

**By-Laws Revision Committee**  
**Wednesday, June 24, 2020**  
**7:00 PM**

**Minutes**

Members present: Floyd Aper, David Brown, Mel Brown, Mary-Margaret McHugh, Richard O'Brien and Bruce Reynolds

The meeting was called to order at 7:00 PM

Since the meeting on May 5th, that was held via Zoom, was not the best forum for exchanging ideas, it was decided to review changes to Article I and Article II, Sections 1.0, 2.0, and 3.0 from that meeting

After discussion, it was decided to change the second line of Article I, Section 1.0, from "...Subdivision is a member..." to "...Subdivision *shall be* a member...".

No changes were made in Article I, Sections 2.0 or 3.0. In Article I, Section 4.0, it was decided to change the wording in the first line from "...the record owner..." to "...the owner *of record*..."

No changes were made in Article II, Section 1.0. In Article II, Section 2.0, it was decided to change the fraction "...1/5..." to "...*117*...", the actual number that equals 1/5 of the 584 lots in the subdivision.

In Article II, Section 3.0, the committee decided to change "...delivered to each recorded owner..." to "...delivered to *the* owner...". In the next sentence of Article II, Section 3.0 it was decided to change "...to the owner(s) at his or her address..." to read "...to the owner at *the* address..."

After much discussion, it was decided to leave any references to voting out of Article II, Section 4.0, since the voting regulations are more clearly defined in the following sections. See Article II, Section 4.0 below to observe the complete changes made to this section.

In Article II, Section 5.0, it was decided to change the title from "Voting Lists" to "*Eligible* Voting Lists". In the first sentence, the phrase "...and entitled to..." was changed to "...and *eligible* to...". The final change to this section is in the last sentence changing "...but entitled to vote because of membership eligibility..." to "...but *eligible* to vote because of *member* eligibility..."

The only change suggested for Article II, Section 6.0, was to change the title from "Voting Limitation" to "Voting *Rights*". There was discussion about more clearly defining the term "current" in the last sentence, but no agreement was reached.

In the discussion of Article II, Section 7.0, it was brought out that the first sentence was there to prevent the Declarant in the early development of the subdivision from being able to cast a large number of votes. Since all the lots are now individually owned, this first sentence is no longer needed. In the second sentence, it was decided to change "...each member, regardless of the number of lots owned, may..." to read "...each *lot owner* may..."

Because there was a lot of discussion on Article II, Sections 4.0, 5.0, 6.0 and 7.0, it was decided that Floyd Aper would review these four sections to see if there might be a way to combine them into fewer sections and make them easier to understand. He will bring any proposals he has to the next committee meeting.

The discussion of Article II, Section 8.0, resulted in two proposed changes. In the first sentence to change "A member, whose..." to "*An owner*, whose..." and in the same sentence to change "...another person to..." to "...another *member* to...".

The meeting was adjourned at 8:55 PM.

The next meeting of the By-Laws Revision Committee will be on Wednesday, July 8, 2020, at 6:30 PM in the Ironwood clubhouse.

Below are the proposed changes that were made during the meeting.

## Article I - Definitions

**Section 1.0 - Membership:** ~~Every~~*Each* person(s)/*persons* or other entity which is the owner of a lot in the Ironwood Subdivision is *shall be* a member, automatically, of the Ironwood Country Club Homeowners' Association *of Normal, Inc.* ~~All members who are current with their dues shall be eligible to vote.~~

**Section 4.0 - Owner:** Owner shall mean the ~~record~~ owner *of record*, whether one or more persons or entities of a fee simple title to any lot which is a part of the Subdivision, or in the event of a contract sale, the contract purchaser. The term "owner" shall not include those holding title merely as security of performance of an obligation.

## Article II - Association Meetings *and Voting*

**Section 2.0 - Special Meetings:** Special meetings of the members of the Association may be called by the President, a majority of the Board of Directors, or at the request of *members representing 1/5* ~~1/5~~ of the membership, *lots in the subdivision*, for the purpose or purposes stated in the call for the meeting. The time and place of the

meeting shall be determined by the Board of Directors. The date for such meeting shall be no more than 30 days after receipt by the Board of Directors of the request.

**Section 3.0 - Notice of Meetings:** Written notice stating the place, date, and hour of the annual meetings and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be mailed or delivered to each *the owner* member not less than 10 nor more than 60 days before the date of the meeting. If mailed, the notice shall be deemed delivered when deposited with the United States Postal Service, addressed to the *owner* member at his or her *the* address as it appears on the records of the Association with postage thereon paid. If a meeting is adjourned to another time and place, notice need not be given of the new time and date, if such information is announced at the meeting at which the adjournment is taken.

**Section 4.0 - Fixing of Record Date:** For the purpose of determining which members are entitled to notice *of* and to vote at any meeting of members, the record date shall be 15 days prior to the date on which the notices are mailed or delivered. ~~Voting rights only shall also be extended to those owners where the Board of Directors can determine that membership existed at the time of the meeting.~~

**Section 5.0 - Eligible Voting Lists:** A list of the members receiving notice of the meeting and entitled *eligible* to vote on matters therein, shall be produced and kept open for inspection during the meeting. A list of members not receiving notice but entitled *eligible* to vote because of membership eligibility acquired after the record date shall also be produced and kept open for inspection during the meeting.

**Section 6.0 - Voting Limitation Rights:** Regardless of the number of owners of a lot, as defined in Article I, Section 3.0, no more than one vote per lot will be permitted. The dues for a lot must be current in order for any owner to have a vote.

**Section 7.0 - Cumulative Voting Not Permitted:** ~~Each member, regardless of the number of lots owned, shall be entitled to one vote on each matter submitted to vote at a meeting of Association members.~~ In election of directors, each member, regardless of the number of lots owned, *lot owner* may cast no more than one vote for any one nominee.

**Section 8.0 - Proxy:** An *owner* member, whose dues are current, may authorize, in writing, another *member* person to *represent them* ~~vote on his or her behalf~~ at the meeting of the Association members. Unless otherwise limited in the document, the proxy holder shall be deemed to have authority to vote on all matters submitted to a vote at the meeting. A proxy shall not be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy.