k. Section 5.14(f)
  - l. Section 5.14(l)
5. Article VI – The Officers of the Association
  - a. Section 6.03
6. Article VIII – Finance
  - a. Section 8.04(b)
7. Article IX – Association Administration and Operations

## SUMMARY OF PROPOSED BY-LAWS REVISIONS OCEAN PINES ASSOCIATION - FEBRUARY 2022

a. Section 9.02(c)

The following is a description of the proposed changes specific to each of the by-laws that are being presented to the membership for their consideration and vote. For detailed information refer to the individual motions that are attached to this document.

**Section 1.11** – this proposed change adds this new section to define the term “owner of record” as the term is referenced in several other sections of the by-laws

**Section 1.12** – this proposed change defines the term “eligible to vote” as the term is used in several sections of the by-laws and makes the reference consistent.

**Section 3.03(a)** – this proposed change updates the language to be consistent with the terms “eligible to vote”.

**Section 3.05** – this proposed change updates the language to be consistent with the terms “eligible to vote”.

**Section 4.03** – this proposed change updates the language to reference to section 4.07(c)(3)

**Section 4.04** – this proposed change deals with meeting notification requirements and the responsibility that the Association will be to send one notification to the contact information on file regardless of whether there are multiple owners or multiple mailing addresses.

**Section 4.07(a)** – this proposed change adds a missing detail to the petition review responsibilities of the Secretary to file a public report with the Board when a petition is rejected.

**Section 4.07(c)** – this proposed change is meant to better define the number of votes for a petition and adds the term “who are eligible to vote” in subsections 1, 2 and 3.

**Section 4.08(c)** – this proposed change establishes a minimum number of votes presented in a standalone referendum for and against, equal in number to 40% of the total votes eligible to be cast.

**Section 4.08(d)** – this proposed change renumbers the original section 4.08(c) to 4.08(d) based on the insertion of the new section 4.07(c)

**Section 5.02(a)** – there are several proposed changes as noted below:

1. adds a subsection (iii) to address the issue of candidates/directors with familial relationships from serving on the board at the same time
2. establishes that a candidate must have paid the annual assessment and any other outstanding charges owed to the Association
3. adds a subsection to note that anyone convicted of a felony cannot run for the board until 5 years after serving the terms of the sentence, including probation and any other restitution requirements

## **SUMMARY OF PROPOSED BY-LAWS REVISIONS OCEAN PINES ASSOCIATION - FEBRUARY 2022**

4. adds a new subsection that a candidate cannot be a plaintiff in an active lawsuit with the Association nor as a defendant in a case where the Association is the plaintiff

**Section 5.02(b)** – this proposed change adds language to the Search committee definition and confirms that the election will still be valid if a Search Committee is not established in that election year

**Section 5.02(c)** – this proposed change details the requirements for completing the application form that is required to be submitted to run for the board

**Section 5.02(d)** – this proposed change defines the responsibilities of the Association Secretary in regard to validating candidate status for election and the requirements for reporting any discrepancies. The proposed changes also define how the ballots will be counted if a candidate is found to be ineligible after the ballots have been sent to the membership.

**Section 5.04** – this proposed change makes the qualifications of appointed directors the same as those of candidate for the board as set forth in Section 5.02(a)

**Section 5.10** – this proposed change adds a reference to Maryland Code section 2-408(c) with regard to informal actions by the Board without conducting a meeting

**Section 5.11** – this proposed change eliminates the reference to specific amenities and replaces it with “Family Membership to all amenities”

**Section 5.12(c)** – this proposed adds the convicted felony term to the reasons for removal of a Director for cause

**Section 5.13(c)** – the proposed change lowers the percentage from 20% to 10% for expenses without input from the membership. This change aligns with the change made last year to 5.13(d)(1) which limited the Board’s capital spending amount to \$1,000,000.00.

**Section 5.14(e)** – this proposed change establishes the reference to the Financial Policies and Procedures manuals as the source for guidelines regarding contracts, spending and other financial transactions

**Section 5.14(f)** – this proposed change establishes the reference to the Financial Policies and Procedures manuals as the source for guidelines regarding contracts, spending and other financial transactions and makes the section consistent with section 5.14(e)

**Section 5.14(l)** – this proposed change adds the language “...and certified as valid by the Secretary...” to the existing language

**Section 6.03** – this proposed change clarifies the requirement that if the current Secretary of the Association is running in an upcoming election, he/she must resign the position and the Board will elect a new Secretary to finish out the term.

