



OCEAN PINES ASSOCIATION, INC.  
BOARD OF DIRECTORS SPECIAL MEETING  
Saturday, January 5, 2019  
8:00 AM, Assateague Room, Community Center

PRESENT: Doug Parks, Steve Tuttle, Colette Horn, Ted Moroney, Slobodan Trendic, Frank Daly and Esther Diller.

ALSO PRESENT: John Bailey- GM, John Viola- Treasurer, 1 member of the press and approximately 7 Association members.

**Call to Order** – President Parks called the meeting to order at 8:00 am with the Pledge of Allegiance.

**Approval of Agenda**

The Agenda was approved unanimously with Mr. Moroney's addition of a Motion to receive ARC's recommendations.

**President's Remarks – Doug Parks** – None

**Public Comments –**

2 Association members provided comments.

**New Business:**

Mr. Daly moved to remove the First Reading of Resolution M-02- Mr. Tuttle seconded, all in favor.

**REMOVED** - First Reading: Changes to Resolution M-02—Frank Daly - The following changes are recommended per the following:

4. Overall Amenity Goals and Objectives. The purpose of Association amenities is to provide facilities and services that benefit a wide range of Association membership and improve and enhance the quality of life. To achieve this, Association amenities should be maintained in a first-class condition, be marketed and operated effectively and efficiently, and provide a high degree of enjoyment and satisfaction to those residents and guests who choose to use them. All Association amenities shall be operated in a business-like manner to published industry or governing association best practices with applicable metrics developed and reported to the Board on a monthly basis as part of the management reporting. Fee-based amenities and those providing food and beverage products and services shall be budgeted separately. These amenities should be managed to cover, at a minimum, operating costs through fees and operating revenues. As part of the annual budget development all for pay amenities will develop plans and metrics to be reported on a monthly basis to the Board to achieve their financial and best practices objectives.

8.c Comprehensive Annual Plan. Successful CRM requires continual Board and management leadership, emphasis and example. Management shall develop and present an annual customer service plan to the Board not later than April of each year. This plan must include published industry or governing association best practices with applicable metrics that will be reported on a monthly basis to the Board.

Motion – To Rescind the January 7, 2018 Motion to Issue RFP for Auditing Services – Steve Tuttle - **TOPIC:** Motion to rescind the motion passed on January 27, 2018 instructing the GM to issue an RFP for auditing services – Mr. Daly seconded, 6 in favor (Parks, Tuttle, Horn, Moroney, Diller and Daly), 1 opposed (Trendic).

Motion—To approve in-house software recommendation—Ted Moroney - MOTION: To accept the General Manager's recommendation to implement the IT software solution as previously presented and recommended.

1. The full cost of the software licensing agreement and the purchase of any additional hardware required for this project shall be funded from OPA General Replacement Reserves.

2. Annual software costs shall be funded by the Operating Fund and the GM shall specifically identify this expense for each Fiscal Years budget. For FY 2019-2020, the GM shall separately identify any one-time additional implementation costs in the General Manager's draft budget.

3. The GM, with counsel, shall negotiate and provide the Board completed contract(s) and final anticipated costs, for approval, ASAP, but no later than February 16, 2019.

4. The General Manager is authorized to hire an independent consultant, if needed, to evaluate and advise on the corporate backup networking solution and report to the Board at a cost not to exceed \$10,000. - Mr. Parks seconded, all in favor.

Topic for Discussion—Draft Organization Chart—Ted Moroney - TOPIC: Discussion of Draft Organization Chart

CONCISE STATEMENT: The Board wanted to discuss the progress on an organization chart for OPA.

BACKGROUND: The Board requested input from the General Manager on potential changes to the organization chart of the association to better delegate and operate.

Motion – To Accept the ARC's Recommendations – Ted Moroney - MOTION: To accept the recommendations of the ARC for discussion and possible action. During background discussion of this motion Mr. Moroney indicated that he simply wanted to read the recommendations into the record so that this could be handled as a topic for future Board discussion not a motion, in essence withdrawing the Motion to Accept the Recommendations.

At 9:00 am, Ms. Horn moved to adjourn to Closed Session - Motion - At a meeting of the Board of Directors of Ocean Pines Association, Inc., held on this 5th day of January, at 8:00 AM in the Assateague Room of the Ocean Pines Community Center the Board voted to adjourn to closed session for the purpose of discussing matters pertaining to employees and personnel; specifically pertaining to an employee complaint regarding actions of Director Trendic, as permitted by the MD Homeowner's Association Act, Section 11B-111(4) subsection (i) Motion made by: Colette Horn, Motion seconded by: Mr. Parks, all in favor.

Mr. Moroney added this Motion - At a meeting of the Board of Directors of Ocean Pines Association, Inc., held on this 5th day of January, at 8:00 AM in the Assateague Room of the Ocean Pines Community Center the Board voted to adjourn to closed session for the purpose of discussing matters pertaining to employees and personnel; specifically pertaining to potential employee impact from proposed changes to organizational structure as permitted by the MD Homeowner's Association Act, Section 11B-111(4) subsection (i).

Motion made by: Ted Moroney. Motion seconded by: Mr. Trendic, all in favor.

Immediately following the Closed Session, the Board reconvened in open session.  
Information Motion made by Moroney, seconded by Horn

In accordance with resolution of B-08, the matter was investigated by the board to include the HR department, the affected Board Director, the appropriate department head and the Board found no violations of B-08 or the by-laws. The matter is closed.

Vote: has to be spelled out per B-08

In Favor: Parks, Tuttle, Horn, Diller, Daly & Moroney

Against: None

Abstained: Trendic