

MEETING
By-Laws & Resolutions Advisory Committee
April 2 2021
Microsoft Teams

Present: Chair Jim Trummel and committee member Bob Hillegass and Keith Kaiser. Also present were Josh Davis, OPA Marketing and Public Relations Director and Association member Lora Pangratz. Chair Jim Trummel called the meeting to order at 1:03 PM.

The agenda was approved.

The minutes of the March 5, 2021 meeting were approved.

PUBLIC COMMENTS: None.

UNFINISHED BUSINESS:

The chair reviewed the status of the By-laws referendum. There is no current action for this committee.

The status of a review of resolutions F-02, F-03, F-04, M-05 and M-07 is uncertain. The chair will communicate with our Board liaison regarding review status.

NEW BUSINESS:

There was an update of the status of the By-laws Work Group by the chair. At this time, there is no action for By-laws and Resolutions. However, the Work Group is nearing the end of its effort.

The next committee meeting was scheduled for May 7, 2021. Meeting schedules and potential for in-person meetings will continue to be reviewed.

GOVERNANCE DOCUMENT REVIEW:

The status of resolutions was reviewed and updated. The attached Governance Review Document reflects the changes made at the meeting and will be used for resolutions review at the next meeting.

The meeting was adjourned at 2:23 PM on a unanimous vote.

Jim Trummel
Minutes Recorder

NOTE: The below highlighted areas denotes the updates/changes made at the 4/2/2021 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	8/9/2008	Aug-08	TBD	
<i>Responsible: Board</i>				
Articles of Amendment and Restatement	4/24/2013	Apr-13	TBD	
<i>Responsible: Board</i>				
Declaration of Restrictions				<i>Note: For informational purposes, the OPA has total of 33 Declaration of Restrictions on file.</i>
Total Number on File 33	<i>Responsible: Board</i>			
Snow Hill Depository			Jun-19	
<i>Responsible: Board</i>				
Board Resolutions				
B-01 Book of Resolutions	1/4/2020	Jan-20	Jan-22	
<i>Responsible: Board</i>				
B-02 Rules of Order for Board Meetings	11/19/2008	Oct-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B"series resolutions noted below.
<i>Responsible: Board</i>				
B-03 Meetings of Association Members	11/19/2008	Nov-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B"series resolutions noted below.
<i>Responsible: Board</i>				
B-04 Agenda Development for Board Meetings	1/27/2018	Jan-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B"series resolutions noted below.
<i>Responsible: Board</i>				
B-05 Conflicts of Interest	11/19/2008	Oct-18	Oct-20	4/2/21-On hold continues. Under review by a Board Work Group. Note: B-05 and B-08 lists Conflicts of Interest topics differently. These differences need to be reviewed and reconciled.
<i>Responsible: Board</i>				
B-06 Indemnification Policy	11/19/2008	Oct-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B"series resolutions noted below.
<i>Responsible: Board</i>				
B-07 Petitions	11/19/2008	Oct-18	Oct-20	4/2/21-On hold until after the current referendum process is completed.
<i>Responsible: Board</i>				
B-08 Director Ethics & Conduct	7/27/2018	Jul-18	Jul-20	4/2/21-On hold continues. Under review by a Board Work Group. Note: B-05 and B-08 lists Conflicts of Interest topics differently. These differences need to be reviewed and reconciled.
<i>Responsible: Board</i>				
Committee Resolutions				
C-01 Committee General	9/9/2020	Sep-20	Sep-22	
<i>Responsible: Board</i>				
C-02 Architectural Review Committee	5/2/2020	May-20	May-22	
<i>Responsible: C-02 Chair</i>				
C-03 Budget and Finance Advisory Committee	10/10/2018	Oct-18	Oct-20	In March 2021, C-04 Chair contacted the C-03 Chair to advise this Resolution is due for review.
<i>Responsible: C-03 Chair</i>				
C-04 By-Laws and Resolutions Advisory Committee	10/20/2018	Oct-18	Oct-20	Scheduled for review at the 5/7/21 By-Laws and Resolutions Advisory Committee Meeting
<i>Responsible: C-04 Chair</i>				
C-05 Clubs (Food & Beverage) Advisory Committee	10/20/2018	Oct-18	Oct-20	This Advisory Committee was suspended by the BOD at the 9/9/2020 Board meeting.
<i>Responsible: C-05 Chair</i>				
C-06 Communications Advisory Committee	10/20/2018	Oct-18	Oct-20	In March 2021, C-04 Chair contacted the C-06 Chair to advise this Resolution is due for review.
<i>Responsible: C-06 Chair</i>				
C-07 Strategic Plan Advisory Committee	1/27/2018	Jan-18	Jan-20	In March 2021, C-04 Chair contacted the C-07 Chair to advise this Resolution is due for review.
<i>Responsible: C-07 Chair</i>				
C-08 Elections Committee	10/10/2018	Oct-18	Oct-20	4/2/21-Rmains on hold pending the results of the Bylaws Work Group's review.
<i>Responsible: C-08 Chair</i>				
C-09 Executive Council Committee	5/20/2009	Sep-17	Sep-21	
<i>Responsible: Board President</i>				
C-10 Environment and Natural Assets Advisory Committee	10/27/2017	Mar-19	Mar-21	In March 2021, C-04 Chair contacted the C-10 Chair to advise this Resolution is due for review.
<i>Responsible: Chair C-10</i>				