**SUMMARY OF PROPOSED BY-LAWS REVISIONS  
OCEAN PINES ASSOCIATION - FEBRUARY 2022**

**Section 8.04** – this proposed change makes a required reference to the Financial Policy and Procedures manuals and clarifies this as the appropriate reference rather than the inference that the Board could establish its own guidelines

**Section 9.02(c)** – this proposed change updates the language in reference to “personnel Policy Procedures Manuals” (note the capitalization), which could be interpreted to suggest that there is a specific manual so entitled, which is not the case.



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 1.12 Define Eligible to Vote

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 1 by adding a new Section 1.12 to read as follows:

Article I. Section 1.12. "Eligible to Vote" refers to a member who has paid the annual charges and interest levied under Section 5.14(a) and has not had the right to vote suspended under Section 5.13(e)

**PURPOSE AND EFFECT:** To provide a definition of the term "Eligible to Vote."

**BACKGROUND:** It is recognized that the term "Eligible to Vote" is used in the bylaws without clear definition of its meaning. This revision is meant to correct that.

**MOTION OUTCOME:** PASSED:       FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
<b>COLETTE HORN</b>		
<b>FRANK DALY</b>		
<b>JOSETTE WHEATLEY</b>		
<b>RICHARD FARR DOUG</b>		
<b>PARKS</b>		
<b>AMY PECK</b>		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: 2/27/2022

TOPIC: Wording Change to Section 3.03(c)

FOR INCLUSION IN MEETING HELD ON: 2/7/2022

SUBMITTED BY: Doug Parks      SECOND BY: \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to update Section 3.03 (c) of the Bylaws to read as follows:

Article III Section 3.03. Proxies.

Revise the first sentence of 3.03(c) to read:

(c) The Secretary shall confirm that the member is eligible to vote, and valid proxies are delivered to the Elections Committee no later than forty-eight (48) hours prior to the beginning of the meeting

**PURPOSE AND EFFECT:** To make consistent the term "eligible to vote".

**BACKGROUND:** The term is used and referenced in a number of sections within the by-laws and the change will reflect a consistent reference to this term.

MOTION OUTCOME: PASSED:       FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: 1/27/2022

TOPIC: Wording Change to Section 3.05

FOR INCLUSION IN MEETING HELD ON: 2/7/2022

SUBMITTED BY: Doug Parks      SECOND BY: \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to update Section 3.03 (c) of the Bylaws to read as follows:

Article III Section 3.05. Voting in Meetings  
Revise the second sentence of 3.05 to read:

The Elections Committee shall require identification and verify that the member is eligible to vote.

**PURPOSE AND EFFECT:** To make consistent the term "eligible to vote".

**BACKGROUND:** The term is used and referenced in a number of sections within the by-laws and the change will reflect a consistent reference to this term.

MOTION OUTCOME: PASSED:       FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		





## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Adequate Meeting Notice Requirement Section 4.04(b)

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to amend Section 4.04(b) of the Bylaws to read as follows:

Article IV Section 4.04. Notice of Meetings.

(b) Adequate notice of a meeting shall be deemed to have been given to any member if mailed or sent electronically to the address designated by the member(s) or entities for this purpose. In the case of properties owned by entities or those with multiple owners in common, Ocean Pines will not be responsible for determining who is authorized to provide this information.

**PURPOSE AND EFFECT:** To clarify the required process for providing written notices of the annual or special meeting of the members under By-laws Section 4.04.

**BACKGROUND:** Section 4.04 of the By-laws require a notice, in writing, be provided to all members of upcoming special meetings of the membership and specifically the Annual Membership meeting. This can be challenging and under certain circumstances, nearly impossible when the property is owned by an entity with multiple owners in common (e.g., LLCs, Trusts, etc.).

It became necessary to ensure that the responsibility of providing the designated contact information be placed on the property owner(s) or entities. In the event that more than one set of contact information is provided, or the owner(s)/entities choose to have such related correspondence sent to a separate address, the owner(s)/entities are responsible for designating a single mailing address for these written notices.

