

## **Legal and Bylaws December 2019 Meeting Minutes**

Attendance: Bill Nyquist, Mike Freedman, Barry Mendelsohn, Stu Joseph, Kristen Neu (OIC), Pat Degnan, and Rob Torcivia (Chair)

Commenced 8:00pm 12/12/2019

Reviewed 2019 adherence to rules and procedures and specific events throughout the year that required phone votes, or in some other way went around the normal committee process.

- Reviewed Admin Guidelines Section M Article 1. Determined that 5 of the 6 events we reviewed did follow the guidelines.
- Decided to remind board members that it is appropriate to vote against any phone vote issue if they are not in agreement that the item is time sensitive and cannot wait for the next meeting or committee process. We will inquire of the board if the process should be amended to require the formal approval of the OIC of the committee being circumvented before a phone vote is allowed.

Discussed challenge of timely submission and approval process of Meeting Minutes

- Approval is supposed to come from Committee. Section C 3&4. Section 4 appears to be obsolete.
- Determined it would be a good practice for committee chairs to appoint a Secretary specifically to take minutes. This item will be revisited at a future meeting.

Decided to ask the board if we should consider and inflation adjustment for the \$750 and \$1,500 levels for our three bid, and board vote process.

Discussed creating Crisis, Communication Response & Action Plan to outline procedures and policies regulating dissemination of information to board, to the members.

- We determined that we want to gather the action plans existing businesses for comparison. Search CAI for any sort of action plan and any existing plans here. Will be revisited at a future meeting.

Discussed NJ CIOA: Common Interest Ownership Act NJ (23851 Assembly) (Senate a2425)

- Murphy vetoed it in June - it is in revision.
- Read recent comments from our attorney on their review of the bill and its implications for WML.
- For a copy of the bill see: <http://www.lawrev.state.nj.us/ucioa/dtrpt9-99.pdf>
- Determined that we should each start searching for articles and following the progress of this bill.

Discussed letter regarding transient renters

- L&B was tasked with creating text to add to dues statement, or a letter to be included with dues statement.
- L&B began to work on this, but a letter was created and distributed in 2020 dues statements without L&B's input or approval

Meeting adjourned 9:50pm

Minutes written by Robert Torcivia(Chair)

Minutes approved by Kristen Neu (OIC)

## **Legal and By Laws November Meeting Minutes 2019**

Present: Stu Joseph, Mike Freedman

Chair: Robert T. Torcivia

Called to order at 8:05 pm Thursday November 14, 2019

Vote taken that we should recommend starting Nominating Committee earlier. Unanimous. Stu Joseph explained that Nominating Committee did have a full slate but someone backed out at the last minute. While there was not a problem this year, L&BL still felt that giving the Nom Com more time improves results.

Discussed consistency of the definition of family. Decided that present system of board debate per application is the best process. Application has been improved, and we should wait to see how those changes impact consistency.

Discussed member access to records. Determined that committee process for document access is appropriate.

Discussed approval process for committee minutes. Determined the Officer in charge approves the minutes. Chair does not necessarily write them, will be reviews at future meeting.

Decided to ask board opinion about increasing the three bid requirement amounts. Currently \$750 for 3 bids... and \$1500 for board vote. Amounts were set 20 years ago should we consider increasing them?

Adjourned 9:48pm

### **Agenda for Next Month:**

1. Setting Guidelines for Level Bids (*Apples to Apples*)- Check YouTube
2. Potentially Inflation Adjusting Competitive Bid amount.  
Currently \$750 or more 3 bids... \$1500 board vote - 20 years old.
3. Authorization - Procedures for Payment Approval

Submitted by: Rob Torcivia

Approved by: Kristen Neu-OIC

## Legal & Bylaws Committee: August 8, 2019 Minutes

Attendees: Stu Joseph, Bill Nyquist, Kristen Neu, Rob Torcivia, Pat Degnan, Barry Mendelsohn, Joanne Machalaba

This meeting was called to order on Thursday, August 8, 2019 at 8:02 p.m.

### Old Business

- Board approved transient renter letter at July board meeting
- Board approved revision to household membership at July board meeting

### New Business

#### Reserve Fund

- Committee discussed the idea of requiring any money added to the POA budget line for the Reserve Fund to be transferred in its entirety to said fund, which is in line with the Sinking and Capital Improvement funds
- Committee discussed how to implement this and, in the end, felt a constitutional amendment was appropriate
- Unanimously voted to propose a motion to the board amending Section 30 of the Constitution to read: "The annual budget may include line items for the Sinking Fund, Capital Improvement Fund, **and the Country Club Reserve Fund.**" (*added text in bold*)

#### Attorney Fees

- Committee questioned how our attorney is paid, as there is line item for them. Committee clarified that fees are not paid by dues, but through the late fee account.

