

MEETING
By-Laws & Resolutions Advisory Committee
March 7, 2019
Administration Building Small Conference Room

Present: Marty Clarke, Jim Trummel, Audrey Wahl and Bob Hillegass were in attendance with Board Director Dr. Colette Horn also in attendance. Having a quorum, chair Marty Clarke called the meeting to order at 12:10 PM.

The agenda for the meeting was unanimously approved after it was agreed to remove resolution M-02 Amenity Policies from New Business and to address the M-09 Search Committee candidate application form with Director Horn as the first order of business.

The minutes of the January 4, 2019 meeting were unanimously approved.

PUBLIC COMMENTS: No Association members were present.

NEW BUSINESS: Director Horn was present in order to participate in the discussion of the first reading amendment to the candidate application form in resolution M-09 Search Committee. Director Horn had introduced a first reading of an amended application form at the February 16, 2019 regular meeting of the Board. The committee explained the following comments:

- A typo, **to** should be **no**, in the last sentence above the applicant signature line.
- In the far-right signature box at the bottom of the form, it was suggested that “assessments” be changed to “annual charge” in order to be consistent with the By-Laws. Also, that “and other fees” not be used, also to be consistent with the By-Laws and not to be confused with “member in good standing” an expression which is no longer used in the governing documents.

Director Horn will take our comments into consideration before submitting the application form amendment to the Board for a second reading.

UNFINISHED BUSINESS:

F-02 Annual Budget Development: Consideration was given to submitting a revised Authority and an amended paragraph 6.e to the Board for a first reading. The purpose of revising Authority would be to remove specific governing document references and replace with general references. The purpose for revising paragraph 6.e would be to remove confusion over when the annual budget must be approved when compared with By-Laws approval requirements. It was decided to defer this action and instead recommend a complete review of F-02 by the Board, Budget and Finance and staff after the budget is approved and recommend that Authority and paragraph 6.e be included in the review.

Suggested Resolution Procedure Brochure: Action on this item was deferred to the next meeting so that all committee members could be present.

GOVERNANCE DOCUMENT REVIEW:

The Governance Document review form had review dates modified which did not alter ongoing resolution efforts. The updated Governance Document is attached.

The meeting was adjourned at 1:45 PM on a unanimous vote.

Jim Trummel
Minutes Recorder

NOTE: The below highlighted areas denotes the updates/changes made at the 3/7/2019 meeting by the C-04 Committee Members.

**Ocean Pines Association
By-Laws and Resolution Advisory Committee**

Governance Document	Effective Date	Last Review Date	Scheduled Review Date	Comments
By-Laws <i>Responsible: Board</i>	8/9/2008	Aug-08	TBD	
Articles of Amendment and Restatement <i>Responsible: Board</i>	9/12/2013	Sep-13	TBD	
Declaration of Restrictions <i>Responsible: Board</i>				
Snow Hill Depository <i>Responsible: Board</i>			Jun-19	
Board Resolutions				
B-01 Book of Resolutions <i>Responsible: Board</i>	9/16/2008	Jan-18	Jan-20	
B-02 Rules of Order for Board Meetings <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-03 Meetings of Association Members <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-04 Agenda Development for Board Meetings <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-05 Conflicts of Interest <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-06 Indemnification Policy <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-07 Petitions <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-08 Director Ethics & Conduct <i>Responsible: Board</i>		Jul-18	Jul-20	
Committee Resolutions				
C-01 Committee General <i>Responsible: Board</i>	5/20/2009	Oct-18	Oct-20	
C-02 Architectural Review Committee <i>Responsible: C-02 Chair</i>	12/17/2008	Apr-18	Apr-20	
C-03 Budget and Finance Advisory Committee <i>Responsible: C-03 Chair</i>	11/19/2008	Oct-18	Oct-20	
C-04 By-Laws and Resolutions Advisory Committee <i>Responsible: C-04 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-05 Clubs (Food & Beverage) Advisory Committee <i>Responsible: C-05 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-06 Communications Advisory Committee <i>Responsible: C-06 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-07 Strategic Plan Advisory Committee <i>Responsible: C-07 Chair</i>	4/24/2013	Jan-18	Jan-20	
C-08 Elections Committee <i>Responsible: C-08 Chair</i>	1/19/2011	Oct-18	Oct-20	
C-09 Executive Council Committee <i>Responsible: Board President</i>	5/20/2009	Sep-17	Sep-19	
C-10 Environment and Natural Assets Advisory Committee <i>Responsible: Chair C-10</i>	5/20/2009	Mar-19	Mar-21	