Additionally, as these notices may include election materials and ballots for electing members to the Board of Directors, only one notice per property will be provided. Therefore, the written notice will make it clear, that the recipient of the notice is responsible for providing this information to all other owners in common of the property for their consideration.

**MOTION OUTCOME:** PASSED:       FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/27/2022

**TOPIC:** Wording Change Section 4.03

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Doug Parks      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to update the wording in Section 4.03.

Article IV Section 4.03. Special Meetings  
Revise Section 4.03 to read:

A special meeting of the members of the Association may be called by the President, by a majority of the Board of Directors, or upon written petition signed by members representing the number of votes required under Section 4.07(c)(3).

**PURPOSE AND EFFECT:** To clarify the required reference to section 4.07

**BACKGROUND:** The change is to clarify the correct reference.

**MOTION OUTCOME:** PASSED:       FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 8.04 Budget, paragraph (b).

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 8.04 to read as follows:

Article VIII. Section 8.04. Budget.

(b) The General Manager, or management firm, may make transfers of budgeted items within a department and make other transfers of budgeted items as authorized by the guidelines and limits established in the financial policy, and financial procedures manuals.

**PURPOSE AND EFFECT:** To clarify language in this section.

**BACKGROUND:** As currently written, this section allows for the GM to transfer budgeted items within a department as well as other transfers of budgeted items pursuant to "guidelines and limits established by the Board of Directors." Currently the permissible actions referred to under this Section are codified in financial manuals with which the GM must comply. The language in this section does not refer to those manuals and could lead to the interpretation that the Board has established guidelines and imitations.

**MOTION OUTCOME:** PASSED:       FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Section 9.02 General Manager Responsibilities, paragraph (c). Personnel Manuals

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 9.02(c) to read as follows:

Article IX. Section 9.02. General Manager's Responsibilities.

(c) The General Manager shall maintain personnel policy procedures manuals, review annually all benefit programs, wages schedules, training programs, classification schedules, personnel policies, including grievance procedures, and make recommendations to the Board of Directors.

**PURPOSE AND EFFECT:** To clarify language in this section.

**BACKGROUND:** This section as currently written this section refers to "personnel Policy Procedures Manuals" (note the capitalization) which could be interpreted to suggest that there is a specific manual so entitled, which is not the case. This revision corrects that potential problem.

**MOTION OUTCOME:** PASSED:  \_\_\_\_\_ FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 4.07(a) Petitions

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.14 (a) as follows:

Article IV. Section 4.07. Petitions.

- (a) Petitions must contain a specific question, proposal, or action suitable for an affirmative or negative response. The petition must be in a format prescribed by a Resolution adopted by the Board of Directors. The petition shall identify the person(s) who will represent the petitioners and contain the lot number or address of the property in the Subdivision owned by each member signing the petition. Each member signing the petition must be eligible to vote when the petition is filed. Notarization or self-authentication of the member's signature shall not be required. If more than one person is authorized to cast a vote under Section 3.02, only one of those persons may sign the petition. Within ten (10) calendar days after a petition is filed, the Secretary shall certify in writing to the Board of Directors that the petition meets the requirements of this Section or file a public report with the Board specifying the basis for rejecting the petition.

**PURPOSE AND EFFECT:** To clarify language in this section.

**BACKGROUND:** As currently written, this section omits a detail that is missing from the petition review responsibilities of the Secretary. The Secretary is to file a public report with the Board when a petition is rejected. However, the requirement for certifying a valid petition is less clear. The proposed amendments correct this.

**MOTION OUTCOME:** PASSED:       FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** January 24, 2022

**TOPIC:** Motion to clarify the number of valid signatures required on a petition and referendum

**FOR INCLUSION IN MEETING HELD ON** \_\_\_\_ February 7, 2022 \_\_\_\_

**SUBMITTED BY:** Frank Daly **SECOND BY:** \_\_\_\_\_

**MOTION:**

To have legal counsel prepare the specific wording to change Section 4.07(c) of the By-Laws. Petitions, as follows with the proposed changes noted in Bold:

(c) Petitions must contain the number of signatures specified in this section when they are filed with the Secretary.

