

BY-LAWS AND RESOLUTIONS ADVISORY COMMITTEE
MEETING MINUTES
ADMINISTRATION BUILDING
JULY 12, 2011

The meeting was called to order at 9:05 am by the Chairman Jim Trummel. Present in addition to the chairman were Committee member Chuck Choate and Board Liaison Dave Stevens.

There were no Association member comments

The agenda for the meeting was approved with an item added to the agenda for discussion of a provision in M-06 (Elections and Referendums).

Continuing Resolutions Actions were reviewed:

- a. Draft Resolutions M-08 Manuals and M-02 Amenity Policy continue to be at second reading before the Board of Directors. The Board has deferred action due to priority agenda items.
- b. Resolutions B-05, B-06, and B-07 were reviewed as part of a continuing biannual review of resolutions from the date of approval or last amendment. The Committee determined that these Resolutions continue to be adequate as written. This will be documented on the review record.

Resolution M-06 (Elections and Referendums): Paragraph 2 of Attachment A, regarding Voting by Mail, was reviewed. This was done to determine current adequacy of the provision subsequent to a ballot mailing problem in the 2010 election cycle. The Resolution provision is considered adequate as written.

Association Charter: The Committee discussed the process of amending the Association Charter.

- a. There was a discussion of Committee access to Association legal counsel. The Committee is interested in any general advice on how to proceed and anticipates having specific questions. The Committee will begin to develop specific questions. Dave Stevens, Board Liaison, will present the request for access to Association counsel to the Board.
- b. There was a review of various resources available for use during the amendment process. The resources include: Maryland Code, Declarations of Restrictions, By-Laws, the current Articles of Restatement and prior Restatements and amendments, and the September 8, 2006 memo to the Board of Directors from Al Bridgman, then Chairman of the Committee. Also available for comparison purposes are the articles of incorporation, which can be found on line, of various Maryland homeowners associations.
- c. The form of an amended articles of incorporation was discussed. It was noted that an articles of restatement could not include many of the potential amendments. The Committee will proceed on the basis of articles of amendment.

July 12, 2011 Meeting Minutes, continued:

d. The Committee discussed the approach to reviewing the current Articles of Restatement. It was decided to conduct the review by considering the current articles in sequence. The initial consideration will be Articles FIRST, SECOND, and THIRD. It was noted that Article FIRST lists the names and addresses of the individuals who formed Ocean Pines Association, Inc and that this is expected to be deleted in an amended Articles of Incorporation.

There was no new business.

There were no Association member comments.

The meeting was adjourned at 10:45 am. The next meeting is August 9, 2011. Committee members are to be prepared to discuss questions for counsel and Articles SECOND and THIRD of the current Restatement.

Jim Trummel
Chairman