

By-Laws and Resolutions Advisory Committee 2013 Annual Report to the Board of Directors

Section I. Committee Members And Status Of Terms.

<u>Name</u>	<u>Date Appointed</u>	<u>On Term</u>	<u>Comments</u>
Trummel, James	June 2008	3	Chairman
Mari, Paulette	May 2010	2	
Odierno, Jill	July 2011	1	Inactive
Fenwick, Nelson	January 2012	1	

Section II Summary of Major Activities during Reporting Period

- 1. Major Activity.** The Committee continued a review of the Articles of Incorporation. Updated Articles were drafted and submitted to Association counsel for review. Comments from counsel's review were incorporated into the draft and it was submitted to the Board of Directors. Association members were given notice of Board intention to consider adoption of the draft Articles. The draft Articles were approved by the Board of Directors at a meeting called for that purpose on April 24, 2013. The approved Articles are pending acceptance for filing by the Maryland Department of Assessments and Taxation.
- 2. Resolutions.** Amendments to Resolutions M-06 (Elections) and C-07 (Comprehensive Planning Advisory Committee) were approved by the Board of Directors. A draft of a Candidate Search Process resolution was submitted to the Board of Directors with Board action pending at the end of the reporting period. A request for review for adequacy of several resolutions was submitted to the Board, General Manager, and affected Advisory Committees. The Committee responded to Budget and Finance Advisory Committee requests for review of a proposed amendment to Resolution F-01 (Investment Guidelines) and an amendment of the By-Laws provision regarding Board spending authority.
- 3. By-laws.** There was no activity in this reporting period other than responding to a request for input by the Budget and Finance Advisory Committee on a proposal to amend the Board spending authority.

Section III – Problems Encountered and Assistance Required

1. Committee staffing continues to be a concern. There are currently three active members. One member, also the Committee chair, will complete a third and final term in July 2014. Association media will be used to communicate Committee membership opportunity.
2. Over the last seven years the Committee has accomplished a comprehensive review and amendment of the By-Laws, Board Resolutions, and Articles of Incorporation. These efforts were accomplished in sequence and were the major Committee efforts during consideration of the respective topics. Maintenance effort, particularly with regard to Resolutions, is the current work before the Committee. Maintaining a challenging work effort for the Committee is a concern.

Section IV. Request for Items to be included in the next OPA budget.

1. **OPA Budget.** No input for the 2014-2015 budget.
2. **Comprehensive Planning.** An input was made to the Comprehensive Planning Advisory Committee regarding the Steen and Burbage properties in the last reporting period. No other input at this time.

Section V. Recommendations for board action.

None at this time.

Section VI. Recommendations for committee work in 2013-14

The Committee will continue work on resolutions as necessary. However, it should be noted that the Committee has completed work on three major tasks, By-Laws, Resolutions, and Articles of Incorporation within its area of responsibility. There are now no known tasks which require a continuing effort of similar scope.

Submitted by: James Trummel
Chairperson