

MINUTES  
Bylaws & Resolutions Advisory Committee Meeting  
Monday, May 1, 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.

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

The agenda was approved by unanimous consent.

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

No Association members were present for public comment.

OLD BUSINESS

**M-06 (Elections and Referendums):** An amendment to M-06 was approved at the regular Board meeting on April 29, 2017. There was no further discussion of this topic.

**M-09 (Search Committee):** An amendment to M-09 was approved at the regular Board meeting on April 29, 2017. The amendment states that the Board liaison to the Search Committee is not to be a Board member who is a candidate for reelection to the Board. This Committee had proposed that no Board liaison be appointed to the Search Committee. There was no further discussion of this topic.

**M-01 (Compliance Procedures):** This resolution has been listed as under review for an extended period of time. The Committee decided to list it for review in May 2018 On the Governance Document. During consideration of M-01 there was a discussion of CPI unregistered vehicle violations which were before the Board at the April 29, 2017 regular meeting. The discussion noted that the cited Declaration of Restrictions and ARC Guidelines provisions do not support a violation that is a solely a lack of registration.

**Governance Documents:** The review dates for the M-series of resolutions were updated. It was decided that resolution M-07 (Bulkhead and Waterway Maintenance) will be referred to the Marine Activities and Environment and Natural Resources Advisory Committees for their review and comment. Also, resolution M-08 (Association Manuals) will be referred to the Board of Directors for review. The Committee chair will make the referrals.

New Business

**M-02 (Amenity Policy):** It has been known for an extended period of time that this resolution has several provisions which should be updated or deleted entirely. There was some discussion of the subject provisions and how extensive of a review should be accomplished. Also considered was who, beyond the committee, should participate in a review. A comment was made that it is the Board that sets the policies and as such should be the lead in reviewing M-02. Consideration of M-02 will continue at the next committee meeting.

There was a discussion of a first reading amendment to M-02 at the April 27, 2017 regular meeting of the Board. At that meeting, there was a first reading to add a paragraph 12.g to M-02 that read as follows:

*“12.g. The established use for an amenity (e.g. adults-only pool) shall not be changed without the explicit approval of a majority of the Board of Directors.”*

Committee members expressed concern about there being potential difficulty in defining an established use of an amenity. An additional concern was unnecessary language regarding the act of the Board approving a use change. Jeff Knepper moved that the following be offered as an amendment to the first reading of 12.g and Jim Trummel seconded the motion:

*“The established use for a pool of Ocean Pines shall not be changed without the approval of the Board of Directors”*

The motion was unanimously approved by the committee.

**B-01 (Book of Resolutions):** This topic was introduced by Jim Trummel for further consideration at future meetings. Among the items for potential consideration are: (1) Further clarification of first reading timing (at work sessions?) and first reading process; (2) The manner in which Association members receive notice of resolution actions (see paragraph 3.a of B-01; (3) Responsibilities of the Secretary (paragraph 3.c of B-01); (4) Responsibilities for final version and signatures of approved resolution actions; (5) Periodic review of resolutions (paragraph 4.b of B-01)

There being no further business, the meeting was adjourned by unanimous consent at 12:30 PM.

The next meeting of the Committee is June 5, 2017 at 3:00 PM in the Administration Building Small Conference Room.

Submitted by,

Jim Trummel  
Minutes Recorder

Attachment: Informal Action by the Committee

## ATTACHMENT

Subsequent to the Committee meeting of April 3, 2017 the Committee approved, by Informal Action, a communication to the Association President Tom Herrick recommendations and comments from the April 3, 2017 meeting.

For record purposes, the following is filed with these minutes:

1. The memo to the Association President as proposed by the Committee chair Marty Clarke.
2. The consent to the proposed memo by the remaining Committee members.

April 5, 2017

Tom:

At your direction the By-Laws & Resolutions Advisory committee recommends the following changes to:

C-01 – Remove 3, b, (3) ***“they may however, request routine administrative assistance and necessary office supplies.”***

C-03 – I, Eliminate at 3, d ***“and General Manager”***.  
II, Eliminate at 3, k ***“and General Manager”***

C-05 - I, Eliminate at Purpose ***“and the General Manager”***.  
II, Change the reference of the Yacht Club to ***“Cove at Mumford’s Landing”***  
III, Change the reference of the Golf and Country Club to just ***“Golf Club”***

C-06 - Eliminate at Purpose ***“and the General Manager”***.

C-07 - Eliminate at Purpose ***“and assist the General Manager”***.

C-08 - Eliminate 6, c ***“The Chairperson shall consult with the General Manager regarding the Association staff assistance necessary to carry out the election process and the timeline for required actions. The General Manager may authorize the Chairperson and committee members to work directly with the Association staff in accomplishing these actions.”***

C-11 - Eliminate 3, d ***“assisting the OPA Marketing Department in promoting Ocean Pines golf in the broader community”***.

If these suggested changes meet with the board’s approval, please copy them to the affected Chairperson for each committee’s review and comment as well as please ask Michelle to post where appropriate.

Last , but not least, it was noted at our meeting on Monday and I was asked to pass along that the board is currently in violation of By-Laws with regard to the appointment of a Search Committee by February 1<sup>st</sup>, M-09; and the review of delinquent accounts by March 1, F-04.

Thank you.

Marty Clarke

[Jim and LouAnn Trummel <jetlat@verizon.net>](mailto:jetlat@verizon.net) I agree with the action. Jim Trummel

To

[Hillegassr@aol.com](mailto:Hillegassr@aol.com) [calibanrealty@mchsi.com](mailto:calibanrealty@mchsi.com) [jknepper@aol.com](mailto:jknepper@aol.com)

CC

[Jim and LouAnn Trummel](mailto:jetlat@verizon.net)

Apr 7 at 8:16 PM

I agree with the action.

Jim Trummel

[Hillegassr@aol.com](mailto:Hillegassr@aol.com) All, I agree with the action. Bob In a message dated 4/6/2017 4:03:55 P.M. Eastern Daylight Time, [calibanrealty@mchsi.com](mailto:calibanrealty@mchsi.com) writes:

To

[calibanrealty@mchsi.com](mailto:calibanrealty@mchsi.com) [jknepper@aol.com](mailto:jknepper@aol.com) [jetlat@verizon.net](mailto:jetlat@verizon.net)

Apr 6 at 4:07 PM

All,

I agree with the action.

Bob

**From:** Marty Clarke <[calibanrealty@mchsi.com](mailto:calibanrealty@mchsi.com)>

**Date:** April 7, 2017 at 8:54:17 AM EDT

**To:** Jeff Knepper <[jknepper@aol.com](mailto:jknepper@aol.com)>

**Subject: Re: Recommended changes**

I may have missed it. Thanks.

Sent from my iPhone

On Apr 7, 2017, at 8:03 AM, Jeff Knepper <[jknepper@aol.com](mailto:jknepper@aol.com)> wrote:

Sorry... thought I replied. I agree

Jeff