(1) To request action by the Board of Directors not requiring a referendum or to have an issue included in the notice of the annual meeting of the members, a petition requires signatures of **members who are eligible to vote representing at least one hundred (100) votes in the Association as referenced in Section 3.01(a).**

(2) For issues for referendum under Section 4.08, removal of a Director under Section 5.12(a), or for amendments to the By-laws under Section 11.01, a petition requires signatures of **members who are eligible to vote representing at least ten percent (10%) of the votes in the Association as referenced in Section 3.01(a).**

(3) To call a special meeting of members under Section 4.03, a petition requires signatures of **members who are eligible to vote representing at least fifteen percent (15%) of the votes in the Association as referenced in Section 3.01(a).**

**PURPOSE AND EFFECT:** To provide clarity and consistency on a year to year and Board to Board basis on the number of signatures required on petitions.

**BACKGROUND:** There has been some variability in the past as to the number of valid signatures required. These changes eliminate that variability.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/27/2022

**TOPIC:** Total Votes That Can Be Cast Section 4.08(c) and 4.08(d)

**FOR INCLUSION IN MEETING HELD ON:** 2/7/22

**SUBMITTED BY:** Doug Parks      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to amend Section 4.08(c) and add section 4.08(d) of the Bylaws to read as follows:

Article IV Section 4.08. Referendum Issues.

4.08(c) Any proposal presented in a standalone referendum must receive a minimum of total votes cast, for and against, equal in number to 40% of the total votes eligible to be cast.

{4.08(d) Any proposal presented in a referendum requires a majority affirmative vote of the total votes cast in order to become effective. A question, proposal, or action not adopted may not be resubmitted by petition within one year of the previous submission.

**PURPOSE AND EFFECT:** To clarify the required percentage of votes that can be cast to approve referendum issues.

**BACKGROUND:** There is no requirement in 4.08 for a minimum number of members voting, only that of those who did vote on the issue, a simple majority will pass the measure. Theoretically this would permit as little as 1% of eligible voting members to decide a referendum. Since subjects that go to referendum are typically of significant importance, as many association members as possible should be involved in the decision.

The By-laws and Resolutions Committee proposes to set a minimum number of votes but limit it to standalone referendums. The requirement would not apply to referendums that are conducted with the annual election of directors. The 40% number is based on research done by the Committee and reflected in the proposed changes to 4.08(c), with an additional subsection 4.08(d).

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 5.14(I) Petitions

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.14 (I) as follows:

Article IV. Section 5.14. Duties

(I) The Board of Directors shall consider a petition submitted under Section 4.07 and certified as valid by the Secretary at a meeting of the Board within sixty (60) days of the petition being filed.

**PURPOSE AND EFFECT:** To clarify language in this section.

**BACKGROUND:** As currently written, this section omits a detail that is missing from the petition review responsibilities of the Secretary. This adds the phrase "and certified as valid by the Secretary."

**MOTION OUTCOME:** PASSED:  \_\_\_\_\_ FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		





## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** January 24, 2022

**TOPIC:** Final Revised Motion to Define Director Qualification in By-Law Section 5.01 and 5.02 (a)  
**FOR INCLUSION IN MEETING HELD ON** February 7, 2022

**SUBMITTED BY:** Frank Daly **SECOND BY:** \_\_\_\_\_

**MOTION:**

To have Counsel develop the appropriate wording for a referendum to amend the By-Laws to a new Section 1.11 of the By-laws, to amend Sections 5.01 and 5.02(a) of the By-Laws to provide as follows: (Bold and underline indicates addition):

Section 1.11. "**Owner of Record**" means, the person(s) listed on the deed recorded in the Land Records of Worcester County as the owner of property (grantee/party in second part) within the Subdivision to which votes are attributable. If a trust is listed on the deed recorded in the Land Records of Worcester County as the owner of the property within the Subdivision, then the **Owner of Record** shall be the trustee(s) or **Co-trustees** of the trust who is/are listed on the recorded deed to such property. If a corporation, limited liability company, or partnership is listed on the deed recorded in the Land Records of Worcester County as the owner of the property within the Subdivision, the **Owner of Record** shall be an officer of the corporation, a living person who is a member of the limited liability company, or a living person who is a partner in the partnership as reflected in the relevant entity's records.

