

**SOUTH BAY COMMUNITY ASSOCIATION**  
**BOARD OF DIRECTORS MEETING**  
**September 13, 2019**  
**9:30 am**

**DRAFT MINUTES UNAPPROVED**

**1. Call to Order**

*President Sheldon called meeting to order at \_\_\_ 9:31 a.m.*

**2. Determination of Quorum**

*Secretary Clark established quorum with \_\_\_\_\_ 6 out of 7\_\_ total Directors present.*

*Approximately \_\_8\_\_\_\_ additional SBCA members in attendance.*

**3. Approval of Agenda**

M – VP Shadrick

S – Dir. Jurca

Carried ➔ 6 – 0.

**4. Approval of Meeting Minutes – Aug 09, 2019.**

M – Dir. Jurca

S – VP Shadrick

Carried ➔ 6 – 0.

**5. President's Remarks**

President Sheldon presented a brief summary of major issues discussed during the Board's 8-17-19 Workshop; these included:

- Progress made in finalizing the new Trails Agreement
- Proposal to change SCBA governing documents and zoning classification of the Bay Club parcel, which includes the area known as Gazebo Hill; Uncoupling these 2 issues was discussed as a parliamentary necessity for voting purposes
- A discussion of user fees' current structure and likely circumstances where fees should be charged for persons who are not SCBA members and for clubs/organizations that include non-SBCA members among their memberships. As a result of the conversation, the board will look at the issue over the coming month in order to deal with it in an organized and fair manner.
- The current work being done to establish a procedure for board processing of member complaints given that recently Board involvement has been requested and needed in the resolution of several complicated member(s)-complaint scenarios.

## 6. Manager's Report

*GM Mark Torres gave a report regarding the issues briefly listed and described below; a copy of the Manager's report is available upon request.*

- Thanks were expressed to volunteers at two recent events: The Jazz concert and the pancake breakfast which raised >\$500 for emergency mgt)
- Shed project is proceeding. The low bidder will make a comprehensive review of the project with the architect. Board will need to authorize approximately \$850
- Scanning and digitizing document project is underway. All SBCA counsels' legal opinions from 1990 to present will be digitized and indexed
- Interior painting bids are being sought to finish off club house
- Updating SBCA computers
- Leak in irrigation system discovered due to unusually high August water bill; repair should be about \$1,000.
- New machine in the fitness area has been repaired. Treadmill not working should be replaced. Other minor repairs needed with minimal expense.

## 7. Treasurer's Report

*Treasurer Walkowski presented the Treasurer's report as of \_\_\_ August 2019 \_\_\_\_\_. A copy of the report can be obtained upon request. Aspects of the report mentioned included:*

- *Total assets*
- *Capital Improvement fund*
- *Debit card; petty cash*
- *Sound Bank*
  - *Money Market*
  - *Petty cash*
  - *Special assessment account*
  - *Reserve account*
  - *Sound CD*
- *Kitsap Bank*
  - *money market*
  - *Total reserves:*
  - *Total August income*
  - *Operating expenses*
  - *Deposits*
  - *Reserve fund*
  - *Capital Improvement fund*

## 8. Board Communication

- a. Two special meetings yet to be scheduled before the next regularly scheduled Board meeting are in regard to:
  - i. User fees
  - ii. Beginning of the long-range planning process

## **9. Committee Reports**

### **a. ARC**

*President Sheldon presented the ARC report on behalf of Dir. Hammond (Chair). A copy is available upon request. The report included remarks concerning:*

- *Individual Port Ludlow Village CC&Rs that can be in conflict with SCBA standards.*
- *The SBCA ARC is currently dealing with 2 complaints to be discussed later in Executive Session during the current meeting.*

### **b. Activities and Amenities**

*Vice President Shadrick presented the AAC report. A copy is available upon request. The report mentioned several upcoming events. These include:*

- *Octoberfest – Discovery Bay Brewery on Oct 11<sup>th</sup> at the Bay Club with bratwurst and beer/wine/soft drinks*
- *The next Pancake Breakfast will benefit St. Vincent DePaul charities*
- *Planning work has begun on Christmas decorations – volunteers will be sought to do the decorating after Thanksgiving*
- *Over the next year, activities will include a workshop for teambuilding and planning for the coming year.*

### **c. Facilities**

*Vice President Shadrick presented the Facilities Committee report. A copy is available upon request.*

*Presentation included info on the possible SBCA purchase of a hearing loop device that would connect with members' hearing aids in the auditorium. Issues surrounding the possible purchase and use of this system include:*

- *A need to determine if our new floor is compatible with the installation*
  - *Facilities Committee will visit other facilities where it is installed. If approved, it will go to Finance for approval; estimated cost is \$15k*
- Bay Club planters – no volunteers; may use a hired landscaper.*

### **d. Finance**

*Treasurer Walkowski (Chair) presented the report from the most recent Finance Committee meeting held on Tuesday\_9-10-19. A copy of the report is available upon request. At the conclusion of the report*

### **e. HR**

*President Sheldon presented the report. – no meeting this month*

### **f. Communications**

*Dir. Sprandel (Chair) reported on items that were covered at the last Communications meeting held on Monday, Sept 09, 2019. Motion to approve addition of new member, Jenise Harper made by Dir. Sprandel, Second: President Sheldon. Carried 6 – 0. Chair Sprandel's report (available by request) included issues regarding:*

Voice submission deadline is the 8<sup>th</sup> of the month previous publication  
Need for a notice regarding collection and fine policy for dues or other assessments.  
Communications Committee suggests need for a *Pro Forma* eblast developed for GM Torres to use and tweak at his discretion

Dir. Jurca comments on need to include information on timing of implementation of rigorous enforcement in the pro forma eblast.