UPDATED COPY - For review at the next C-04 By-Laws Resolutions Advisory Committee Meeting Scheduled for 4/5/2019 at noon

NOTE: The below highlighted areas denotes the updates/changes made at the 3/7/2019 meeting by the C-04 Committee Members.

**Ocean Pines Association
By-Laws and Resolution Advisory Committee**

Governance Document	Effective Date	Last Review Date	Scheduled Review Date	Comments
C-11 Golf Advisory Committee <i>Responsible: C-11 Committee Chair</i>	3/10/2010	Oct-18	Oct-20	
C-12 Marine Activities Advisory Committee <i>Responsible: C-12 Committee Chair</i>	5/20/2009	Jul-17	Jul-19	
C-13 Recreation and Parks Advisory Committee <i>Responsible: C-13 Committee Chair</i>	6/17/2009	Oct-18	Oct-20	
C-14 Racquet Sports Advisory Committee <i>Responsible: C-14 Committee Chair</i>	9/27/2014	Jan-17	TBD	Note: This Committee is no longer active.
C-15 Aquatics Advisory Committee <i>Responsible: C-15 Committee Chair</i>	6/17/2009	Oct-18	Oct-20	
Financial and Budgetary Resolutions				
F-01 Investment Guidelines <i>Responsible: Board</i>	3/24/2016	May-18	May-20	
F-02 Annual Budget Development <i>Responsible: Board</i>	11/19/2008	May-18	May-20	
F-03 Financial Reserve Accounts <i>Responsible: Board</i>	12/17/2008	Jul-18	Jul-20	
F-04 Delinquent Assessments <i>Responsible: Board</i>	6/17/2009	Jul-18	Jul-20	
General and Administrative Resolutions				
M-01 Compliance Procedures <i>Responsible: Board</i>	12/16/2009	Dec-09		Action deferred to the Board of Directors
M-02 Amenity Policies <i>Responsible: Board</i>	4/30/2015	Apr-15		Action deferred to the Board of Directors
M-04 Maintenance of Lots <i>Responsible: Board</i>	2/17/2010	May-18	Oct-20	
M-05 Animal Control <i>Responsible: Board</i>	2/17/2010	May-17	May-19	
M-06 Elections and Referendums <i>Responsible: Board</i>	4/24/2013	Mar-17	Mar-19	
M-07 Bulkhead and Waterway Maintenance <i>Responsible: Board</i>	6/16/2010	Jul-17	Jul-19	
M-08 Association Manuals (Includes a Total of 8 manuals) <i>Architectural Review Committee Guidelines, Employee Handbook, OPA Emergency Operations Plan, OPA Financial Management Procedures Manual, OPA Financial Management Policy Manual, OPA Job Descriptions Manual, Employees Safety Manual, and the General Manager's Policy Instructions.</i> <i>Responsible: Board</i>	7/20/2011	Nov-17	Oct-20	Board of Directors is currently working to simplify the language and shorten the content of the Employees Handbook. The status of the remaining manuals is unknown as of the C-04 Committee Meeting on 11/2/18.
M-09 Search Committee <i>Responsible: Committee Chair, GM and Board</i>	4/29/2017	Aug-17	Aug-18	