

MEETING
By-Laws & Resolutions Advisory Committee
December 6, 2019
Administration Building Small Conference Room

Present: Jim Trummel, Audrey Wahl, Jeff Knepper, Bob Hillegass, Keith Kaiser and Board liaison Camilla Rogers were in attendance. Chair Jim Trummel called the meeting to order at 12:00 PM.

The agenda for the meeting was unanimously approved.

The minutes of the November 1, 2019 were unanimously approved.

Comments from chair:

The Executive Council meeting was held November 6, 2019. Plans are going forward in developing an orientation program in committee operations for new Board members and new committee chairs.

The Elections Committee held a special meeting November 13, 2019 to consider voting methods that would be an alternative to the mail in ballot process that is currently used. The chair attended this meeting as an opportunity to suggest some factors to consider with regard to the By-Laws and resolution M-06 when considering alternative voting methods.

PUBLIC COMMENTS: None.

UNFINISHED BUSINESS:

Election Results Validation (By-Laws Sections 4.02(a) and (b): A final review of the response to this is question was conducted. The chair will put the comments in final form and transmit the response to the Association president and others as appropriate.

M-01: The legal review by Association counsel Jeremy Tucker was considered. The chair will consolidate the committee comments and return to Director Frank Daly.

B-01 First Reading Status: The chair reported that B-01 is expected to go to First Reading at the December 7, 2019 Board meeting.

NEW BUSINESS:

The chair noted that there have been instances in which reports to the Board required by resolutions have not been publicly acknowledged by the Board. For example, M-06 requires the Elections Committee to submit a written report to the Board within 30 days of voting by ballot. In addition, there is no evidence that the Board has received a 2019 update of the assessment status as required by resolution F-04. Further follow-up is required.

GOVERNANCE DOCUMENT REVIEW: The Governance Document was reviewed and updated. The current resolution status is attached. Revisions from the prior review are color coded.

The meeting was adjourned at 3:00 PM on a unanimous vote.

Jim Trummel
Minutes Recorder

NOTE: The below highlighted areas denotes the updates/changes made at the 12/6/2019 meeting by the C-04 Committee Members.

**Ocean Pines Association
By-Laws and Resolution Advisory Committee**

Governance Document	Effective Date	Last Review Date	Scheduled Review Date	Comments
By-Laws <i>Responsible: Board</i>	8/9/2008	Aug-08	TBD	
Articles of Amendment and Restatement <i>Responsible: Board</i>	9/12/2013	Sep-13	TBD	
Declaration of Restrictions Total Number on File 34 <i>Responsible: Board</i>				<i>Note: For informational purposes, the OPA has total for 34 of Declaration of Restrictions on file.</i>
Snow Hill Depository <i>Responsible: Board</i>			Jun-19	
Board Resolutions				
B-01 Book of Resolutions <i>Responsible: Board</i>	9/16/2008	Jan-18	Jan-20	
B-02 Rules of Order for Board Meetings <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-03 Meetings of Association Members <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-04 Agenda Development for Board Meetings <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-05 Conflicts of Interest <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-06 Indemnification Policy <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-07 Petitions <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	
B-08 Director Ethics & Conduct <i>Responsible: Board</i>		Jul-18	Jul-20	
Committee Resolutions				
C-01 Committee General <i>Responsible: Board</i>	5/20/2009	Oct-20	May-21	
C-02 Architectural Review Committee <i>Responsible: C-02 Chair</i>	12/17/2008	Apr-18	Apr-20	
C-03 Budget and Finance Advisory Committee <i>Responsible: C-03 Chair</i>	11/19/2008	Oct-18	Oct-20	
C-04 By-Laws and Resolutions Advisory Committee <i>Responsible: C-04 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-05 Clubs (Food & Beverage) Advisory Committee <i>Responsible: C-05 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-06 Communications Advisory Committee <i>Responsible: C-06 Chair</i>	12/17/2008	Oct-18	Oct-20	
C-07 Strategic Plan Advisory Committee <i>Responsible: C-07 Chair</i>	4/24/2013	Jan-18	Jan-20	
C-08 Elections Committee <i>Responsible: C-08 Chair</i>	1/19/2011	Oct-18	Oct-20	
C-09 Executive Council Committee <i>Responsible: Board President</i>	5/20/2009	Sep-17	Sep-21	C-04 Chair advised the following was determined at the 11/6/19, C-08 Committee Meeting: No changes were required to this document. Future reviews would be every two years.
C-10 Environment and Natural Assets Advisory Committee <i>Responsible: Chair C-10</i>	5/20/2009	Mar-19	Mar-21	

