

**By-Laws & Resolutions Advisory Committee**  
**September 17, 2021**  
**Microsoft Teams**

Present: Chair Jim Trummel and Committee members Lora Pangratz and Bob Hillegass were present. Also, present were Board liaison Camilla Rogers, Association member Steve Jacobs, Josh Davis, OPA Marketing and Public Relations Director and Greg Ellison of Bayside Gazette. Chair Jim Trummel called the meeting to order at 1:00 PM.

The agenda was approved after adding the C-01 Annual Report to New Business for discussion purposes.

The minutes of the September 3, 2021 meeting were approved.

**PUBLIC COMMENTS:** None.

**UNFINISHED BUSINESS:**

The chair reported that the C-04 By-laws and Resolutions Advisory Committee resolution amendment submitted by the Committee was approved by the Board on a second reading at the September 15, 2021 Board meeting. There was a non-substantive amendment at the second reading which the chair reported and the Committee discussed.

Status Report and Input Package to Work Group: These two documents had been previously circulated for review. The Status Report indicates the action the Committee has taken on all of the By-laws issues received from the Work Group. The Input Package includes the proposals and other actions taken by the Committee on the By-laws issues. It was agreed that the Status Report and Input Package were ready to send to the Work Group. The is to put the documents in final form and forward them to the Work Group. Note: The two documents can be viewed as Supplemental Materials- Bylaws Summary and Bylaws Status Report in the Committee September 17, 2021 minutes on the Association website.

**NEW BUSINESS**

C-01 Annual Report: The suggested content for the Annual Report was discussed. Prior to the next meeting the chair will put suggested content in a draft report and circulate in preparation of a final report at the next meeting.

**GOVERNANCE DOCUMENT REVIEW**

The review status of all resolutions was conducted, including action required when review is requested, but no response has been received. The Review was updated and attached to these minutes. Another review will be conducted at the next meeting.

It was agreed that the next meeting would be October 15, 2021

The meeting was adjourned at 2:24 PM on a unanimous vote of the Committee.

Jim Trummel  
Minutes Recorder

**NOTE:** The below highlighted areas denotes the updates/changes made at the 9/17/2021 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	7/9/21, Currently in the review process by the By-laws Work Group and the By-laws and Resolutions Committee.
Articles of Amendment and Restatement <i>Responsible: Board</i>	4/24/2013	Apr-13	TBD	
Declaration of Restrictions <b>Total Number on File 33</b> <i>Responsible: Board</i>				<i>Note: For informational purposes, the OPA has total of 33 Declaration of Restrictions on file.</i>
Snow Hill Depository <i>Responsible: Board</i>			Jun-19	
<b>Board Resolutions</b>				
B-01 Book of Resolutions <i>Responsible: Board</i>	1/4/2020	Jan-20	Jan-22	
B-02 Rules of Order for Board Meetings <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B" series resolutions noted below.
B-03 Meetings of Association Members <i>Responsible: Board</i>	11/19/2008	Nov-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B" series resolutions noted below.
B-04 Agenda Development for Board Meetings <i>Responsible: Board</i>	1/27/2018	Jan-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B" series resolutions noted below.
B-05 Conflicts of Interest <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B" series resolutions noted below.
B-06 Indemnification Policy <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	4/2/21-The review of this resolution placed on hold until after the review completion of the other "B" series resolutions noted below.
B-07 Petitions <i>Responsible: Board</i>	11/19/2008	Oct-18	Oct-20	6/4/21, C-04 Chair referred the resolution document to the C-04 Board Liaison for Board review. 7/9/21, Currently in the review process.
B-08 Director Ethics & Conduct <i>Responsible: Board</i>	7/27/2018	Jul-18	N/A	<i>This Resolution was deleted by the Board at the 6/16/21 meeting.</i>
<b>Committee Resolutions</b>				
C-01 Committee General <i>Responsible: Board</i>	9/9/2020	Sep-20	Sep-22	
C-02 Architectural Review Committee <i>Responsible: C-02 Chair</i>	5/2/2020	May-20	May-22	
C-03 Budget and Finance Advisory Committee <i>Responsible: C-03 Chair</i>	10/10/2018	Oct-18	Oct-20	9/15/21, Board held first reading of the pending resolution changes.
C-04 By-Laws and Resolutions Advisory Committee <i>Responsible: C-04 Chair</i>	9/15/2031	Sep-23	Sep-23	9/15/21, Board held the second reading and approved the resolution changes. A minor change was made. The word "compliance" was replaced with the words "in accordance". The approved document is in the signature cycle.
C-05 Clubs (Food & Beverage) Advisory Committee <i>Responsible: C-05 Chair</i>	10/20/2018	Oct-18	N/A	<i>This Advisory Committee was suspended by the BOD at the 9/9/2020 Board meeting.</i>

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By-Laws and Resolution Advisory Committee**

