

Bylaws Committee minutes

2-13-22

Present: Mike Cross, Russ Spencer, Ron Schiaffo, Jane, Alexander, Tim Weiss, Carley Lewis, Patrick Crites, Pat Matheny, Rachelle Haney via video and phone.

1. Introductions

2. Discussion regarding expectations of this committee.

- a. Primary goal is to update the By-law and covenants so all lot owners/association membership will better understand and hopefully agree with updates.
- b. Additionally, it was discussed that communication need to improve, be transparent, and use current technology for timely and accurate update

3. Code of conduct

- Code of conduct was distributed, reviewed, agreed upon and signed by all Patrick, Pat and Carley,
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4. Discussion with new members present regarding past meetings and recommendations,

- a. There was discussion regarding the requirement that all meetings are to have a virtual presence as an option. With this being a requirement, a Discussion occurred regarding Board absences. It was agreed that 2 excused absences would be allowable and 2 unexcused absences will be allowable. Excused absences will include a death of a family member, work obligations, trustee illness or hospitalization.
- b. There was a discussion regarding email notification. After discussion it was agreed up that if a member chooses to receive notification PLE will require a read receipt.
- c. Discussion regarding board spending. It was agreed upon that we will add into the bylaws or covenant a section indicating the maximum amount a trustee can spend without board approval. In addition, each amount spent needs to be reviewed at the monthly board meeting and posted on the PLE website with the board minutes. This information will be added as we continue to review the documents and determine where it should be entered.
- d. It was discussed that when the annual budget is developed a plan should be included as to how these amounts were established and the plan on how to complete the plans for improvements.
- e. The committee agreed the Rules and Regulations need to be reviewed so when ready recommendations can be made.
- f. The committee agreed we need to know what polices are in place so we can know what the bylaws are address as we review.

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g. The committee was asked to review the pervious minutes so everyone is up to date on proposed changes. In addition, the committee was asked to Review Article IV Section 9 through 12 to be prepared to discuss at the next meeting.

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## **ARTICLE IV – DUTIES AND POWER OF THE BOARD OF TRUSTEES**

**SECTION 1:** The Board of Trustees shall have the power and control over the Property of the Association to administer, direct and manage its affairs ~~and it shall fix, adopt, amend, create, remove, and revise therewith the~~ policies, Rules and Regulations of the Association and the Property in accordance with the Restrictions, these By-Laws, Articles of Incorporation and the laws of the State of Missouri and the Federal Government.

Commented [TA1]: We have requested the policies so we know what they are.

**SECTION 2:** The Board of Trustees shall have the power to hold meetings; appoint committees; employ staff independent contractors or vendors, and employees as deemed necessary to accomplish the function for the Association; censure, sue, or prosecute Members of the Association; authorize proper expenditures; and take all necessary steps to carry out the purpose of this Association and promote its best interest, ~~and the safety, health and welfare of its Members.~~

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**SECTION 3:** No Member of the Board of Trustees shall receive, directly or indirectly, any salary or compensation for serving on the Board of Trustees.

**SECTION 4:** The Board of Trustees, by a majority 2/3 vote of the Trustees ~~present at a duly called meeting with a board quorum present,~~ shall have absolute power and authority to distribute and dispense any of the funds of the Association in accordance with these By-laws and other Governing Documents of the Association.

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**SECTION 5:** The Board of Trustees are authorized to ~~establish, adopt, create, amend, remove, revise, and~~ enforce Rules and Regulations as described in Article VI.

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**SECTION 6:** The Board of Trustees are authorized to establish and enforce collection of assessments as described in Article V.

**SECTION 7:** The Board of Trustees are authorized to establish and collect late fees and interest on unpaid assessments as per Article V and/or fines or other penalties for non-compliance of the Association's Restrictions, these By-Laws, covenant, restrictions and Trusteeship, and Rules and Regulations as per Section 9, below and Article VI.

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a. Upon 30 days of Level III notice The Board of Trustees shall ~~establish a published~~ schedule of Penalties, including fines and interest accrual with 30-day intervals between escalations.

b. The Board of Trustees shall have the ~~authority~~ authority duty to place a lien on the Lot of any Owner who has not paid the assessments, fees, fines and/or interest associated with non-compliance of the Association's Restrictions, By-Laws, Rules and Regulations and any amendments and resolutions. Before placing the liens, the Board of Trustees, by ~~ordinary~~ Certified mail, shall give the delinquent Owner at least thirty (30) days to pay said assessments, fees, fines and/or interest.

**SECTION 8:** The Board of Trustees are authorized to initiate legal action against any Lot Owner, his immediate family or guest who violates any of the conditions of the Restrictions, By-laws, or Rules and Regulations; and if meritorious, the attorney fees, court costs, and all other expenses shall be imposed against, and the responsibility of, the Lot Owner.

**Commented [TA3]:** At what time do they begin the lien process, After 1<sup>st</sup> notice or after 3<sup>rd</sup> notice.

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