

DRAFT

MINUTES

Bylaws & Resolutions Advisory Committee Meeting

November 6, 10:00 AM

Small Conference Room in Administration Building

Present: Marty Clarke (chair), members Bob Hillegass, Jim Trummel, Audrey Wahl and Jeff Knepper; Committee Board Liaison was absent. Also present was Josh Davis of the Bayside Gazette.

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

AGENDA: The agenda was approved after the addition of resolution M-06 Elections and Referendums to New Business.

MINUTES: The minutes of the October 2, 2017 meeting were approved.

PUBLIC COMMENTS: There were no public comments.

The chair began the meeting with a brief review of the Annual Report submitted to the Board and a summary of current Committee activities that is to be presented to the Board at the November regular meeting of the Board.

UNFINISHED BUSINESS:

B-01 BOOK OF RESOLUTIONS: A draft of an amended B-01 has been prepared. The Committee discussed the actions necessary to have the draft submitted to the Board at the November regular meeting.

GOVERNANCE DOCUMENT REVIEW: Specific attention was given to B-05 Agenda Development for Board Meetings, M-06 Elections and Referendums and M-09 Search Committee. See NEW BUSINESS for M-06.

B-05: The Board has expressed an intent to change OLD BUSINESS to UNFINISHED BUSINESS in Board meeting agendas. The purpose is to comply with Roberts Rules of Order. A red line draft of an amended B-05 will be provided to the Committee Board Liaison.

M-09: An amendment to M-09, approved by the Board on April 29, 2017 has not been signed, entered in the Book of Resolutions or posted on the Association website. A copy of M-09, with the amendment incorporated, will be provided to Association staff for signatures and posting.

Additional resolution entries were reviewed. The process of identifying responsibilities for resolutions was begun. The responsibility for each resolution will be placed on the Governance Document in future reviews. The Governance Document, as updated at this meeting, is attached to these minutes and is the version to be reviewed at the December 4, 2017 meeting of the Committee.

REVIEW OF SHOW AND TELL (committee current activities): This was covered in the chair's comments at the beginning of the meeting.

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NEW BUSINESS:

C-15 (Aquatics Advisory Committee): There was no response to a request for a review by the Aquatics Advisory Committee of resolution C-15. The Governance Document was updated to indicate the resolution had been reviewed as of November 2017 with the next review scheduled for November 2018.

M-06 (Elections and Referendums): There was a review of amendments to M-06 prepared by the Elections Committee. The review was at the request of the Elections Committee. The primary focus of Bylaws and Resolutions was on a new provision regarding a request for a recount of ballots in the election of directors. The review was incomplete due to time constraints. The chair is to communicate with the chair of the Elections Committee regarding the status of the review and possible further steps each committee can take.

Jim Trummel moved and Bob Hillegass seconded a motion to adjourn. The motion was unanimously approved and meeting was adjourned at 12:53 pm

The next Committee meeting will be December 4, 2017 at 10:00 am in the Administration Building Small Conference Room.

Submitted by,
Jim Trummel
Minutes Recorder

NOTE: The below highlighted areas denotes the updates/changes made at the 11/06/17 Committee Meeting.

