

HPPOA Bylaw Committee Meeting Minutes 25 January 2018

APPROVED

Meeting was called to order at 5:02 PM.

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

Approval of Agenda. All approved amended Agenda to add HPPOA Reorganization.

Member Input: None

OLD BUSINESS:

1. Approve 14 December 2017 minutes. All approved.
2. Article X Committees Sec 1 Committee Scope and Authority (b) Committees of the Membership P 19 Proposed new subsection. After discussion, a couple minor changes were made. [Approved pending draft.](#)

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 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.

3. Article VIII Sec 2 (a) P 8 [Approved pending draft.](#)

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

4. Article V Definitions P 5 and Article XI Sec 3 P 21 - Tabled.
5. Article VIII Sec 8 Powers and Authority (s) P 11 - Tabled.
6. Article VIII Board of Directors Sec 1 and 8, P 8 and 9 - Tabled.

(Above were tabled due to timeline of upcoming February membership meeting. The BLC will be making a presentation)

NEW BUSINESS:

1. HPPOA Reorganization - There is a bylaw that opens the option for professional management already so the BLC is looking at it. The BLC will have to create bylaws to align with professional management. Discussion ensued.

Reviewed and discussed two organizational charts showing the restructuring of how HPP and professional management might work in conjunction with each other. Part of the structure would be having main standing committees that had specific duties. Examples: Finance Committee would create the budget. Road Committee might oversee and assess road necessities and interface with the Finance Committee. Special Projects Committee might handle miscellaneous items, such as Mailboxes as an example and interface with the Finance Committee. All the committee members would be voted by the membership.

The Board of Directors number may be reduced or kept the same. The entire membership could vote for the directors instead of being divided into districts, and vote for the officer seats. They would work with the professional management office. Would still need to keep the balance of power balanced through the bylaws which needs to be worked on by the BLC.

1) Ballot Item # 1

Discussion ensued in creating a ballot with concise verbiage for the HPPOA Reorganization, seeking member approval to move forward and create bylaws that align with professional management. We'd seek approval for the ballot after the visual presentation is made, if a majority of the members present wish to proceed with professional management.

After a majority of the members wish to proceed with professional management, they will need to form a Professional Management Research Committee to gather information from different management companies; their costs, what they can provide for HPP, acquire information on HPP's total annual operating costs, get bids etc.

2) Ballot Item #2

Discussion ensued in creating a ballot with concise verbiage for provisions in our bylaws to have Forensic Analysis as part of standard HPP business. If a majority vote of the members approves the bylaw proposal, the ballot would be mailed out to the entire membership seeking approval of the bylaw change. Verbiage included on the ballot would be: The forensic analysis will be conducted immediately following a 2/3 approval vote by the ballots returned. The forensic analyst will have free range to conduct the analysis (and prepare a package to go to the prosecuting attorney if desired?) The FC will handle the initiation, analysis and execution of the forensic analysis. The forensic analyst would provide reports to the FC. The board shall provide sufficient funds for the FC to execute the financial analysis. The forensic analyst would report to the membership at the conclusion of the forensic analysis.

Meeting adjourned at 6:50 PM.

I suggest we review these minutes keeping in mind if we want this much detail. I left it detailed to help guide the discussion. We can delete whatever is deemed TMI.