Jockey Club Bylaw Committee

# Meeting Minutes

# April 1, 2017

## Opening

The regular meeting of the Jockey Club Bylaw Committee was called to order at 2:00pm on April 1, 2017 in Jockey Club Clubhouse by David Casarsa.

## Present

Ginny Iiams, Chair, Kevin McNeil , Barb Wolf, Secretary, David Casarsa, Board Liaison

## New Business

The first meeting of the Bylaws Committee was called to order by the Board Liaison David Casarsa at 2:00pm.

The first order of business was to elect a Chairperson, Ginny Iiams volunteered and was unanimously approved. Ginny then appointed a secretary, Barb Wolf.

David then went over the Method and Responsibilities of the Bylaw committee:

**Committee composition**: Discussion ensued over David’s role on the Committee and it was decided that he would not be a voting member and in the event of a two/ two tie He would then take the issue before the Board of Directors for a vote. David will however be an active participating member for all other purposes.

**Voting:** Show of hands by those present in person or electronically. Silence procedure. The Chair controls the vote.

**Working Copies:** The working copies will be saved each meeting with backup or reference.

The “Track changes” and “comments” mode will be used.

And revised copy will be placed on the website within two weeks of conclusion of the meeting.

**Method:** Read both the Bylaws and Declarations making copies on your own copies.

Start with the Bylaws first.

The Secretary is responsible for coordinating Homeowner input (written or emailed) and bringing to the Committee. The Jockey Club email is to be used to protect the private emails of the members.

A consensus approach will be taken, with voting on contentious issues.

Tie votes go to the Board of Directors for resolution at the next Board meeting.

Bullet points will be used, the lawyer will craft the legal language.

If a member brings an idea forward it would be good for a Committee member to sponsor that idea or addition.

**Bylaw Test:** Apply each to the existing and proposed Bylaws:

Is it feasible, sensible, fair?

Is it complete?

Is it enforceable by the Jockey Club?

Is it unique, not repeated or reflected in other Bylaws?

Is it supported by municipal and state law?

**Future meetings:** David and Kevin (after the April 27th meeting) will attend via Skype

**Communications:** Shall be by writing or email. It is too easy to forget what was discussed during a phone call

**Responsibilities:**

**Chair:** Chairs meeting, controls the vote (votes last), issues tasks to members, coordinates presentations to the Board of Directors as required with the Board Liaison

**Secretary:** Takes and produces minutes of the Committee meetings, supports the Chair, Coordinates homeowner input

**Board Liaison:** Committee member, maintains and publishes working copies, in conjunction with the Chair presents issues to the Board for resolution, Single point of contact to the lawyer

**Committee Members**: Review and comment on Bylaws/ Covenants, conducts tasks as directed by Chair.

David told the members it would be good if they would go on line and look at some of the other HOA’s in the area to see what is in their bylaws.

Kevin questioned the vote on the last revision, 2013, David explained that once the membership had approved the revisions it was sent to the lawyer who made some changes in the language and for an unknown reason it was never brought back to the membership for a second vote. Thus, by sending these revisions to the lawyer before a membership vote that will negate the need for a second vote. Kevin then asked if it was better to go article by article for approval rather than an “all or nothing” vote on the revisions. Barb expressed a concern over continually having a quorum for the “article by article” vote. It was voted on and was a two one vote for the “all or Nothing. Once the voted-on David stated that this was the less costly method also.

Homeowners will need to go on the website themselves to compare the 2006 Bylaws and the working copy of the Committee. The E.C.C. rules will be included in the Bylaws also.

Committee members were reminded that if it is in City Code then it does not need to be placed in the Bylaws as City Code takes precedence over the Jockey Club bylaws.

## Agenda for Next Meeting

Begin discussion on Jockey Club Bylaws

## Adjournment

Meeting was adjourned at 3:30pm by David Casarsa. The next general meeting will be at 6:00pm on April 27, 2017, in the Jockey Club Clubhouse.

Minutes submitted by: Barb Wolf