

**SOUTH BAY COMMUNITY ASSOCIATION  
BOARD OF DIRECTORS MEETING  
JULY 14, 2022  
9:30 am**

**DRAFT MINUTES**

**1. Call to Order**

*President Skinner called meeting to order at 9:38 am.*

**2. Determination of Quorum**

*Quorum present to start the meeting, with Gil Skinner, Joe Guillien, Peggy Ponto, Dave Jurca, and Bob Chadwell present (remotely). Christine Spagle and Gary Caven were absent. Six additional SBCA members were in attendance along with the SBCA's General Manager.*

**3. Approval of Agenda**

*Motion for approval of Agenda: Motion to approve by Jurca, second by Chadwell, motion carried 5/0.*

**4. Approval of Board Meeting Minutes for June 9.**

*Motion for approval of meeting minutes. Motion to approve by Jurca, second by Ponto, motion carried 5/0.*

**5. President's Remarks**

*President Skinner greeted the members in attendance and commented on case counts of Covid in Jefferson County. He mentioned that an eblast would be sent reminding and encouraging our members to consider wearing masks when attending large gatherings indoors.*

**6. Manager's Report**

*GM Torres reviewed Club Operations, Bay Club projects and administrative; items of note were challenges caused by staffing shortages caused by staff members leaving and covid. GM Torres reviewed recent completed projects at the Bay Club. GM Torres then continued the operations report, reviewing status of preparations for the SBCA Member Annual Meeting, Torres also reviewed status of update to the HR policies and Employee Handbook, and reported on count of ballots received for the Amendment to the Master Declaration campaign.*

**7. Treasurer's Report**

*GM Torres read Treasurer Report for Treasurer Spagle (absent). GM Torres proceeded through the Treasurer's report and summarized SBCA financial performance, year-to-date, ending June 30, 2022.*

**8. Board Communications**

GM Torres noted there was correspondence received via email regarding the Kraengel Complaint.

## **9. Committee Reports, Assignments, and Confirmations**

### **a. ARC**

*A summary review of the ARC meeting presented, then President Skinner made a motion to approve Sheila Twohey to the SBCA ARC, second by Ponto, motion carried 5/0.*

### **b. Activities Committee**

*President Skinner noted the Activities Committee did meet, but with limited attendees, no quorum was present, so there were no action items for the Board. President Skinner then reviewed the upcoming Activities Committee's planned events.*

### **c. Communications**

*President Skinner noted there was no meeting and no report for Communications Committee.*

### **d. Facilities**

- i. The committee report focused on the new roof project. Bob Kent of the Facilities Committee provided a report to the Board on pros/cons of metal vs. composition roof options. The Facilities Committee recommendation to the Board was to select composition shingles for roof replacement.*
- ii. A plan to refurbish the locker rooms was discussed, but no action taken.*
- iii. Tennis court maintenance was discussed at length, including budget allocations for desired projects. Motion by Chadwell to remove the blackberry brambles and to re-gravel the entry parking area at the SBCA Tennis Courts. Second by Ponto, motion carried 5/0.*
- iv. There was no woodshop report.*

### **e. Finance**

- i. Treasurer Spagle was absent. President Skinner provided a report.*
- ii. The newly amended SBCA Collections Policy was discussed. The Committee recommended a few minor edits and requested a cover letter be included when sent to SBCA Members to help the members more easily understand what had changed and how to interpret the document.*
- iii. The Finance Committee recommended that the Board approve the bid for roof replacement from Hanley Construction. A motion was made by President Skinner to approve Hanley Construction as the roofing contractor and to accept the bid from Hanley Construction for composition roof replacement for the Bay Club at a cost of \$321,604 plus tax. Second by Jurca, motion carried 5/0.*

- iv. *The Committee made a recommendation to the Board to transfer fund balance in "Special Assessment Fund" into to Reserves Fund. Moton to approve transfer to Reserves made by President Skinner, second by Jurca, motion carried 5/0.*
- v. *The HR committee sent an alternative (to hiring an Operations Supervisor) staffing proposal to the Finance Committee so that the Finance Committee could consider approving a forecasted increase in annual Payroll expense of approximately \$3000. The Finance Committee is recommending to the Board to approve the \$3000 increase. Motion by Jurca, second by President Skinner, motion carried 5/0.*

**f. Health & Fitness Committee**

*No report.*

**g. HR**

*Covered in Finance Committee Report.*

*President Skinner recommended a motion to approve all committee reports. Motion carried 5/0.*

**10. Old Business**

- a. **Lot Amendment.** *GM Torres already reported 413 ballots received (but not opened/processed).\_*
- b. **Update on the Annual Meeting.** *GM Torres reported that 195 Proxies had been received, 204 members needed (in person or by proxy) for a quorum.*
- c. **Kraengel Complaint.** *Director Jurca reported that the negotiations for settlement were ongoing.*
- d. **Status update Enforcement Policy.** *Covered in Finance Committee Report. It was noted that the SBCA legal counsel was finishing revisions to the SBCA Enforcement Policy, and the Board should expect to have both to review and approve at its next scheduled meeting.*

**11. New Business**

- a. **Vacation.** *Motion made by President Skinner to approve a one-time exemption to the SBCA maximum vacation hours carryover policy, and cash out the unused accrued vacation hours above 40 for the GM and Custodial Lead, due to the staffing shortages this year that made vacation for the two, difficult to take. Second by Jurca. Motion carried 5/0.*

**12. PLVC Report**

*N/A*

**13. Member comments**

*N/A*

**14. Convene Executive Session**

*At approximately 11:05 am, Motion to convene an Executive Session to review communications with legal counsel. Motion carried unanimously, 5/0.*

**15. Resume Open Session**

*At approximately 12:02 pm Open Session resumed.*

**16. Adjourn**

*Motion by Ponto to adjourn at 12:05pm, second by President Skinner. Motion carried unanimously, 5/0.*

Next regular SBCA Board Meeting: Thursday, August 11, 2022

Next SBCA Board workshop date: TBA