

Bylaws Committee

Weekly Meeting Minutes

October 6, 2020
9:01 am – 11:05 am

- I. Call to Order: The meeting is called to order by Chairperson Belinda Belvin at 9:01 am.
- II. Roll Call: In attendance are: Belinda Belvin, Larry Hembree, Kim Macaulay, Jay McClure, Pat Neville, Beth Patterson, and Daniel Strickland. A quorum is present.
- III. Minutes: The minutes from 9/29/20 are presented by Kim Macaulay, Secretary. After a correction request by Pat; Belinda makes a motion to waive the reading of the minutes and to approve the minutes. Larry seconds the motion, a vote is held, and the motion passes with 7 yeas.
- IV. Old Business

a) Article 4, Section 1

- Dan makes a motion to delete the wording “the applicable restrictive covenants or” from the statement: “Every person who is a record owner of title or undivided interest in title to any real property within the Foxwood Hills development is subject to fees, dues, and assessments, as authorized by the applicable restrictive covenants or these Bylaws, levied by the Association, including contract purchasers, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the Association.” Belinda seconds the motion. After discussion a vote is held and the motion passes with 7 yeas. The final wording is: “Every person who is a record owner of title or undivided interest in title to any real property within the Foxwood Hills development is subject to fees, dues, and assessments, as authorized by these Bylaws, levied by the Association, including contract purchasers, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the Association.”

b) Article X, Section 1, Item g

- Belinda makes a motion to change the 100,000-dollar amount to a certain percentage of assessments collected in the previous year. Jay seconds the motion. During discussion the Committee determines specific wording is needed on dues versus fees versus assessments. Belinda agrees to table the

motion. Dan will work on specific language for this item. Revisit on 10/13/20.

- Jay makes a motion to set the percentage at 7% of the previous years collected dues (pending Dan's language clarification). Belinda seconds the motion. After discussion, Jay amends his motion to 8% of the previous year's collected dues (pending Dan's language clarification). Pat seconds the amended motion. Following further discussion, a vote is held, and the motion passes with 7 yeas.

c) Article XI, Section 4 – Notice

- After much discussion, the Committee wishes to add electronic media/notice and to remove outdated language but cannot agree on specific wording. Dan will work on the specific language for this section for both special and regular meetings. Also, discuss adding “notice” to definitions. Revisit on 10/13/20.

d) Article XII, Section 7 – Treasurer

- Belinda has the recommendation from the auditor. She will work on specific language for this section regarding checking, signing and internal controls. Revisit on 10/13/20.

e) Article XIII, Section 2 – Special Meetings

- Jay makes a motion to change the percent of members required to call for a special meeting from 5% to 10%. Larry seconds the motion. After discussion, a vote is held and the motion passes with 7 yeas. The final wording is: “Special meetings of members may be called at any time by the President or by the Board of Directors, or on written request of ten (10) percent of members who are entitled to vote.”

f) Article XIII, Section 4 - Quorum

- Jay make a motion to change quorum from 5% to 10%. Larry second the motion. After discussion, a vote is held and the motion passes with 7 yeas. The final wording is: “Unless otherwise required by these Bylaws or applicable law, a quorum shall be represented by Ten (10%) per cent of the votes entitled to be cast on a matter.”

g) Article XIII, Section 6, Item k

- In keeping with the above motions, Belinda makes a motion to change the quorum in this item for 5% to 10%. Jay seconds the motion. After discussion, a vote is held and the motion passes with 7 yeas. The final wording is: “Unless otherwise required by these Bylaws or applicable law, a quorum shall be represented by 10% of the votes entitled to be cast on a matter.”

h) Article XIV, Section 1

- Larry makes a motion to change the wording in section to: “Unless otherwise provided herein, each Committee shall consist of a Chairperson and two (2) or more members and, in addition, a member of the Board of Directors as a Board Liaison. All Chairpersons shall be appointed by the Board of Directors at the Board meeting following the annual membership meeting to serve from the close of such annual meeting until the close the next annual meeting and such appointments shall be announced at each such annual meeting. Each Chairperson is responsible for gathering committee members for said committee.” Pat seconds the motion. After discussion, Kim asks to amend the motion to add the sentence. “All committee members should be members in good standing”. Larry agrees and Dan seconds the amended motion. After further discussion, a vote is held and the motion passes with 7 yeas. The final wording is: “Unless otherwise provided herein, each Committee shall consist of a Chairperson and two (2) or more members and, in addition, a member of the Board of Directors as a Board Liaison. All Chairpersons shall be appointed by the Board of Directors at the Board meeting following the annual membership meeting to serve from the close of such annual meeting until the close the next annual meeting and such appointments shall be announced at each such annual meeting. Each Chairperson is responsible for gathering committee members for said committee. All committee members should be members in good standing.”

i) Article XV, Section 2

- Due to a lack to time the Budget Based Billing discussion is tabled. Pick up here next week.

V. Adjourn: The meeting is adjourned at 11:05.