

MINUTES

Windrush Creek Bylaws Committee Meeting

At 6225 Brooksong Way

July 1, 2020, 5:00 to 6:30 p.m.

Carole Bickel, Vivian Witkind Davis and Phil Davis attended.

Proposed amendment to the Declaration permitting sale of common properties

Becky Stroh had expressed concern about the language in the proposed amendment saying **The Board, upon its unanimous agreement to a proposed final transaction, will submit that transaction to the Association for approval.** She asked via email, "By 'transaction', do you mean the final terms of the sale, meaning sale price, buyer, etc? I am not sure if there is time to present to the Association for approval, as you typically only have a few hours or days to respond to an offer on a property."

The committee agreed to alter the proposal to read, "**The Board must be unanimous in its agreement on final terms of a transaction.**" The deal would not be held up waiting for a vote by the POA.

POA officer roles and responsibilities

The committee agreed it did not need to consider the document further. Phil was satisfied that he was ready to take it to the Board for review. It will be presented at the annual meeting, disseminated to the membership and maintained by the board in its official files.

Enforcement

Carole Bickel presented the results of her extensive research on the context and content of enforcement by homeowners' associations in Ohio and the United States.

She started with the Ohio law passed in 2010. Section 5212.06, articles 4-10, clearly establish homeowner association enforcement authority in our state.

She reviewed documents from three nearby communities (Windrush II, Harrison Pond and Stepping Stone) and found that all three have general enforcement requirements and a process for carrying it out. Harrison Pond had the most specific process.

Carole suggested that we can use the other models to start our discussion, but noted that Windrush is unique. We are smaller than other communities and more

rural. She stressed that we do not want to become a “police state” but do need to establish and enforce reasonable rules.

Phil and Vivian agreed that the Harrison Pond model can provide a starting point for establishment of a Windrush enforcement process.

Bylaws

Earlier in the day, Vivian sent out a first cut at amendments to the Amended Code of Regulations, or the “bylaws.” The other members of the committee did not have time for a thorough reading. We discussed the strange fact that our “code of regulations” is referred to as “bylaws” when it doesn’t have that title. It does, however, address the matters ordinarily addressed by POA bylaws documents. Phil suggested that, in any case, the name of our committee should be changed to the governance committee, since we oversee all Windrush governing documents, not just the bylaws.

Assignments

Vivian will send the latest proposal for amending the Declaration to the board for their review. She will notify John Alton of our actions as a heads-up and courtesy.

Phil will discuss with the two other board members his memo laying out roles and responsibilities of officers and committees.

Carole will zone in on the specifics of the Harrison Pond process and forms, so we can discuss the details of our neighbor’s approach as a potential model for Windrush.

Committee members will review and comment on Vivian’s first look at amending the bylaws (Code of Regulations).

Next Meeting

The next meeting of the Bylaws Committee was tentatively scheduled for Thursday, July 9, at Phil and Laura’s, depending on Basia’s availability.