Section 5.01. Number, Term of Office, and Qualifications. The affairs and business of the Association shall be managed by a Board of seven (7) Directors, each of **whom** shall be **an Owner of Record of property in the subdivision eligible to vote**. The terms of the Directors shall be for three (3) years and until their respective successors are duly selected. No member of the Board of Directors may at the same time be an employee of the Association. **Additional qualifications for candidacy and election to the Board of Directors shall be governed by Section 5.02(a) of these By-laws.**

**Section 5.02(a)**

... All candidates must be **an Owner of Record** on the first day of January of the year in which the election is to be held and eligible to vote under Section 3.01(c),...

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		90226.001
DOUG PARKS		90226.001
AMY PECK		

4403760.3

4417104.3



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 5.02(a) to add a paragraph (iii) Incumbent and Familial Relationship

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.02(a) (iii) as follows:

Article V. Section 5.02. Candidates for Election.

(a) Eligibility.

(iii) No member shall be a candidate for election as a Director of the Association if he or she is an incumbent Director completing a second consecutive full term of office, has a familial relationship through marriage, parentage or is a sibling of any other member currently serving on the Board.

**PURPOSE AND EFFECT:** To restrict members who have a familial relationship from serving on the board at the same time.

**BACKGROUND:** This adds a requirement that members who have a familial relationship cannot serve on the board together at the same time.

**MOTION OUTCOME:** PASSED:  \_\_\_\_\_ FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022: Motion to Define Candidate Eligibility in By-Law Section 5.02(a) (annual charge dates)

FOR INCLUSION IN MEETING HELD ON \_\_\_ February 7, 2022 \_\_\_\_\_

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

### MOTION:

To have Counsel develop the appropriate wording for a referendum to amend Section 5.02(a) of the By-Laws to add a new sub-subsection to provide the following:

Section 5.02(a) Candidates for Election. The eligibility requirements for election to the Board of Directors are as provided in this Section.

...

*In addition to the requirements contained in Section 3.01(c) of these By-laws, any candidate for the Board of Directors shall have paid the annual charge for that year, including any assessed interest, by May 15<sup>th</sup> of the year of the election.*

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our Bylaws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

MOTION OUTCOME: PASSED:  FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022

TOPIC: Motion to Define Candidate Eligibility in By-law Section 5.02 (a)

FOR INCLUSION IN MEETING HELD ON \_\_\_ February 7, 2022 \_\_\_\_\_

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

## MOTION:

To have Counsel develop the appropriate wording for a referendum to amend Section 5.02 (a) of the By-laws to add a new sub-subsection to read as follows:

Section 5.02. Candidates for Election. The eligibility requirements for election to the Board of Directors are as provided in this Section.

(a)

....

The candidate may not have been convicted of a felony **AND NOT FULLY COMPLETED ALL TERMS OF THEIR SENTENCING INCLUDING PROBATION AND ANY OTHER RESTITUTION REQUIREMENTS** within **FIVE (5)** years of May 1<sup>st</sup> of the year in which the election is to be held.

...

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our By-laws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

MOTION OUTCOME: PASSED:  FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** January 24, 2022

**TOPIC:** Motion to Define Candidate Eligibility in By-Law Section 5.02 (a) (Pending Litigation)

**FOR INCLUSION IN MEETING HELD ON** February 7, 2022

**SUBMITTED BY:** Frank Daly **SECOND BY:** \_\_\_\_\_

**MOTION:**

To have Counsel develop the appropriate wording for a referendum to amend Section 5.02 (a) of the By-Laws to add a new sub-subsection that will provide as follows.

Section 5.02. Candidates for Election. The eligibility requirements for election to the Board of Directors are as provided in this Section.

...

*The candidate may not be a plaintiff in an active lawsuit in a Maryland or Federal court, including on appeal, in which the Association or any of the Association's Directors, named in their capacity as a Director, is/are named as a defendant nor may the candidate be named as defendant in a active lawsuit in a Maryland or Federal court in which the Association is the plaintiff, including on appeal.*

...

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our By-laws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** January 24, 2022

**TOPIC:** Motion to Define Candidate Eligibility in By-Law Section 5.02 (b)

**FOR INCLUSION IN MEETING HELD ON** \_\_\_February 7, 2022\_\_\_\_\_

**SUBMITTED BY:** Frank Daly **SECOND BY:** \_\_\_\_\_

**MOTION:**

To have Counsel develop the appropriate wording for a referendum to Amend Section 5.02 (b) of the By-Laws as follows:

Section 5.02. Candidates for Election. The eligibility requirements for election to the Board of Directors are as provided in this Section.

