

HPPOA Bylaw Committee Meeting Minutes 9 November 2017

APPROVED

Meeting was called to order at 5:05 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 26 October 2017 minutes. All approved.
2. BLC Report for Board meeting 15 Nov 2017 - Milton will prepare a report to submit for the board meeting. Will follow up on whether the board will require membership committee reports at every board meeting since the committee policy states only if the board requests it.
3. BLC Vice-chair - Followed up on previous discussion. Steve was voted unanimously as the Vice-chair.
4. Article X Committees - Sec 1 Committee Scope and Authority (b) Committees of the Membership P 19 Proposed new subsection. [Review Milton's draft.](#) - Tabled

4. Special Projects Committee. The Association may establish, by a majority vote of the members at any membership meeting, a committee of at least 3 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.

Left column of draft will say "create subsection 4".

(*The verbiage of this additional responsibility will need to be added to the Finance Committee bylaws section)

5. Article IX Sec 1 (a) P 14 [Review Milton's draft](#) - Tabled.

"Terms. The officers shall be elected by the directors following the **June** membership meeting at which the district election results are announced. The officer terms are for one year and commence after the **June membership** meeting at which they are installed and after signing a "State of Officer", Appendix D. Officers serve until their successors are installed **or until their 1 year term expires whichever comes first.** No officer shall be elected to the same office for more than three consecutive one year terms. Partial terms and non-consecutive terms shall not apply toward this limitation."

6. Article VIII Sec 2 (a) - New proposed word. [Review Milton's draft - Tabled](#)

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

7. Article V Definitions New Section 23 Board of Directors P 5 - After lengthy discussion, deletions were made to all new definition.

"Section 23. Board of Directors (BOD) The board of directors of HPPOA is the governing body given the responsibility of overseeing the Association's road maintenance activities and any other responsibilities associated with road maintenance as directed by these Bylaws."

Left column of draft will say "added definition".

8. Article V Definitions P 5 and Article XI Sec 3 P 21 - Lengthy discussion ensued on proposed new definition Sec 24 General Fund which intertwines with Article XI Sec 3, as it's the only place this term is used in the bylaws. Tabled pending further discussion.

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

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

9. Article VIII Sec 8 Powers and Authority (r), (s) and (t) P 11 Review and discuss.

[Review Milton's draft for entire subsection of "r" - Tabled.](#)

(r) Approve standards and policies and procedures for member communication platform to include:

1. Website design, content, and links
2. Mass mailings, electronic and printed
3. Newsletter
4. Official notices Propose
5. Media releases
6. Signage

(See schedule per Appendix F)

(s) Discussion ensued and additional change was made to verbiage (in purple font). Deletions, additions and verbiage swapped around:

"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."

While looking at Article VIII, we reviewed Sections 1 and 8 again and concluded there is a conflict and needs further review.

Meeting adjourned at 7 PM. Next meeting 14 December 2017. (23 Nov 2017 is Thanksgiving)