COPY UPDATED ON: 4/5/2021 - For review at the next C-04 By-Laws Resolutions Advisory Committee Meeting Scheduled for 5/7/2021

NOTE: The below highlighted areas denotes the updates/changes made at the 4/2/2021 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>	5/2/2020	Feb-20	Feb-22	
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>	10/10/2018	Oct-18	Oct-20	In April 2021, C-04 Chair to contact the C-10 Chair to advise this Resolution is due for review.
C-14 Racquet Sports Advisory Committee <i>Responsible: C-14 Committee Chair</i>	12/19/2020	Dec-20	TBD	This Advisory Committee was reinstated by the BOD at the 12/17/2020 Board Meeting. The Committee will operate as defined in the Board Approved, Resolution C-14.
C-15 Aquatics Advisory Committee <i>Responsible: C-15 Committee Chair</i>	10/10/2018	Oct-18	Oct-20	4-2-21-On hold pending resumption of Committee Meeting.
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	Request will be sent in April.
F-03 Financial Reserve Accounts <i>Responsible: Board</i>	10/17/2020	Oct-20	Jun-21	Request will be sent in April. Is Drainage a separate Reserve Fund?
F-04 Delinquent Assessments <i>Responsible: Board</i>	6/1/2019	Jun-19	Jun-21	Request will be sent in April. Delinquent report status is under review.
General and Administrative Resolutions				
M-01 Compliance Procedures <i>Responsible: Board</i>	5/2/2020	May-20	Jul-21	
M-02 Amenity Policies <i>Responsible: Board</i>	11/2/2019	Nov-19	Nov-21	
M-04 Maintenance of Lots <i>Responsible: Board</i>	5/2/2020	May-20	May-21	
M-05 Animal Control <i>Responsible: Board</i>	2/17/2010	May-17	May-19	3/5/21- The C-04 Board Liaison was requested to ask the Board to review this Resolution.
M-06 Elections and Referendums <i>Responsible: Board</i>	2/5/2020	Feb-20	Oct-20	March 2021-C-04 Chair provided M-06 Chair and M-06 Board Liaison with suggestions/comments from the C-04 Committee Meeting held on 2/2/2021. On hold pending possible By-law changes.
M-07 Bulkhead and Waterway Maintenance <i>Responsible: Board</i>	6/16/2010	Jul-17	Jul-19	3/5/21- The C-04 Board Liaison was requested to ask the Board to review this Resolution.
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	C-04 Chair has placed this on hold until after the Board appointed By-Laws Workgroup has completed their work. Any changes they make to our by-laws or governing documents may require changes to the Association Manuals to correct any possible inconsistencies between these manuals and our governing documents.
M-09 Search Committee <i>Responsible: Committee Chair, GM and Board</i>	2/16/2019	Feb-19	Jul-20	3/5/21-The Bylaws Work Group is currently reviewing the status of the Search Committee.