(b) Search Committee. No later than **March** 1<sup>st</sup> each year the President shall, subject ~~to willing volunteers and~~ to confirmation by the Board of Directors, appoint a Search Committee of not **Fewer than three(3)**to five (5) members of the Association eligible to vote. The Committee shall solicit candidates for election to the Board of Directors. ~~The Committee shall attempt to acquire at least two (2) more candidates than the number of vacancies to be filled on the Board of Directors, including any unexpired terms.~~ **The lack of a Search Committee or the Committee's inability to acquire at least two (2) or more candidates than the number of vacancies will not affect the validity of the election.** The Committee shall submit a list of candidates to the Secretary not later than May 15<sup>th</sup>.

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our Bylaws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022

TOPIC: Motion to Define Candidate Eligibility in By-Laws Section 5.02 (c)

FOR INCLUSION IN MEETING HELD ON \_\_\_\_ February 7, 2022 \_\_\_\_

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

**MOTION:**

To have Counsel develop the appropriate wording for a referendum to amend and restate Section 5.02 (c) of the By-laws as follows:

(c) Candidate Applications. Each individual who desires to be a candidate for election to the Board of Directors shall complete an application form **Defined in Resolution M-09**. The candidate must list their full legal name (first, middle, last including any prefix or suffix) and provide all supporting documentation requested by the application form. The form shall be submitted to the **Secretary or Assistant Secretary**, not later than May 10<sup>th</sup>, and shall state that **to the best of their knowledge, the** candidate meets the requirements of paragraph (a) of this Section and is willing to serve as Director if elected. At the candidate's option, the application form may include the candidate's experience, past participation in Association governance, and reasons for becoming a candidate.

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our By-laws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

MOTION OUTCOME: PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022

TOPIC: Motion to Define Candidate Eligibility in By-Laws Section 5.02 (d)

FOR INCLUSION IN MEETING HELD ON \_\_February 7, 2022\_\_

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

### MOTION:

To have Counsel develop the appropriate wording for a referendum to amend and restate Section 5.02 (d) of the By-laws as follows:

(d) The Secretary shall make **reasonable efforts** to verify that as of May 15<sup>th</sup> support each candidate's eligibility and shall submit a list of eligible candidates to the Elections Committee not later than June 1st.

If at any time **after May 15 and prior to certification** of the election of Directors, the Secretary determines, **based on further information that comes to light**, a candidate does not meet the qualifications to be a candidate for election to the Board of Directors, based on the criteria in Section 5.02(a), the Secretary will deem that candidate to be ineligible to be elected to the Board of Directors. In such a situation, the Association, within three (3) business days of the Secretary's determination, will publish public notice of such ineligibility determination and basis for the determination.

If the election ballots are not printed at the time of the Secretary's ineligibility determination, the ineligible candidate's name will be removed from the ballot prior to distribution to the members. If the election ballots are printed with the ineligible candidate's name, the ineligible candidate's name will remain on the ballot, the election balloting will continue and all votes tallied and recorded. Votes for the ineligible candidate will not be counted towards determining the candidates who are to be elected. The procedure contained in this paragraph will also be followed if any candidate dies, ceases to be the owner of record of real property within the Subdivision, or withdraws from the election.

The Secretary of the Association, **in consultation with Legal Counsel, Association Staff, and/or public records** is solely responsible for determining eligibility of a candidate for election to the Board of Directors.

MOTION OUTCOME: PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		





# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022

TOPIC: Motion to Revise Section 5.12 (c) of the By-Laws - Resignation and Removal (felony)

FOR INCLUSION IN MEETING HELD ON \_\_\_ February 7, 2022 \_\_\_\_\_

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

## MOTION:

To have Counsel develop the appropriate wording for a referendum to amend Section 5.12 (c) Resignation and Removal of the By-laws to add the following to the definition of for "cause" as basis for removal of Director:

*if the Director has been convicted of a felony **AND HAS NOT FULLY COMPLETED ALL TERMS OF THEIR SENTENCING** within **FIVE (5)** years of May 1<sup>st</sup> of the year in which the candidate was elected....,*

And to conduct such referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our By-laws.