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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 <i>Responsible: C-11 Committee Chair</i>	3/10/2010	Oct-18	Dec-18	No action on February 2019 first reading. C-04 Chair to follow up with C-11 Chair and the C-11 Board Liaison.
C-12 Marine Activities Advisory Committee <i>Responsible: C-12 Committee Chair</i>	5/20/2009	Jul-17	Jul-19	C-04 Chair will follow up with the C-12 Chair to determine status of the review process.
C-13 Recreation and Parks Advisory Committee <i>Responsible: C-13 Committee Chair</i>	6/17/2009	Oct-18	Oct-20	
C-14 Racquet Sports Advisory Committee <i>Responsible: C-14 Committee Chair</i>	9/27/2014	Jan-17	TBD	<i>Note: This Committee is no longer active.</i>
C-15 Aquatics Advisory Committee <i>Responsible: C-15 Committee Chair</i>	6/17/2009	Oct-18	Oct-20	
Financial and Budgetary Resolutions				
F-01 Investment Guidelines <i>Responsible: Board</i>	3/24/2016	May-18	May-20	
F-02 Annual Budget Development <i>Responsible: Board</i>	11/19/2008	May-18	May-20	C-04 Chair will follow up the C-04 Board Liaison to resolve date and reporting inconsistencies between the By-Laws and the F-02 Resolution.
F-03 Financial Reserve Accounts <i>Responsible: Board</i>	12/17/2008	Jun-19	Jun-21	
F-04 Delinquent Assessments <i>Responsible: Board</i>	6/17/2009	Jun-19	Jun-21	C-04 Committee is waiting for the required Delinquency Report.
General and Administrative Resolutions				
M-01 Compliance Procedures <i>Responsible: Board</i>	12/16/2009	May-19	May-20	C-04 Committee reviewed our Attorneys proposed changes to M-01. C-04 Chair will submit our recommendation to both Frank Daly and the C-04 Board Liaison.
M-02 Amenity Policies <i>Responsible: Board</i>	4/30/2015	Apr-15		C-04 Committee reviewed at the 9/6/2019 meeting and provided suggested changes. M-02 has scheduled for the second reading at the 11/2/2019 Board meeting
M-04 Maintenance of Lots <i>Responsible: Board</i>	2/17/2010	May-18	Oct-20	
M-05 Animal Control <i>Responsible: Board</i>	2/17/2010	May-17	May-19	C-04 Chair will request the C-04 Board Liaison to follow up to determine the status of this past due resolution.
M-06 Elections and Referendums <i>Responsible: Board</i>	4/24/2013	Mar-17	Oct-20	C-04 Established new review date for the Board after their August 2019 Meeting.
M-07 Bulkhead and Waterway Maintenance <i>Responsible: Board</i>	6/16/2010	Jul-17	Jul-19	C-04 Chair will request the C-04 Board Liaison to follow up to determine the status of this past due resolution.
M-08 Association Manuals (Includes a Total of 8 manuals) <i>Architectural Review Committee Guidelines, Employee Handbook, OPA Emergency Operations Plan, OPA Financial Management Procedures Manual, OPA Financial Management Policy Manual, OPA Job Descriptions Manual, Employees Safety Manual, and the General Manager's Policy Instructions.</i> <i>Responsible: Board</i>	7/20/2011	Nov-17	Oct-20	C-04 Chair has placed this on hold until after the August Board Elections.
M-09 Search Committee <i>Responsible: Committee Chair, GM and Board</i>	5/29/2019	May-19	Jul-20	