

**Governing Documents Committee**  
**Minutes for March 7, 2020**  
**Pool Pavilion**  
**9:00 a.m.**

**1. Call Meeting to Order.**

Meeting was called to order at 9:00 a.m. by Chair John Cantley.

Present were members John Cantley (Chair), Shirin Murphy, Patrice Stimpson (Vice Chair), Alicia Rogers, Rick Throckmorton, Grace Wollemann (Secretary), board liaison Bill Lewis II, and General Manager Karin Shulman. Member Connie Baldin was absent.

**2. Minutes reviewed and approved by email**

February 1, 2020 minutes were approved via email.

**3. Documents to be reviewed**

**Bylaw 5.06 (Bylaw Amendments)**

**Discussion:** Chair and Bill Lewis provided recommendations. Only change was changing member to memberships.

The governing documents committee agreed by consensus to the following changes to Bylaw 5.06 (Bylaw Amendments):

**5.06 Bylaw amendments by members.** Members with proposed changes to bylaws may submit initial language to the governing documents committee which will provide advice on the proposed language. The committee may submit the proposed change to the board. Nothing in this bylaw prevents the member from proceeding with a petition signed by not less than ~~seventy-five (75)~~ 10 % of the ~~memberships in good standing~~. Bylaw amendments must be submitted to the office no later than the first Wednesday of February to be considered for inclusion on the June ballot. Once any proposed bylaw amendment is received by the board of directors, the board shall cause the proposed changes to be considered by the Association's general counsel for general counsel's opinion as to the legality and/or conflict with other existing governing documents. In the event that the general counsel determines that the proposed amendment would be illegal the board of directors will not place the proposed bylaw amendments on a ballot. If a proposed amendment is and/or stands in conflict with the existing governing documents, the board of directors must decide whether or not to place the proposed bylaw amendment on the ballot during the ~~April~~ March open board meeting. If a proposed amendment is not placed on the ballot an explanation will be provided to the maker of the proposed bylaw.

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**Bylaws 6.05 and 6.06 (Director Code of Ethics and Term of Office)**

**Discussion:** Chair provided background and recommendations.

The governing documents committee agreed by consensus to keep Bylaw 6.05 (Code of Ethics) and agreed to the following changes to Bylaw 6.06 (Term of Office):

**6.06 Term of office.** Each Director shall hold office for a three (3) year term or until a successor is elected or until their death or resignation, removal or termination of membership in the Association. ~~Any person elected to the Board of Directors by the Members for either a full three (3) year term or to the remaining portion of a vacant term shall not be eligible to be elected again to the Board of Directors by the Members or to be appointed by the board to fill a vacancy on the board until said director has been off the board for at least fifty-two (52) weeks. A person who is elected by the Members to a term of less than one year or a person appointed by the board for a term of less than one year shall be immediately eligible for election or appointment at the end of that term.~~

**Rule Article 3.09 (Solicitation on Association Property)**

**Discussion:** Chair. No changes were recommended by the governing documents committee.

**Rule Article 7.11 (Rules Regarding Wildlife)**

**Discussion:** At the request of the general manager to be reviewed and/or revised to better reflect original intent. Patrice Stimpson and Grace Wollemann provided recommendations.

The governing documents committee agreed by consensus to the following changes to Rule 7.11:

7.11 Exposing wildlife to any toxic substance such as, but not limited to, poisons, automotive fluids, household chemicals or other harmful substances that may attract wildlife is prohibited. All persons are required to have proper storage of any toxic substance.

Exceptions: A) licensed professional exterminators, B) insecticides

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**Rule Article 4.18 (Animal Control)**

**Discussion:** Patrice Stimpson provided background and recommendations.

The governing documents committee agreed by consensus to the following changes to Rule 4.18:

4.18 Dog bites are not permitted ~~in PMC.~~ *Any dog that has bitten any human or other animal at any time in the past, or is known by its owner or caretaker to be aggressive and is likely to bite, must be securely muzzled on Association property and roadways, including greenbelts and trails at all times. All reported dog bite incidents will be referred to Kern County Animal Services. In a dog bite incident, the owner of the dogs found to be in violation of PMCPOA animal control rules shall be subject to citation.*

**Rule Article 2.02 (Due Process)**

**Discussion:** Bill Lewis provided background and recommendations. The committee discussed interpretation of legality regarding Corporations Code. Also discussed citation letters and attorneys present at a hearing.

