

## HPPOA Bylaw Committee Meeting Minutes 23 February 2017

APPROVED

Meeting was called to order at 5:18 PM.

Present: Steve Crawford, Parker Nicholson, Milton Pavao (Chair) and Mayelin Stillwell (secretary).

Guests: Stephanie Pearson and Christian Pearson

Approval of Agenda: All approved.

Member Input: None

### **OLD BUSINESS:**

1. Approve 9 February 2017 minutes. All approved.
2. BLC Report for membership meeting 26 Feb 2017 - Milton will write up a report and email it to the rest of the committee.
3. Article XI Sec 3 P 21 - There's need to have provisions in our bylaws. Discussion ensued. All agreed to discuss this further when we come to this section of the bylaws.
4. Article VIII Sec 8 Powers and Authority P 10 - Add new subsection to (k) or (m)? Proposal is to add "Acquisition of Assets". Intent is to address expenditures that are tangible and intangible. Discussion ensued and agreed to the following new verbiage.

Proposed new paragraph to (k) **"Any asset that costs more than \$75,000 shall not be purchased or otherwise acquired without membership approval. No asset more than \$1,000 shall be sold, traded, donated or discarded without membership approval. Moreover, no asset shall be given away."**

Proposed new definition Article V, Section 21 - **"Assets. An asset is, but is not limited to, cash, equipment, machinery, plant, property or anything that has long-term physical existence or is acquired for use in the operations of the business and not for sale to customers."**

5. Article V Sec 2 P 4 - Review and discuss.

Propose additional and new verbiage to Sec 2 Maintenance Funds:

"Section 2. **Funds**

**a)** Road Maintenance Funds. "Any money collected for road maintenance activities including, but not limited to, any late penalties, interest paid on road maintenance assessments, lien fees, transfer fees, and interest and dividends paid by banks or other financial institutions on road maintenance funds."

**b) Non Road Funds.** **"Funds derived from any source other than road maintenance fees."**

### **NEW BUSINESS:**

1. Article VIII Sec 8 Powers and Authority (l), (m), (n), and (o) P 10-11 - Discussion ensued.

Proposed new added verbiage:

(l) "Designate or appoint committees, which shall report and make recommendations to the board. **No board committee shall be formed to oversee or advise any membership committees.**"

**NOTE:** Ref: Article X - Committees Sec 1 Committee Scope and Authority P 17 - "The board, by resolution adopted by a majority of directors, or the membership, by resolution adopted by a majority of members present at a membership meeting at which a quorum (see Article V, Sec 12) is present, may designate and appoint one or more committees, which committees shall have such scope and authority as shall be delegated to them by the appointing body through said resolution; provided, however, that actions and decisions of such committees shall be subject to the approval of the appointing body.....In any event of conflict between the appointing body and it's committees, the decision of the appointing body shall prevail....." (Proposed amendment for (l) aligns with Article X Sec 1)

Due to time constraint, will work on (m-o) at our next meeting.

2. Bylaw Committee member. Christian Pearson agreed to join the committee after observing the meeting. All approved.

The meeting adjourned at 7:00.