**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	
Articles of Amendment and Restatement	9/12/2013	Sep-13	TBD	
Declaration of Restrictions				
Board Resolutions				
B-01 Book of Resolutions	9/16/2008	Dec-09	Jul-17	The C-04 Committee submitted in Sept to the OPA Board of Directors for review at their Oct. Meeting.
B-02 Rules of Order for Board Meetings	11/19/2008	Dec-08	Nov-17	C-04 Chair to contact Board President requesting a Board review prior to the C-04 Nov Meeting.
B-03 Meetings of Association Members	11/19/2008	Dec-08	Nov-17	C-04 Chair to contact Board President requesting a Board review prior to the C-04 Nov Meeting.
B-04 Agenda Development for Board Meetings	11/19/2008	Oct-17	Oct-18	
	Responsible: Board			
B-05 Conflicts of Interest	11/19/2008	Dec-08	Oct-17	Pending the Ethic Motion as of the 9-29-17 Board Meeting
B-06 Indemnification Policy	11/19/2008	Dec-08	Feb-18	
B-07 Petitions	11/19/2008	Dec-08	Feb-18	
Committee Resolutions				
C-01 Committee General	5/20/2009	May-09	Apr-19	No reply from the Board since 4-5-17 request. Existing Resolution remains in effect.
C-02 Architectural Review Committee	12/17/2008	Mar-09	Nov-17	C-04 Chair to contact C-02 Chair and Board Liaison requesting review prior to the M-06 Nov Meeting.
C-03 Budget and Finance Advisory Committee	11/19/2008	Mar-16	Apr-18	C-04 Chair to contact C-03 Chair requesting review at completion of the 2019 Budget process.
C-04 By-Laws and Resolutions Advisory Committee	12/17/2008	Nov-16	Nov-19	
C-05 Clubs (Food & Beverage) Advisory Committee	12/17/2008	Dec-16	Apr-19	
C-06 Communications Advisory Committee	12/17/2008	Mar-09	Nov-17	C-04 Chair to contact C-06 Chair and Board Liaison requesting review prior to the C-04 Nov Meeting.
C-07 Comprehensive Plan Advisory Committee	4/24/2013	Apr-13	Jan-18	
C-08 Elections Committee	1/19/2011	Feb-17	Nov-17	The C-04 Chair to ask C-08 Chair to confirm that it is in process. The C-04 committee would like to review it prior to our Nov Meeting.
C-09 Executive Council Committee	5/20/2009	Sep-17	Sep-18	
C-10 Environment and Natural Assets Advisory Committee	5/20/2009	Jan-17	Jan-19	

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**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	3/10/2010	Oct-16	Oct-17	New C-04 Board Liaison to determine status of the C-11 Committee for the Nov C-04 meeting
C-12 Marine Activities Advisory Committee	5/20/2009	Jul-17	Jul-19	
C-13 Recreation and Parks Advisory Committee	6/17/2009	Jun-09	Jan-18	
C-14 Racquet Sports Advisory Committee	9/27/2014	Jan-17		Committee Inactive
C-15 Aquatics Advisory Committee	6/17/2009	Nov-17	Nov-18	
Responsible: Committee Chair				
Financial and Budgetary Resolutions				
F-01 Investment Guidelines	3/24/2016	Mar-16	Mar-18	
F-02 Annual Budget Development	11/19/2008	Sep-16	Annually	C-04 Chair to contact F-02 Chair and the Board requesting review for any corrections/changes required at completion of the 2019 Budget process.
F-03 Financial Reserve Accounts	12/17/2008	Mar-09	Mar-18	
F-04 Delinquent Assessments	6/17/2009	Jan-17	Mar-18	
General and Administrative Resolutions				
M-01 Compliance Procedures	12/16/2009	Dec-09	May-18	
M-02 Amenity Policies	4/30/2015	Apr-15		Placed on hold pending direction from the Board.
M-04 Maintenance of Lots	2/17/2010	Feb-10	May-18	
M-05 Animal Control	2/17/2010	May-17	May-19	
M-06 Elections and Referendums	4/24/2013	Mar-17	Oct-17	C-04 Chair to ask M-06 Chair & Board Liaison to have Attorney sign the Document
M-07 Bulkhead and Waterway Maintenance	6/16/2010	Jul-17	Apr-19	
Responsible: Board				
M-08 Association Manuals (Includes a Total of 8 manuals)	7/20/2011	Nov-17	Nov-17	
Responsible: Board				
M-09 Search Committee	4/29/2017	Jan-17	Jun-18	Currently in process as of C-04 Sept meeting.
Responsible: Committee Chair, GM and Board				