

**SOUTH BAY COMMUNITY ASSOCIATION
BOARD OF DIRECTORS MEETING**

Thursday, December 9, 2021

1:00 PM AM

Meeting Minutes

1. Call to order

1. Meeting was called to order at 1:00 PM

2. Determination of a Quorum and Roll Call

1. Quorum: Gil Skinner, Dave Jurca, Christine Spagle, Bert Loomis, Joe Guillien, Bill Wight, Janet DeDonato, GM Mark Torres
2. Suzy and Dan Darrow and Bill Dennis also attended, with Dianne Ridgley attending via phone.

3. Approval of Agenda

1. Agenda was amended to include the Davis Property Complaint in Edgewood, and was unanimously approved.

4. Approval of Meeting Minutes

1. 11.11.21 meeting minutes approved unanimously.

5. President's Remarks

1. None

6. Manager's Report

1. Mark Torres reported on club operations, including an uptick in club activity, the success of the PLPA Concert following Covid protocol, and the need to resolve the Dusty Green arrangement going forward with the anticipated uptick in groups desiring to use the auditorium. Mark and Gil are following up.
2. There are a number of active equipment related projects—new ice machine has been installed, new stove has been installed, the door window project is

complete thanks to Joe Guillien. The pool heat pump review has been completed and replacing like with like is the best option. A comprehensive roof inspection to support extending the life of the current roof and repair the water intrusion issue is to be scheduled.

3. Motion by Christine Spagle, seconded by Gil Skinner: Moved that the Board approve expenditure of up to \$6500 for roof repair and inspection. Passed unanimously.

4. All issues related to the lightning strike damage to the network and devices have been resolved.

7. Treasurer's Report

1. Christine Spagle gave the monthly Treasurer's Report of current bank balances in checking, savings, reserve and capital accounts. A copy of the financials is available upon request, and will be posted to the SBCA website for the period ending November 30, 2021.

8. Board Communications

1. Open letter to the Board from Hana Farr still awaits a response. Gil Skinner with contact her.

9. Committee Reports

1. ARC

1. SBCA-ARC held its regularly scheduled monthly meeting on November 19, 2021. A quorum was established and the meeting agenda was approved. The committee also approved the minutes for the October 15, 2021 regular meeting, the October 22, 2021 Special Meeting and the amended minutes for the October 21, 2021 Special Meeting. Five items of correspondence were discussed and acknowledged. See posted committee minutes for more detail.

2. The committee reviewed 3 new SBCA-ARC applications, all of which were approved without condition. There was one follow-up item, regarding the previously discussed stormwater drainage related application in Bayview, which was acknowledged as not requiring SBCA-ARC action at this time, subject to the applicants, village and interested neighbors further discussions.

3. The committee discussed and tabled a draft amendment to DS 5.1.14 Exterior Lighting requirements, pending further revision to such draft amendment to reflect committee discussion.
4. After extensive discussion regarding the treatment of LPV1 applications and the impact of the LPV1 Supplemental Declaration, considering LPV1 does not have a village HOA, the majority of committee members present felt there was no need to change current SBCA-ARC procedures related to LPV1 applications and no further action is needed at this time.
5. A previously tabled application was acknowledged as pending the village advising the SBCA-ARC regarding the village decision regarding a possible amendment to the village Supplemental Declaration that might impact the tabled SBCA-ARC application.
6. There were three items of new business, as follows:
 1. Inner Harbor Roof project presentation, as part of the village long-term planning. After Extensive discussion, including types of roof material under consideration, potential timing and duration of project, scope of SBCA-ARC and village jurisdiction, village decision-making process, DS 5.1.8 (Roof Materials), and suggested SBCA-ARC application and related SBCA-ARC process, the committee determined that no further action was needed by SBCA-ARC at this time, pending the village proceeding with its process and future application submission.
 2. Discussion regarding the inspection of an Edgewood Lot that is the subject of a neighbor complaint, to ascertain compliance with MD 4.2.5. Discussion included the limited scope of SBCA-ARC fact finding related to complaint about subject Lot, MD 4.2.5, and the current condition of the Lot (including exterior of structure on Lot).
 3. *A Motion to inform SBCA Board that the Lot, including the exterior of the structure on the Lot, has not been maintained in accordance with MD 4.2.5 was approved.*

