

## MINUTES

Bylaws & Resolutions Advisory Committee Meeting

Monday, April 3, 2017, 10:00 AM

Small Conference Room in Administration Building

Present: Marty Clarke (chair), members Bob Hillegass, Jeff Knepper, and Jim Trummel; Board Liaison Cheryl Jacobs; also present Board member Dave Stevens and Association member Joe Reynolds; media representative Josh Davis.

The chair called the meeting to order at 10:00 AM.

The agenda was approved by unanimous consent after adding resolution C-02 Architectural Review Committee for the purpose of discussing committee member term provisions.

The minutes of the March 3, 2017 were approved by unanimous consent.

### OLD BUSINESS

**C-Resolutions:** Association President Tom Herrick requested that the Committee consider resolving conflicts between Resolution C-01 and several individual committee resolutions regarding advice to the GM or staff. Chair Marty Clarke identified several committee resolutions that contained provisions appearing to conflict with the C-01 paragraph 3.b.(3) regarding interaction with the GM and staff. Jeff Knepper noted that the concern was to avoid out of channel communications. Jim Trummel suggested that the resolutions identified by chair Clarke, C-03, C-05, C-06, C-07, and C-11, be amended by deleting references to the General Manager. It was further suggested that resolution C-01 be amended by removing “**they may however, request routine administrative assistance and necessary office supplies**” from 3.b.(3) of the resolution.

It was further recommended that resolution C-05 be amended to change reference to the Yacht Club to **Cove at Mumford’s Landing** and Golf and Country Club to **Golf Club**.

**C-02 member terms discussion:** At the request of the Board Liaison, the length of the terms of members on the Architectural Review Committee was discussed. Of particular interest was whether a member could continue as an alternate member upon completion of six (6) years as a member. It was agreed that the general rule is that a committee member cannot continue with a new term after completing six (6) years without one year off of the committee. This would apply also to a continuation as an alternate member on ARC. The generally understood rule follows the Bylaws provision that an incumbent director cannot stand for reelection after two consecutive terms. However, this rule as applicable to committee membership, is not one that is documented for either ARC or other committees. The only currently effective rule is that appointment to committees is at the discretion of the Board of Directors in accordance with resolution C-01, paragraph 4.e. Consideration of how to further define committee member terms will be undertaken in later meetings, as necessary.

**M-06:** This item is on the agenda to determine whether further action is to be taken by the Committee regarding the draft Amendment to M-06 Elections and Referendums now before the Board. Chair Marty Clarke indicated that he supported the draft and that the Committee did not need to further review the

draft submitted by the Elections Committee. Chair Clarke moved, “ I move that our Committee recommend to the Board of Directors to accept M-06 a written for a 1<sup>st</sup> reading.” The motion failed for lack of a second. There was a limited discussion of the M-06 draft, but no proposals for any Committee action. Jim Trummel indicated he was considering making comments directly to the Board in his capacity as an Association member. It was noted that the draft is not posted in Resolutions for Review on the Association website.

**M-09:** During Board meeting discussion of the amendment to Resolution M-09 Search Committee submitted to the Board by the Committee, there has been reluctance expressed by Board members to eliminating the Board liaison to the Search Committee. The President requested that the Committee consider revising the amendment to indicate that a candidate for reelection cannot be the liaison. Jim Trummel moved “that the M-09 draft amendment not be revised and continue as submitted to the Board”. The motion was seconded by Jeff Knepper and was unanimously approved by the Committee.

**Search Committee:** The Committee noted that a Search Committee had not been appointed. The Chair is to communicate this to the President.

**Resolution F-04 Delinquent Assessments:** It was noted that the annual review of delinquent assessments is to have been accomplished by March 1<sup>st</sup> with a report to the Board. The Chair is to remind the President of this requirement.

There being no further business, the meeting was adjourned by unanimous consent at noon.

The next meeting of the committee is May 1, 2017 at 10:00 AM in the Administration Building Small Conference Room.

Submitted by,

Jim Trummel  
Minutes Recorder