

**SOUTH BAY COMMUNITY ASSOCIATION
ANNUAL GENERAL MEETING OF MEMBERS**

July 17, 2019

3:00 pm

MINUTES

1. Call to Order

President Derrenberger called meeting to order at 3:04 pm.

2. Determination of Quorum

A quorum was declared by Secretary Walkowski, with more than 34% of all members present in person or by proxy. In addition, all Board members and Bay Club GM Torres were present.

3. Meeting Protocol

President Derrenberger announced we would be utilizing Robert's Rules of Order – Newly Revised for Small Boards and parliamentary procedures. The agenda included time for open member comments.

4. President's Remarks

President Derrenberger mentioned that for the past two months the Board has been functioning with six directors instead of seven with the resignation of Gil Skinner in May when his wife Barb became ill. President Derrenberger took a moment to thank the Skinners for their many contributions to our Community. President Derrenberger then addressed the high number of SBCA accomplishments during the past year by displaying a large chart listing many of the accomplishments. Among others, accomplishments include the receipt of an incentive check from PUD/BPA in the amount of over \$27,000. This payment was associated with our energy conservation resulting from the re-siding project, as shown by the 2017/2018 energy audit. In addition, the Board developed and implemented an Enforcement Policy with input from the Community as well as a Standards and Procedures Policy for Committees. A plan for funding the Capital Improvement Savings Fund was established and the five-year bank loan from Sound Bank taken out on 7/1/16 for the exterior renovation project was paid in full last month – two years early. Further accomplishments include the digitalization of all ARC documents back to 1992, a full replacement of our phone system, a strong outside rental facility program, and monthly pancake breakfasts that are highly attended and support local charities and Port Ludlow Community Groups. To date, over \$4,000 in cash and credits have been raised. President Derrenberger also addressed a list of Priorities for the 2019-2020 Board including a Trails Maintenance Agreement, Shed renovations, Music Licensing, and further energy conservation measures.

5. Financial Reports

Treasurer Chris Spagle presented the financial report for the Fiscal Year ending 6/30/19, as well as the Reserve and Operating Budgets for the next year. Copies of these reports were included in the packets mailed to all SBCA members. GM Torres presented the Budget Variance reports, discussed Reserve Projects, Reserve Funding Strategies, and a proposed Reserve Funding Model. Treasurer Spagle then gave the SBCA Financials Closing Summary and the State of the HOA – covering Asset Management and Capital Improvements, Operations Income, and expanded Member Services.

6. Introduction of Board, Board Candidates and Nominations from the Floor

President Derrenberger introduced the current Board Members to the audience as well as the three candidates running for Board seats to replace the resigned position and the positions for two outgoing members. The three new candidates are Bart Clark, Steve Hammond, and Tom Sprandel. There were no nominations from the floor.

7. Membership Voting

Members present were instructed to fill out their ballots. The ballot contained votes for the Election of Directors, Approval of July 2018 Annual General Meeting Minutes, Budget Ratification, and whether to waive the Audit for 2018-2019 fiscal year.

8. Ballot Completion and Counting of Ballots

Ballots on behalf of members present in person or by proxy were then collected for counting. A total of 291 ballots were cast. President Derrenberger then asked Vice President Sheldon to give recognition to committees and staff members and thanked the volunteers who were present to count the ballots.

9. Introduction and Recognition: Committees, Volunteers, and Staff

Vice President Sheldon identified the SBCA standing committees and named the members serving on them. He also recognized GM Torres and the SBCA Staff for the excellent job they did during the past year. VP Sheldon also recognized the outgoing Board Members and announced that Gil Skinner would be presented with a token of Board appreciation and flowers were given to outgoing directors – President Vicki Derrenberger and Treasurer Chris Spagle.

10. Member Comments

There were some comments and questions from members in attendance. These covered usage fees for PLVC and community groups, dues increase, and the format in which the budget is presented to members. There were also comments on appreciation of the improved interior and exterior of the Bay Club and the quality of SBCA staff.

11. Adjourn to Reception

At approximately 4:21 pm, Motion to adjourn and 2nd were received from the floor, and the motion carried by acclamation.

12. Election Results

The results of the membership vote were as follows:

☑ Elected to the 2019-2020 SBCA Board of Directors

- i. Bart Clark
- ii. Steve Hammond
- iii. Tom Sprandel

☑ Ballot Measure #1 – Approval of 2018 Annual General Meeting Minutes

Approved: 289 Yes/2 No

☑ Ballot Measure #2 – Budget Ratification

Ratified: 274 Yes/17 No

☑ Ballot Measure #3 – Waive Audit for 2018-2019 Fiscal Year

Audit Waived: 251 Yes/40 No

Directly following the meeting, the new Directors met and selected the following Board Members to serve as Officers of the SBCA:

☑ *President: Motion to appoint Ray Sheldon as President was made by Dir. Jurca, 2nd by Dir. Shadrick: Motion carried 7/0.*

☑ *Vice President: Motion to appoint Susan Shadrick as Vice President was made by Dir. Sheldon, 2nd by Dir. Hammond: Motion carried 7/0.*

☑ *Treasurer: Motion to appoint Sarah Walkowski as Treasurer was made by Dir. Sheldon, 2nd by Dir. Shadrick: Motion carried 7/0.*

☑ *Secretary: Motion to appoint Bart Clark as Secretary was made by Dir. Sheldon, 2nd by Dir. Jurca: Motion carried 7/0.*