#### Budget- Line Overspends

- Committee briefly discussed proposing a guideline to manage budget line overspends
- Committee will revisit in upcoming months

#### DCA Proposed Radburn Regulations

- Committee was provided with the DCA's proposed new amendments to the Radburn Act, as well as a letter of response by local law firm Hill Wallack LLP
- Committee will keep an eye on the progression of these proposed amendments and any potential implications for WML

The meeting was officially adjourned at 10:48 pm.

Minutes written by Robert Torcivia (Chair) & Kristen Neu (OIC)

Minutes approved by Kristen Neu (OIC)

The next meetings are:

September 12, 2019 at 8pm

October 10, 2019 at 8pm

## **Legal & Bylaws Committee: July 11, 2019 Minutes**

Attendees: Stu Joseph, Bill Nyquist, Kristen Neu, Rob Torcivia, Pat Degnan, Mike Freeman

This meeting was called to order on Thursday, July 11, 2019 at 8:06 p.m.

### Transient renters

- Reviewed updated version of the letter drafted by our attorney
- Committee voted (5-1) to approve letter to be delivered to all homeowners offering short-term rentals
- Letter will be presented to the board for consensus at July board meeting

### Line Item Transfers

- Committee reviewed recommendations by our auditor and counsel on this matter
- Committee agreed with our counsel's direction and will be asking counsel to write a letter with their recommendation, to be read into the July board meeting minutes during Legal Counsel's Report

### Household Membership

- Committee discussed the wording of the Application for Household Membership, specifically point #6
- Committee edited point #6, emphasizing that Household Memberships are for immediate family members
- Committee voted in favor (5-0-1) to approve
- Application will be presented to the board for consensus at July board meeting

The meeting was officially adjourned at 9:20 pm.

Minutes written by Robert Torcivia(Chair) & Kristen Neu(OIC)

Minutes approved by OIC Kristen Neu

The next meetings are:

August 8, 2019 at 8pm

September 12, 2019 at 8pm

## **Legal & Bylaws Committee: June 13, 2019 Minutes**

Attendees: Stu Joseph, Bill Nyquist, Kristen Neu, Rob Torcivia

This meeting was called to order on Thursday, June 13, 2019 at 8:16 p.m.

### Transient renters

- Reviewed letter drafted by our attorney
- Recommend making more generic, not specific to a property
- Recommend making reference to all rules and regulations of WML, including reference to associate membership

### Alcohol Usage on the Beaches

- Discussed the policy and the law; Committee determined to defer to the legal counsel; Committee does not see this as a Legal and By Laws topic at this time

The meeting was officially adjourned at 10:18 pm.

Minutes written by Robert Torcivia (Chair) & Kristen Neu (OIC)

Minutes approved by OIC Kristen Neu

The next meetings are:

July 11, 2019 at 8pm

August 8, 2019 at 8pm

## Legal & Bylaws Committee: May 9, 2019 Minutes

Attendees: Kristen Neu, Rob Torcivia, Pat Degnan

This meeting was called to order on Thursday, May 9, 2019 at 8:22 p.m.

Line Item Transfers- Constitution Section 31

- Will touch base with counsel for an update

Nominating Committee

- Stu and Rob met with Nom Com and reviewed their obligation under the Constitution and By-Laws

Document Retention Policy

- A newer version of the doc retention policy was found; more research will be put into this

Level Bid Guidelines/Vendor History Tracking

- Committee agreed that these topics are not for L&B

Transient Renters

- Our counsel had drafted a letter to distribute to homeowners who are renting to remind the homeowners that renters do not have access to our facilities unless owners transfer membership privileges (per Section 4 of the Constitution); Counsel had also recommended including publishing a reminder in the newsletter that transient renters are not guests; Committee will follow up with counsel on status

The meeting was officially adjourned at 10:18 pm.

Minutes written by Robert Torcivia (Chair) & Kristen Neu (OIC)

Minutes approved by Kristen Neu (OIC)

The next meetings are:

June 13, 2019 at 8pm

July 11, 2019 at 8pm

## **Legal & Bylaws Committee: April 11, 2019 Minutes**

Attendees: Rob Torcivia, Kristen Neu, Michael Freedman, Stu Joseph, Barry Mendelsohn, Pat Degnan, Bill Nyquist

This meeting was called to order on Thursday, April 11, 2019 at 8:00 p.m.