**ACTION:** The board liaison and general manager will check with legal on attorneys at hearings and legality of due process.

The governing documents committee agreed by consensus to the following changes to Rule 2.02:

**2.02 DUE PROCESS AND ENFORCEMENT**

*A. PMCPOA has adopted the small claims court model for due process hearings, therefore attorneys are not permitted to represent members.*

*AB.* The following process will be followed in the enforcement of fines and penalties. (See bylaw section 12.03 and California Civil Code 5855 or its replacement section upon its amendment or replacement.)

1. Determination of the alleged violation: Management will determine that a violation has occurred from physical evidence, testimony of witnesses *and/or from* corroborated complaints from other members.
2. Violators of Association rules may be given a verbal and/or written warning, or issued a citation for violation of the Association rules *that*

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*may include a fine as provided within the fine schedule for the appropriate violation.*

3. Notice of alleged violation *and/or fine*: Management will send a notice of a *hearing violation and/or fine* to the responsible owner and/or their tenants or authorized guests by first class mail *at least 10 days prior to the hearing*. The notice will include the following:
  - A. A description of the alleged violation.
  - B. The fine and/or penalty charged and the effective date.
  - C. *An opportunity to request a date of* hearing before the board *regarding the violation and fine in accordance with Bylaw 12.03.*
  - D. A statement that the member and/or their tenants or authorized guests have a right to attend the *meeting hearing* and may address the board at that *meeting hearing*.
4. The hearing:
  - A. The owners and/or their tenants or authorized guests may request the hearing to be in an open session or executive session of the board.
  - B. The owners and/or their tenants or authorized guests may present his/her case either orally or written.
  - ~~C. The owners and/or their tenants or authorized guests may not appear with counsel.~~
  - C.D.* The owners and/or their tenants or authorized guests may present evidence and testimony on his/her behalf.
5. The board, based upon the presentations made, may:
  - A. ~~Levy Uphold~~ the fine and/or penalty in accordance with the schedule and/or initiate legal action dependent upon the nature and circumstances of the violation and notify the member and/or their tenants or authorized guests within 15 days following the action.
  - B. Grant an extension of the time allowed to abate the violation; in which case the board will also determine the action to be taken in the event that the violation is not abated.
  - C. Suspend the fine and/or penalty, find no violation, or otherwise dismiss the action.

**Business Policies and Procedures H-16 (Media and Press Release)**

**Discussion:** Bill Lewis provided background and recommendations. Discussion ensued regarding meaning of press release. No changes were recommended by the governing documents committee.

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**Business Policies and Procedures H-5 (Legal Contact)**

**Discussion:** The chair provided background and recommendations.

The governing documents committee agreed by consensus to the changes made to Business Policies and Procedures H-5 (Legal Contact).

**Business Policies and Procedures H-5B (Legal Contact II)**

**Discussion:** The chair to provided background and recommended deleting this policy.

The governing documents committee agreed to delete Business Policies and Procedures H-5B (Legal Contact II).

**Election Ballot**

**Discussion:** Board liaison asked the governing documents if they would take a look at the election ballot when it becomes available.

**4. Due to time constraints the following items were deferred until next month:**

- Business Policies and Procedures H-11 (Board Interaction with Employees)
- Business Policies and Procedures D-4 (Quarterly Financial Review)
- Business Policies and Procedures D-5-A (Purchasing -Office)
- Business Policies and Procedures D-10 (Records Retention)
- Business Policies and Procedures D-11 (Member Addresses)
- Business Policies and Procedures D-13 (Purchase Orders)
- Business Policies and Procedures D-14 (Check Cashing)

**5. Adjournment.**

**MOTION** by Richard Throckmorton, **SECONDED** by Shirin Murphy to adjourn at 11:30 a.m. **MOTION** carried unanimously.

The next governing documents committee meeting will be held at **9:00 a.m. on April 6, 2020 in the Pool Pavilion.**

Grace L. Wollemann  
Secretary, Governing Documents Committee