

HPPOA Bylaw Committee Meeting Minutes 14 December 2017

APPROVED

Meeting was called to order at 5:03 PM.

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

Approval of Agenda. All approved.

Member Input. None.

OLD BUSINESS:

1. Approve 9 November 2017 minutes. All approved.

2. BLC Report for Board meeting 20 Dec 2017 - Milton will write a report and send to Mayelin who will then submit to the office for the board's packets.

3. Article X Committees - Sec 1 Committee Scope and Authority (b) Committees of the Membership P 19 - Discussed proposed new subsection. [Milton will make the changes.](#)

4. Special Projects Committee. The Association may establish, by a majority vote of the members at any membership meeting, a committee of at least [three](#) members, to solicit voluntary donations for a specific project, initiated by the membership. [and its execution.](#) Project funding may also include other funding sources excluding road maintenance assessments, as approved by a majority of the membership. Voluntary donations and other funding shall be overseen by the Finance Committee and deposited in a separate checking account. Monies drawn from the separate checking account shall require the signature of the President and Treasurer. General accounting practices shall be adhered to by the HPP bookkeeper and overseen by the Finance Committee. The Finance Committee shall also determine the project's scheduling based on funds available. Should funds be insufficient to cover the cost of the project, the funds shall be returned to the original sources.

4. Article IX Officers Sec 1 (a) Terms P 14 Approved Milton's draft for proposed new verbiage.

5. Article VIII Sec 2 (a) - [Milton will make change to his draft to reflect only a word change.](#)
(Not deleting the rest of the paragraph.)

"A district **representative's** term is three consecutive years on an established schedule."

6. Article V Definitions Section 23 Board of Directors P 5 - Proposed new definition draft approved.

7. Article V Definitions P 5 and Article XI Sec 3 P 21 - Proposed new definition Sec 24 General Fund. Lengthy discussion ensued whether to add new definition, or eliminate the idea and also eliminate Article XI Sec 3, which is the only place this term is used in the bylaws.

Proposed **Section 24. General Fund. Association money derived from road maintenance fees for road maintenance purposes.**

A proposal to add to Sec 24: **"Board may use up to 2% of the Road Maintenance fees collected for non road maintenance purposes. An amount exceeding 2% will have to be approved by the membership. See Article VIII Sec 8 (k). "**

Parker will come up w/proposed verbiage.

NOTE: Any General Fund proposal will require alignment with financial sheets as well.

8. Article VIII Sec 8 Powers and Authority (r), (s) and (t) P 11 All approved Milton's draft for new verbiage for (r).

(s) Reviewed proposed new verbiage and lengthy discussion ensued to also ref Appendix E at the end of (s):

"Cause an independent certified public accountant, **which may be an individual, firm, partnership, or corporation**, to conduct a mandatory annual audit of the financial records of the Association. Copies of the **completed financial** audit shall be **made** available to members **at the following next membership meeting, posted on the HPPOA website, and as upon requested.**"

Tabled discussion to propose adding verbiage to Appendix E for timeline of annual audit: **"An audit shall be scheduled no later than....."**. There was discussion to propose adding verbiage to schedule a forensic analysis every so many yrs.

Discussion on Article VIII Sec 8 and Sec 1 revealed there is a conflict which needs review. Proposal is to possibly change the heading to "Powers, Authority **and Responsibility**". Tabled for next meeting.

F(t) Proposal is to delete this subsection. All approved Milton's draft.

Meeting adjourned at 7:04 PM. Next meeting's schedule is open for discussion with the Christmas holidays.