### Line Item Transfers- Constitution Section 31

- Committee again discussed value of this section; our auditors have advised that they do not see value in line transfers
- Committee discussed proposing an amendment to the constitution to remove lines 2 and 3 of this section, leaving line 1 in place
- Committee will seek advice from counsel before moving forward

### Nominating Committee

- Committee reviewed a draft of an “enhanced” board application to share with the Nominating Committee; L&B provided input; edits will be made and distributed to the L&B committee; final draft will be offered to the 2019 Nominating Committee and included as an FYI to the Board

### Document Retention Policy

- Committee discussed creating a document retention policy; Pat has a copy of a policy from an unknown year; Pat will work with the office to find out if this policy has been adopted and if it is currently being implemented before moving forward

The meeting was officially adjourned at 9:34 pm.

Minutes written by Robert Torcivia (Chair) & Kristen Neu (OIC)

Minutes approved by OIC Kristen Neu

The next meetings are:

May 9, 2019 at 8pm

June 13, 2019 at 8pm

## Legal & Bylaws Committee: March 14, 2019 Minutes

Attendees: Rob Torcivia, Kristen Neu, Michael Freedman, Stu Joseph, Barry Mendelsohn, Bob Fehon, Pete Hestevold

This meeting was called to order on Thursday, March 14, 2019 at 8:05 p.m.

### Line Item Transfers- Constitution Section 31

- Committee discussed two points regarding this section
  - First, the committee again asks what value this section of the constitution has. The answer in the past was that WML's auditors found value in this. Committee to follow up with the auditors for an official answer.
  - Second, if this section is deemed necessary, then the committee discussed the deadline of January in this section of the constitution. Committee discussed moving back the January deadline as well as leaving it as is.
- Committee will wait for response from auditors before any further discussions and decisions

### Late Fee Motion

- Committee discussed text for an amendment to the Administrative Guidelines regarding the Late Fee account; committee referred to motion #8 passed at the 7/6/2016 board meeting as guidance
- Committee voted unanimously in agreement to present a motion to the board at the March board meeting for an amendment to Section G of the Administrative Guidelines.

### Nominating Committee

- Committee discussed and agrees to offer a member of L&B to the Nominating Committee to provide a review of the responsibilities of the Nominating Committee in accordance with the constitution and guidelines
- Committee discussed how to make the Nominating Committee more successful; again, the committee agreed that the answer does not lie in amendments to the constitution or guidelines; since the Nominating Committee changes each year, L&B recognizes the struggles they face with lack of consistency and lack of best practices; in an effort to support a successful Nominating Committee, the L&B committee agreed to create a new, enhanced application to share with the Nominating Committee; L&B also agreed to include general responsibilities of the different board positions to share with candidates

The meeting was officially adjourned at 10:26 pm.

Minutes written by Robert Torcivia(Chair) & Kristen Neu(OIC)

Minutes approved by OIC Kristen Neu

The next meetings are:

April 11, 2019 at 8pm

May 9, 2019 at 8pm



## **Legal & Bylaws Committee Minutes February 14, 2019**

### Attendees:

Stu Joseph, Joy Weinreich, Kristen Neu,  
Barry Mendelsen, Rob Torcivia, Pat Degnan, Bill Nyquist

This meeting was called to order on Thursday, February 14th, 2019 at 8:00 p.m.

### Old Business

- WML Guest Policy Versioning 5 was discussed, and debated
- New requests and goals reconciled with original requests
- Exclusivity period and “invitation only” guest wording emphasized
- Committee vote to present motion for V5 of guest policy carried

### New Business

Items on L&BL Long Term agenda prioritized for the remainder of the year

The meeting was officially adjourned at 9:42 pm.

Minutes written by Chair Rob Torcivia

Minutes approved by OIC Kristen Neu

The next meetings are:

March 14, 2019 at 8pm

April 11, 2019 at 8pm

## **Legal & Bylaws Committee: January 10, 2019 Minutes**

Attendees: Rob Torcivia, Kristen Neu, Michael Freedman, Joy Weinrich, Pat Degnan, Stu Joseph, Bill Nyquist, Barry Mendelsohn

This meeting was called to order on Thursday, January 10, 2019 at 8:05 p.m.

### Reserve Fund

- Committee reviewed and discussed proposed wording for the creation of a Reserve Fund
- Committee voted unanimously to present the text as a motion to the January Board meeting

The meeting was officially adjourned at 9:53 pm.

Minutes written by Robert Torcivia (Chair) & Kristen Neu (OIC)

Minutes approved by Kristen Neu-OIC

The next meetings are:

February 14, 2019 at 8pm

March 14, 2019 at 8pm