



OCEAN PINES ASSOCIATION, INC.  
BOARD OF DIRECTORS' REGULAR MEETING  
Saturday, December 1, 2018  
9:00 AM, Assateague Room, Community Center

PRESENT: Steve Tuttle, Colette Horn, Slobodan Trendic, Ted Moroney, Frank Daly and Esther Diller. Doug Parks via conference call.

ALSO PRESENT: John Bailey, GM, Gene Ringsdorf, Assistant Treasurer, Michelle Bennett, Executive Secretary, 1 member of the press and approximately 9 Association members.

**Call to Order** – Vice-President Tuttle called the meeting to order at 9:00 am with the Pledge of Allegiance.

**Approval of Agenda**

The Agenda was approved unanimously with the following changes; Ms. Horn added Debbie Bennington appointment to the Communications Committee and Ms. Diller added a Motion to adjourn to Closed Session. Mr. Trendic seconded the amendment, all in favor of the amendment. Mr. Tuttle also changed the Treasurer's Report will be given by Gene Ringsdorf not John Viola.

**Approval of Minutes**

November 10, 2018 – Regular Meeting - Mr. Moroney moved to accept, Mr. Trendic seconded, all in favor.

**President's Remarks – Doug Parks** – Mr. Parks did not give remarks as he was calling in from the road.

**Treasurer's Report- Gene Ringsdorf (attached)**

**General Manager's Report – John S. Bailey, CMCA (attached)**

**Public Comments**

9 Association members provided comments.

**Capital Purchases Requests- None**

**CPI Violations- None**

**Unfinished Business -**

Discussion - Review of Association's IT management of key functions – Slobodan Trendic -  
CONCISE STATEMENT: The Board must discuss and decide which business model is the most beneficial long-term solution to the Association to manage its key financial functions.  
BACKGROUND:

The Association has been managing its core business and operational functions using outdated, custom-developed software. Rising costs and concerns over the old system's reliability is becoming increasingly a problem with many functions becoming more labor-intensive and taking too long to accomplish.

After conducting the RFP process, we now have competitive offers for both, software solution with in-house management approach and a third-party outsourcing option. The first option would keep all responsibilities with the Association's staff thereby handling all IT financial services internally. The outsourcing option places these responsibilities on an experienced third-party solution provider.

The Board now must decide which option is best for the entire organization and provide the necessary resources to assure successful project implementation.

Motion – Insurance Review – Doug Parks - MOTION: To rescind the motion passed at the March 29, 2018 board meeting regarding an audit of the Association's commercial insurance policies and to accept the recommendation from the General Manager to pursue such a review as a part of the scope of work provided by broker services. Ms. Diller seconded, Mr. Moroney offered an Amendment to the end of the original Motion - The GM will engage an independent consultant to review key policies, which will be identified by the board, in conjunction with renewal of our policies. –Mr. Trendic seconded, all in favor of the amendment. Mr. Trendic seconded the amended Motion, all in favor.

#### **New Business –**

Motion – Accept Recommendation for Accounting Functions – Colette Horn – MOTION: To accept the recommendation to implement the North Star Software proposal as soon as possible made by the Review Team for the RFP for Outsourcing OPA Finance and Accounting Functions. Mr. Daly seconded, Mr. Moroney offered an Amendment, Motion will read - The Board working with the GM commits to completing all due diligence of solutions to include filling all software holes, pricing and ancillary areas within 45 days and bring a recommendation to the full Board, using open working group. Ms. Diller seconded, all in favor of the amendment. Mr. Daly seconded the amended Motion, all in favor.

First Reading – Resolutions F-03 and F-04 – Frank Daly - F-03. The following changes are recommended per the attached:

3. General Definitions:

3C. Inclusions and Deletions

3D. Inclusions per attached.

4. Reserve Accounts:

4B. Deleted

4C. Deleted

4D. Relabeled to 4B.

4E. Relabeled to 4C.

5. Development of Reserve Requirements

5A. General Manager. Add item 4.

9. Effective Date; Change to reflect date of approval.

F-04. The following changes are recommended per the attached:

2. Authority

2.a Declarations of Restrictions: Add text

3. Policy:

3.a ( 1 ) : addition of interest calculation

(6): deletion and addition of text

4. Effective Date: Change of Signatories and Effective Dates.

First Reading - Resolution C-01 - Slobodan Trendic - Following is the summary of proposed changes to Resolution C-01, Committee General Policy:

b. Relationships.

(2) Board Committee Liaisons. Delete second sentence: "Routine communication between the Board and its committees shall be through the committee liaison."

Third sentence to read: "Chairpersons can have direct communication with the President at any time the chairperson deems such communication necessary."

Add the following new text under same Para 2. Board Committee Liaisons:

Overall Board Liaison Responsibilities:

- Facilitates communication between the Board and the assigned committee;
- Ensures that the assigned committee operates within the parameters of their charge/function statement;
- Ensures that the work of the assigned committee stays aligned with the strategic plan, the committee's function(s) statement and the annual committee tasks and/or goals;
- Fosters collaborative working relationships between staff, committee Chair, the Board and committee members;
- Works with the Chair to ensure long-term productivity of the assigned committee, including facilitating a smooth transition from the out-going chair to the in-coming one.

### **Appointments –**

Cheryl Jacobs – 1<sup>st</sup> Term – Communications

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Annemarie Wolfsheimer – 2<sup>nd</sup> Term – Aquatics

Kathy Grimes – Extension – Aquatics

Debbie Bennington – 2<sup>nd</sup> Term - Communications

The above nominations were approved unanimously.

At 11:27 am, Ms. Diller moved to adjourn to closed session for the purpose of December 1, 2018; specifically pertaining to Personnel as permitted by the MD Homeowner's Association Act, Section 11B-111(4) Discussion of matters pertaining to employees and personnel (i)., Mr. Daly seconded, all in favor.

Respectfully submitted:  
Colette Horn, Secretary