

A weekly scheduled meeting of the Bylaws Committee takes place on Tuesday, September 8, 2020, via Zoom Meeting. The meeting starts at 9:16 am and ends at 11:01 am.

The attendees are: Kim Macaulay, Jay McClure, Belinda Belvin, Dan Strickland, Larry Hembree, and Pat Neville (joins late).

Agenda and Minutes:

- I. Call meeting to order – Belinda Belvin, Committee Chair is present. Roll call is held and a quorum is in attendance (6 of 7).
- II. Minutes
 - Belinda presents the minutes from 8/18/20 for approval. The minutes are approved 5 yea and 1 not present at time of vote.
 - Kim presents the minutes for 9/1/20. Larry motions to waive the reading of the minutes and the motion is seconded. The motion is approved 5 yea and 1 not voting. The minutes are approved 5 yea and 1 not present at time of vote.
- III. Old Business
 1. Article II – Definition
 - Housing Definitions – Jay is meeting with Susan today for assistance. Check back on 9/15/20.
 2. Article IV – Membership
 - Belinda reiterates a motion carried on 8/18 that Bylaws will define dues structure.
 - Place holder for future review.
 3. Article VI – Property Rights and Enjoyment of Common Property
 - Variances – for future review, does it belong in the Bylaws or Restrictions, revisit after review of Article XX. Place holder for future review.
 4. Article IX, Section 6
 - “No person or persons may become a Board member...” Dan makes a motion to use both the words “become” and “remain”, as the word “remain” is not used elsewhere in the bylaws. Larry seconds the motion. The motion passes with 6 yeas.
 5. Facebooks Page
 - Surveys – Per Larry’s research surveys can be restricted for integrity to prevent multiple submissions by an individual.
 - Kim did not have adequate time to prepare a survey model, but will make it a priority for the upcoming meeting.
 6. Article X, Section 1, Item g - “so long as the cost of acquisition does not exceed One Hundred Thousand (\$100,000.00) Dollars”.
 - Further discussion and motions pending survey. Place holder for future discussion after more research. Revisit on 9/15/20
 7. Article VIII – Section 2 – Vacancies
 - Larry submits the following wording for consideration: “Vacancies in the Board shall be filled by vote the majority of the remaining Directors, any such appointed Director to hold office until the annual meeting following the appointment. At the annual meeting, the person(s) receiving the most votes will fill the three-year terms with the next highest votes filling the partial-term board positions until all positions are filled.”

- This is compared to the wording previously submitted by Dan: “Vacancies in the Board shall be filled by vote of the majority of the remaining Directors, any such appointed Director to hold office until the next annual meeting. If that member then becomes duly elected, they shall hold office during the unexpired term of his/her predecessor. If not elected, the unexpired term will be filled by the new electee who receives the least number of votes. Should there happen to be more than one appointed Director not elected to continue then the positions will be filled by rank order of votes received.”
 - As neither paragraph seems to have enough support to proceed to a motion or a vote, Dan asks for another attempt at the wording. Larry agrees to table the motion. Revisit on 9/15/20.
8. Section 3 – Removal
 - Discuss adding removal for violation of Code of Conduct and Ethics.
 - Revisit after Section XXVII. Place Holder for future review.
 9. Article X, Section 1, Item r.
 - The committee still cannot complete this lettered item until Article VIII Section 2 is complete.
 - Revisit 9/15/20 pending Dan’s wording.
 10. Article X, Section 1, Item t.
 - Dan makes a motion to remove the word “amenity” and replace with the words “facility or service”. This will also replace any other use of the word “amenity”, such as in Article IV Section 3. Larry Seconds the motion. A vote is held and the motion is approved with 6 yeas.
 - Dan makes a motion to remove the word “use” from the word “use fee” changing the sentence to: “To charge fees for the use of a particular facility or service that becomes excessively costly to operate or maintain.” Larry seconds the motion and a vote is held. The motion is approved with 5 yeas and 1 nay.
 11. Undeveloped vs. Developed lot fees. Place Holder for future review.

IV. New Business

1. Article X, Section 2, Item b
 - A motion is made to add the wording “employee issues or terminations” changing the statement to read: “To record, transcribe, and summarize minutes of all Board meetings except those instances in which the Board meets in Executive session due to the need to consider, discuss, or take action on legal issues, issues in ligation, employee evaluations, employees salaries, employee issues, or terminations;”. The motion is seconded. A vote is held and the motion passes with a vote of 6 yeas.
2. Article X, Section 2, Item e. - “To prepare a roster of the Properties, and fees, dues and assessments applicable thereto, which shall be kept in the office of the Association and shall be open to inspection by any member upon two (2) weeks written notice by said member;”
 - Belinda will review SC Non-Profit law to make sure this wording agrees.
3. Article X, Section 2, Item g. - “a certificate setting forth whether his/her fees, dues, and assessments have been paid”

- A motion is made to change the word certificate to document. A vote is held and the motion passes with 6 yeas.
- Note is made to revisit later to possibly add a deadline in which delivery of the document should be made.

V. Meeting Adjourned: 11:01

VI. Action Items:

- Jay: Housing Definition
- Belinda: Compare SC Non-Profit Law to Article X, Section 2, Item e.
- Kim: Survey for Article X, Section 1, Item g.