

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.



BOARD OF DIRECTORS SPECIAL MEETING
AMENDED CORRECTED AGENDA

Monday, February 7, 2022

8:00 a.m., Board Room, Administration Building

Join Via Microsoft Teams: https://teams.microsoft.com/l/meetup-join/19%3ameeting_YzdhNWMyMWMtMjJmYi00M2NkLThiZTAzMjhjOTMzZjliZmE0%40thread.v2/0?context=%7b%22id%22%3a%22625a6322-2b2f-40fa-94f8-d7dd44d78153%22%2c%22oid%22%3a%221bbee60b-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 Comments – Members wishing to make comments must state their name and address. Time limit for comments is 5 minutes. Comments may be made on any of the items listed below under New Business. Order for comments for hybrid meetings: 1st – members in attendance; 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.

New Business –

Definitions:

Motion to define eligibility to vote by adding By-Laws Section 1.12 – Colette Horn

Voting:

Motion to revise language to make referenced terminology consistent in By-Laws Section 3.03 (c) – Doug Parks

Motion to revise language to make referenced terminology consistent in By-Laws Section 3.05 – Doug Parks

Meetings:

Motion to revise adequate meeting notice in By-Laws Section 4.04 (b) – Colette Horn

Motion to revise language regarding Special Meetings in By-Laws Section 4.03 – Doug Parks

General Manager Responsibilities:

Motion to revise language regarding budget transfers by the General Manager in By-Laws Section 8.04 (b) – Colette Horn

Motion to revise General Manager's responsibilities in By-Laws Section 9.02 (c) – personnel policy and procedures manuals – Colette Horn

Petition and Referendum Issues:

Motion to revise language regarding the format of petitions in By-Laws Section 4.07 (a) – Colette Horn

Motion to clarify the number of signatures required on a petition and referendum in By-Laws Section 4.07 (c) – Frank Daly

Motion to revise language regarding requirements for number of votes cast in By-Laws Section 4.08 (c) and add Section 4.08 (d) – Doug Parks

Motion to revise Section 5.14 (l) of the By-Laws – consideration of a petition – Colette Horn

Candidate Eligibility Requirements:

Motion to define director qualifications in By-Laws Section 5.01 and 5.02 (a) – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02(a) – incumbent director – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – annual charge dates – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – duration of ownership – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – family relationships – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – felony – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – felony-spouse – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – pending litigation – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (a) – reformatting of existing language – Frank Daly

Candidate Verification:

Motion to define candidate eligibility in By-Laws Section 5.02 (b) – Search Committee – Frank Daly

Motion to revise language regarding candidate applications in By-Laws Section 5.02 (c) – Frank Daly

Motion to define candidate eligibility in By-Laws Section 5.02 (d) – verification of eligibility – Frank Daly

Resignation and Removal of a Director:

Motion to revise Section 5.12 (c) of the By-Laws – resignation and removal (felony) – Frank Daly

Motion to revise Section 5.12 (c) of the By-Laws – resignation and removal (felony – spouse) – Frank Daly

Motion to require resignation of Secretary if running for re-election to the Board in By-Laws Section 6.03 – Frank Daly

Director Duties & Responsibilities:

Motion to revise Informal action by directors in By-Laws Section 5.10 – Colette Horn

Motion to revise Director compensation in By-Laws Section 5.11 – amenity memberships – Colette Horn

Motion to revise By-Laws Section 5.13 (c) – Board powers – Amy Peck

Motion to revise language for director duties in By-Laws Section 5.14 (e) – execution of checks, contracts, and purchases – Colette Horn

Motion to revise By-Laws Section 5.14 (f) – depositories of funds – Colette Horn

Revision of the Charter:

Motion to hold a Special Meeting for the purpose of revising the Charter – Frank Daly

Adjournment



OCEAN PINES ASSOCIATION, INC. PROPOSED MOTION

DATE: January 24, 2022

TOPIC: 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. "Record Owner" 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 Record Owner shall be the trustee(s) 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 Record Owner 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 who shall be **an owner of record** 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 a **Record Owner** 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:
4403760.3		90226.001
4417104.3		90226.001