*Dir. Sprandel listed the following planning criteria for the Communications Committee:*

Long-term goals

Who are we targeting, what is being communicated and by what channels (web, Voice, eblast and calendar on SBCA website

*Comment from audience: PLVC is willing to cooperate and coordinate to amplify eblast*

*After the conclusion of the Communications Committee report, VP Shadrick nominated new committee members for two other committees: Jim Harper for the Activities and Amenities Committee; Mike Porter and Bill Dennis for the Facilities Committee. Motion for approval of all three nominees as new members of the respective committees by VP Shadrick, 2<sup>nd</sup> by Dir. Sprandel. Motion carried 6 – 0.*

*President Sheldon requested motion to accept GM, Treasurer, and all Committee reports. Motion for approval by Dir. Sprandel, 2<sup>nd</sup> by VP Shadrick. Motion carried 6 – 0.*

## **10. Old Business**

a. none

## **11. New Business –**

### **a. GM requests for Board feedback.**

- i. Dir Jurca discussed draft of proposed language to amend Bylaws and that the Board members would like opinion of SBCA counsel. As written, 2/3rds of all members would have to approve at a regular or special meeting. Motion to approve getting legal opinion of SBCA counsel made by Sec. Clark, 2<sup>nd</sup> by VP Shadrick. Motion failed: 3 – 2 – 1. (i.e., One of the 6 directors present abstained.)
- ii. 1. Extending PLCG rate to Port Townsend School for concert fundraiser. Motion to approve such a discount for schools in our school district but not for Pt. Townsend made by Dir. Sprandel, 2<sup>nd</sup> by VP Shadrick, Carried 6 - 0.
- iii. 2. Extending PLCG rates for local memorial services. Move to deny made by Dir. Sprandel, 2<sup>nd</sup> by VP Shadrick, Carried 6 – 0.
- iv. 3. Adopting proposed changes to Associate Member Agreement  
Move to approve made by Dir. Jurca, 2<sup>nd</sup> by VP Shadrick, Carried 6-0

- v. 4. Ask for Board approval for \$850 for Craig (architect) to come out next week to meet with contractor (paid to-date; \$4,025). Motion to approve made by Dir. Jurca, 2<sup>nd</sup> by Dir. Sprandel, Carried 6 – 0.
- vi. 5. Board decision on approval to exempt PERROTTA (Associate Member home) Buyer from Associate member initiation fee. Motion to deny made by Dir. Jurca, 2<sup>nd</sup> Dir. Sprandel, Carried 6 – 0.
- vii. 6. Ask for Board approval for permanent solution install - not to exceed \$1500, for final resolution of heat pump excessive noise problem (i.e. need for abatement).
  1. Move to install permanent noise abatement if approved by ARC made by Dir. Jurca, 2<sup>nd</sup> by Dir. Sprandel, Carried 6 – 0.
  2. Motion of commendation for Gillian made by Dir. Jurca, 2<sup>nd</sup> by Pres. Sheldon, Carried 6 – 0.
- viii. 7. Adopting proposed changes to Bay Club Rules / event calendar verbiage in regard to children (restrictions) based on legal counsel's opinion re: FHA. In that opinion it was noted that restrictions based upon activities (e.g., lap swimming only time periods) are appropriate and that a restriction based on age group would not, (e.g., excluding children during a given time period).

## **12. PLVC Report**

*President Sheldon reported on discussion and reports at the monthly PLVC meeting.*

*Mr. Bill Dean provided information regarding backpack vs. aerial spraying: back pack spraying, no permit required while aerial requires it.*

*Discussion of roundabout at 104 and Paradise Bay Rd.*

## **13. Member comments**

- Timely posting of SBCA Board of Directors meeting minutes requested, even if in “final draft” form prior to approval at the next Board meeting. Discussion led to a general agreement among Board and community members present that this is a reasonable way to proceed from this point forward.
- Request for Board workshop and Board meetings agendas to be posted at least a day in advance of Board workshops and meetings.
- One member commented on the loss of a reciprocal agreement with LMC for use of SBCA facilities.

## **14. Board Executive Session**

- a. Motion to enter Exec. Session by Sec. Clark, 2<sup>nd</sup> by Pres. Sheldon, Carried 6 – 0.

**15. Resume Open Session**

- a. Motion to resume open session by Dir. Sprandel, 2<sup>nd</sup> by Pres. Sheldon, Carried 6 – 0.

**16. Adjourn**

*At approximately 11:35 a.m. Motion to adjourn was made by Pres. Sheldon, 2<sup>nd</sup> by Sec. Clark, Carried 6 – 0.*

Next SBCA Board Meeting: Friday, October 11, 2019

Next SBCA Board workshop date: Wednesday, October 09, 2019