**BACKGROUND:** This motion is to clarify ownership requirements for candidates running for the Board of Directors.

MOTION OUTCOME: PASSED:  FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		
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# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** January 24, 2022

**TOPIC:** Motion to Require Resignation of Secretary if Running for Re-Election to the Board.

**FOR INCLUSION IN MEETING HELD ON** February 7, 2022

**SUBMITTED BY:** Frank Daly **SECOND BY:** \_\_\_\_\_

**MOTION:**

To have Counsel develop the appropriate wording for a referendum to amend Section 6.03 of the By-laws to add the following:

Section 6.03 Resignation and Removal (Officer).

**If the Secretary intends to be a candidate for re-election to the Board of Directors in a given year, the Secretary shall resign as Secretary no later than upon filing of their candidate application and the Board of Directors will then elect a new Secretary.**

And to conduct said Referendum.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our Bylaws.

**BACKGROUND:** This motion is to clarify requirements for candidates for the Board of Directors.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Section 5.10 Informal Action by Directors.

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.10 to read as follows:

Article V. Section 5.10. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting as specified in Article 2-408(c) of the Corporations and Associations Article of the Maryland Code. The consent to an action under this Section 5.10 shall be reported at the next regular meeting of the Board of Directors and filed with the minutes of the meeting.

**PURPOSE AND EFFECT:** To make or provisions regarding informal actions by directors consistent with the applicable section of the Code of Maryland.

**BACKGROUND:** Section 2-408(c) of the Maryland Code reads as follows:

*(c) Informal Action by Directors. Any action required or permitted to be taken at a meeting of the board of directors or a committee of the board may be taken without a meeting if a unanimous consent which sets forth the action is:*

*(1) Given in writing or by electric transmission by each member of the board or committee entitled to vote on the matter; and*

*(2) Filed in paper or electronic form with the minutes of the proceedings of the board or committee.*

It is the opinion of the Bylaws and Resolutions Advisory Committee that referencing the language of the Maryland Code lends clarity to the matter and makes our language consistent with State Law.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Section 5.11. Compensation.

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.11 to read as follows:

Article V. Section 5.11. Members of the Board of Directors and officers of the Association shall not be compensated for services in connection with these positions except as set forth in the Section. The Board of Directors may authorize reimbursement for necessary expenses in connection with service on behalf of the Association. Members of the Board of Directors shall be provided with "Family Membership" for all amenities offered by the Association.

**PURPOSE AND EFFECT:** To simplify the language of this section.

**BACKGROUND:** This change is meant to simplify the language and provide for future changes in amenity offerings should they occur. The listing of the amenities "golf, swimming, tennis, paddleball and Beach Club parking privileges" are stricken from the Section 5.11 in this revision in favor of the final sentence above, which replaces it with "all amenities offered by the Association."

**MOTION OUTCOME:** PASSED:       FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** February 1, 2022

**TOPIC:** Revision of Bylaws Section 5.13(c)

**FOR INCLUSION IN MEETING HELD ON:** February 7, 2022

**SUBMITTED BY:** Amy Peck

**SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.13(c) as follows: The Board may sell, mortgage, encumber, develop, or donate any of the Association's real or personal property or assets, with the affirmative vote of two-thirds (2/3) of the entire Board of Directors, but in the event the value of any such transaction exceeds ten percent (10%) of the current income derived from annual charges, it shall require approval of the members by a referendum

**PURPOSE AND EFFECT:** To limit Board authority

**BACKGROUND:** This lowers the percentage from twenty percent (20%) to ten percent (10%) giving less power to the Board to act without input from the membership. This is in-line with the 5/14/2021 Amendment to 5.13(d)(1) which limited the Board's capital spending amount to One Million Dollars (\$1,000,000.00). The Board now needs a super-majority (2/3) vote to proceed. The word "develop" was added.

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: 1/25/2022

TOPIC: Revision of Section 5.14(e). Duties.

FOR INCLUSION IN MEETING HELD ON: 2/7/2022

SUBMITTED BY: Colette Horn      SECOND BY: \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.14(e) to read as follows:

Article V. Section 5.14. Duties.

