

**SOUTH BAY COMMUNITY ASSOCIATION**

**Annual General Meeting of Members**

**Wednesday, July 18, 2018**

**3 PM Bay Club**

**APPROVED**

1. Call to Order
  - a. President Skinner called the meeting to order at 3:10 p.m.
2. Determination of Quorum:
  - a. A quorum was declared by Secretary Lemieux, with more than 61% of all members present in person or by proxy. In addition, all Board members and Bay Club GM Mark Torres were present.
3. Meeting Protocol:
  - a. Robert's Rules of Order for Small Boards, Board discussion followed by member comments, motions written and directed to the Secretary.
4. President's Remarks:
  - a. Pres. Skinner addressed the SBCA accomplishments during the past year; highlights were as follows:
    - i. Club Interior refurb project, and other smaller projects
    - ii. ARC Design Standards updated/simplified
    - iii. SBCA Independent Audit review.
5. Financial Reports:
  - a. Treasurer Dan Quail & General Manager Mark Torres presented reports on the current financial condition of the SBCA.
    - i. Balance Sheet comprehensive review.
    - ii. Loan balance review.
    - iii. 2017-18 Financial Performance – YE Variance Report
    - iv. 2018-19 Operations and Reserve Budget – Comprehensive Review.
    - v. Reserves
      1. General Review: purpose of and legal requirements review.
      2. SBCA Reserves and funding strategy: Comprehensive Review.
    - vi. SBCA Audit – Summary report
6. Introduction of Ballot Items & Board, Board Candidates and Nominations from the Floor
7. Introduction of Board, Board Candidates and Nominations from the Floor.
8. Membership Voting:
  - a. Members present were instructed to fill out their ballots for the following items:
    - i. Board Candidates
    - ii. Ballot Items:
      1. Ballot Item 1: Should the minutes of the 2017 annual meeting be approved?

2. Ballot Item 2: Resolved, that the 2018/2019 Operating and Reserve Budgets adopted by the SBCA Board are ratified.
  3. Ballot Item 3: Resolved, that the statutory requirement that the financial statements of SBCA for the 2017-2018 fiscal year be audited by an independent certified public accountant is waived.
  4. Ballot Item 4: Resolved, that the SBCA Articles of Incorporation shall be amended as proposed.
  5. Ballot Item 5: Resolved, that the SBCA Bylaws shall be amended as proposed.
9. Ballot completion and counting of Ballots:
- a. Ballots on behalf of members present in person or by proxy were then collected for counting.
10. Committee, Volunteers, staff introduction, recognition.
11. Member Comments
12. Election Results: The results of the membership vote were as follows:
- a. Elected to the 2017-2018 SBCA Board of Directors:
    - i. Dave Jurca
    - ii. Sarah Walkowski
    - iii. Susan Shadrick
    - iv. Paul Moreau
  - b. Ballot measures:
    - i. Ballot Measure # 1 Approval of July 2017 AGM Minutes | Yes 343 / No 5 - **APPROVED**
    - ii. Ballot Measure # 2 2018-2019 Budget Ratification | Yes 317 / No 33 - **RATIFIED**
    - iii. Ballot Measure # 3 Waive Audit for FY 2017-2018 | Yes 292 / No 60 - **WAIVED**
    - iv. Ballot Measure # 4 Amend SBCA Articles of Incorporation | Yes 258 / No 88 - **FAILED**
    - v. Ballot Measure # 5 Amend SBCA Bylaws | Yes 293 / No 53 - **APPROVED**
13. Adjournment
- a. Directly following the meeting – a reception was held on the Patio, catered by the Point casino.

Officers of the Board for 2018-2019 are as follows:

- Gil Skinner, President
- Vicki Derrenberger, Vice President
- Christine Spagle, Treasurer
- Sarah Walkowski, Secretary
- Dave Jurca , at Large
- Susan Shadrick, at Large
- Paul Moreau – resigned Director role.