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C-06 Communications Advisory Committee <i>Responsible: C-06 Chair</i>	9/15/2021	Sep-21	Sep-23	9/15/21, Board held the second reading and approved the resolution changes. The approved document is in the signature cycle.
C-07 Strategic Plan Advisory Committee <i>Responsible: C-07 Chair</i>	1/27/2018	Jan-18	Jan-23	9/17/21, Next review date was changed from Jan 20 to Jan 23 by the C-04 Committee. No response was received for previous requests to review this document.
C-08 Elections Committee <i>Responsible: C-08 Chair</i>	10/10/2018	Oct-18	Oct-20	6/4/21, On hold until completion of the 2021 Election Report.
C-09 Executive Council Committee <i>Responsible: Board President</i>	5/20/2009	Sep-17	Sep-21	
C-10 Environment and Natural Assets Advisory Committee <i>Responsible: Chair C-10</i>	10/27/2017	Mar-19	Mar-23	9/17/21, Next review date was changed from Mar 21 to Mar 23 by the C-04 Committee. No response was received for previous requests to review this document.
C-11 Golf Advisory Committee <i>Responsible: C-11 Committee Chair</i>	5/2/2020	Feb-20	Feb-22	
C-12 Marine Activities Advisory Committee <i>Responsible: C-12 Committee Chair</i>	5/20/2009	Jul-17	Jul-19	6/4/21, C-04 Chair will contact the C-12 Chair to obtain status of review by our 7/9/21 meeting. 7/9/21, No response, C-04 Chair to follow-up with the C-12 Chair. 7/23/21, No response, C-04 Chair to follow-up with the C-12 Chair. 9/17/21, Waiting for a response from the C-12 Advisory Committee Liaison
C-13 Recreation and Parks Advisory Committee <i>Responsible: C-13 Committee Chair</i>	10/10/2018	Oct-18	Oct-23	9/17/21, Next review date was changed from Oct 20 to Oct 23 by the C-04 Committee. No response was received for previous requests to review this document.
C-14 Racquet Sports Advisory Committee <i>Responsible: C-14 Committee Chair</i>	12/19/2020	Dec-20	Dec-22	This Advisory Committee was reinstated by the BOD at the 12/17/2020 Board Meeting. The Committee will operate as defined in the Board Approved, Resolution C-14.
C-15 Aquatics Advisory Committee <i>Responsible: C-15 Committee Chair</i>	10/10/2018	Oct-18	Oct-20	4-2-21-On hold pending resumption of Committee Meeting. 7/23/21, C-04 Chair to advise the C-15 Chair that this Resolution is due for review. 9/17/21, C-04 Chair to remind the C-15 Chair that this Resolution is due for review.
<b>Financial and Budgetary Resolutions</b>				
F-01 Investment Guidelines <i>Responsible: Board</i>	3/24/2016	May-18	May-22	
F-02 Annual Budget Development <i>Responsible: Board</i>	11/19/2008	May-18	May-20	9/15/21, Board held first reading of the pending resolution changes.
F-03 Financial Reserve Accounts <i>Responsible: Board</i>	10/17/2020	Oct-20	Jun-21	9/15/21, Board held first reading of the pending resolution changes.
F-04 Delinquent Assessments <i>Responsible: Board</i>	6/1/2019	May-21	May-22	



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**Ocean Pines Association  
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<b>General and Administrative Resolutions</b>				
M-01 Compliance Procedures	5/2/2020	May-20	Mar-22	7/23/21, Currently on hold pending Court action to review OPA complaints. The Court cases are currently backlogged as a result of the COVID-19 issues. 9/17/21, Next review date changed from Jul 21 to Mar 22 to allow for additional time for the Court to clear their current backlog.
<i>Responsible: Board</i>				
M-02 Amenity Policies	11/2/2019	Nov-19	Nov-21	9/17/21, C-04 Chair to request Board to review this document.
<i>Responsible: Board</i>				
M-04 Maintenance of Lots	5/2/2020	May-20	May-22	
<i>Responsible: Board</i>				
M-05 Animal Control	2/17/2010	May-17	May-19	3/5/21- The C-04 Board Liaison was requested to ask the Board to review this Resolution. 6/4/21, Board Liaison to follow-up with Board for status report by the 7/9/21 meeting. 9/17/21, C-04 Board Liaison to follow-up with the General Manager.
<i>Responsible: Board</i>				
M-06 Elections and Referendums	2/5/2020	Feb-20	Oct-20	March 2021-C-04 Chair provided M-06 Chair and M-06 Board Liaison with suggestions/comments from the C-04 Committee Meeting held on 2/2/2021. 6/4/21, The duplicated ballot safeguards, used in the last ballot, were not in compliance. The By-laws work group suggested changes to obtain compliance. Status pending. 9/17/21, Remains on hold until the 2021 Election Report is received.
<i>Responsible: Board</i>				
M-07 Bulkhead and Waterway Maintenance	6/16/2010	Jul-17	Jul-19	3/5/21- The C-04 Board Liaison was requested to ask the Board to review this Resolution. 6/4/21, Board Liaison to follow-up with Board for status report by the 7/9/21 meeting.
<i>Responsible: Board</i>				
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>	7/20/2011	Nov-17	Oct-20	C-04 Chair has placed this on hold until after the Board appointed By-Laws Workgroup has completed their work. Any changes they make to our by-laws or governing documents may required changes to the Association Manuals to correct any possible inconsistencies between these manuals and our governing documents. 9/17/21, C-04 Chair to provide recommendations to the C-04 committee on how to proceed with this resolution at the next scheduled meeting on 10/15/21.
<i>Responsible: Board</i>				
M-09 Search Committee	2/16/2019	Feb-19	Jul-20	3/5/21-The Bylaws Work Group is currently reviewing the status of the Search Committee.
<i>Responsible: Committee Chair, GM and Board</i>				