(e) The Board shall establish the limits and guidelines applicable to the execution of checks, contracts, and purchases made by the officers of the Association, Board of Directors, and the General Manager or management firm in applicable financial policy and procedures manuals.

**PURPOSE AND EFFECT:** To clarify actions to be taken by the Board in areas related to financial decisions.

**BACKGROUND:** This section as currently written could be interpreted to allow for the Board to change guidelines, procedures and even financial institutions from one session to another and lose consistency in policy and procedures. While there are manuals used to avoid this problem, specifying the manuals by title or name could create additional problems if the manuals were updated or superseded by newer volumes. The revisions are meant to clarify and correct the language of this section.

MOTION OUTCOME: PASSED:       FAILED:

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



## OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: 1/27/2022

TOPIC: Wording Change Section 5.14(f)

FOR INCLUSION IN MEETING HELD ON: 2/7/2022

SUBMITTED BY: Doug Parks      SECOND BY: \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to update the wording in Section 5.14

Article V Section 5.14. Duties

Revise Section 5.14(f) to read:

(f) The Board shall designate depositories for the Association funds and designate those officers, agents and employees who shall have the authority to withdraw funds from such accounts on behalf of the Association in applicable financial policy and procedures manuals.

**PURPOSE AND EFFECT:** To clarify actions to be taken by the Board in areas related to financial decisions and to be consistent with section 5.14 (e).

**BACKGROUND:** The change is to clarify the correct reference.

MOTION OUTCOME: PASSED:  \_\_\_\_\_ FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		



# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 26, 2022

TOPIC: Motion to hold a Special Meeting for the purpose of revising the Charter  
FOR INCLUSION IN MEETING HELD ON February 7, 2022

SUBMITTED BY: Frank Daly SECOND BY: \_\_\_\_\_

**MOTION:** To hold a Special Meeting for the purpose of revising our Charter.

**PURPOSE AND EFFECT:** To provide clarity and preciseness to our governing documents.

**BACKGROUND:** The Charter may be amended by a vote of 2/3 of the Board of Directors provided notice of the Board meeting and the proposed amendment to the Charter (Articles of Restatement) is provided to the members. The proposed changes are:

*Section 5.01. Number, Term of Office, and Qualifications. The affairs and business of the Association shall be managed by a Board of seven (7) Directors, each of whom shall be ~~a member~~ an owner of record of real property within the Subdivision eligible to vote. Additional qualifications for candidacy and election to the Board of Directors shall be governed by Section 5.02(a) of the Bylaws. The terms of the Directors shall be for three (3) years and until their respective successors are duly selected. No member of the Board of Directors may at the same time be an employee of the Association.*

The Sixth of the Charter, number nine (9) and the first paragraph of Seventh of the Charter as follows:

*Sixth*

*Number nine (9): There shall be no preference, limitations, or restrictions with respect the relative rights of the members. Notwithstanding, and for clarification purpose, the qualifications for candidacy and election to the Board of Directors and for service on the Board of Directors are separate from the rights of members.*

The first paragraph of Seventh of the Charter shall be amended to add the following after the existing first sentence:

*The qualifications for candidacy, election and service on the Board shall be as provided in the Bylaws.*

MOTION OUTCOME: PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		





# OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

**DATE:** 1/25/2022

**TOPIC:** Revision of Bylaws Section 5.04(a) – Vacancies on the Board of Directors

**FOR INCLUSION IN MEETING HELD ON:** 2/7/2022

**SUBMITTED BY:** Colette Horn      **SECOND BY:** \_\_\_\_\_

**MOTION:** To have Counsel develop the appropriate wording for a referendum to revise By-Laws Section 5.04(a) to add the following sentence:

**... Appointed directors shall be Owner of Record as of January 1 of the year in which they are appointed and other wise shall meet the same qualifications as set forth in Section 502(a)**

**PURPOSE AND EFFECT:** This applies the same qualification criteria for appointed directors as for candidates for Board elections.

**BACKGROUND:**

**MOTION OUTCOME:** PASSED:  FAILED: \_\_\_\_\_

DIRECTORS IN FAVOR:	DIRECTORS OPPOSED:	DIRECTORS ABSTAINED:
COLETTE HORN		
FRANK DALY		
JOSETTE WHEATLEY		
RICHARD FARR		
DOUG PARKS		
AMY PECK		