4. Update committee on the status of the SBCA Website updates for SBCA-ARC.

7. Motion to have the Board issue a notice of violation to the owners of the Davis property in Edgewood for failure to maintain the property in accordance with ARC standards. Moved, Dave Jurca, seconded by Bert Loomis. Unanimously approved.

2. Activities and Amenities Committee

1. Vickie Norris gave the report on the Activities Committee meeting including the success of the Deck the Halls project which had 16 volunteers who decorated the Club Lobby in record time, working smoothly as a team.
2. We briefly discuss the completion of the member survey with a report coming out soon.
3. There was discussion of the success of the Bay Club Bistro experiment thus far and whether Kass needed any support from the Committee for the rest of the December meals. It appears she has it handled. The new member orientation sessions were discussed including timing, speakers, Board attendance and handouts for the member packets.
4. John Sweet updated the committee on his efforts to obtain a commitment from the Navy Band for a concert at the Bay Club, ideally in the summer. The committee will rough out a couple of scenarios with details before the Navy responds with their availability.
5. Peggy Hathaway has resigned from the committee, and Linda Lowe has volunteered to serve.
6. The committee will review the survey responses as they look at developing activities for spring and summer.
7. Motion to approved Linda Lowe on the Activities Committee. Moved, Janet DeDonato, seconded Bert Loomis, unanimously approved.
8. Motion to change the name of the AAC to the Activities Committee. Moved, Janet DeDonato, seconded Bill Wight. Unanimously approved.

3. Communications Committee

1. Janet DeDonato reported on the Communications Committee meeting attended by the full committee minus Dave Jurca. Also in attendance were Gil Skinner, Christine Spagle, Bill Wight and Mark Torres.
2. The committee discussed the Voice article to be produced by President Skinner, the upcoming weekly e-blasts to remind members of activities and the Dusty Green Bay Club meals.
3. Tom Sprandel continues to work with Bill Dennis on updates to the ARC section of the website.
4. Committee reviewed preliminary results for the member survey and discussed methods of sharing out the information with members—the Board will continue that discussion at the next Board Meeting.
5. Bill Wight suggested contacting Associate Members to help determine why they join so that we can more effectively recruit new members. We currently have 30 Associate Members but could increase that number to 50. It was generally agreed by the committee that most Associates join for access to the fitness center and pool

4. Facilities Committee

1. Discussion of clearing up landscape behind Bay Club; Spagle will contact D&S for a proposal to do the work
2. Emergency Preparedness – Pat Lohrey, chair of EPC, attended. Brief discussion of Bay Club key access in an emergency – Mark has already had a lockbox installed by the front mailbox, and Pat has been provided the combination. She and Mark will work together on issues that impact the Bay Club.
3. Further discussion of heat pump for pool (began at the last meeting). Tabled pending outcome of cost to resolve roof issues (water intrusion and tie down installation [OSHA requirement]). Air Flo has indicated having a working pool cover should help with electricity costs – Mark will research cost/type to meet our needs and report back to Facilities.
4. Personal Property not owned by the Association; reiterate property not owned by SBCA cannot be housed at Bay Club indefinitely without

working with GM – this type of property should be available for use by all SBCA members, for example sewing machine in craft room).

5. Brief discussion of info from H&F provided by Bill Wight. Action premature as the Board has not discussed survey results which will give some idea of future actions. Additionally more info needed as to product, cost, location, other ancillary costs etc.
6. GM Report – Mark has already provided – and the roof issues (water intrusion/tie downs) discussed during his report. I made a motion during his report – see the Finance recap.
7. Joe reported his team discussed additional training times for those wanting to be certified to use the Wood Shop, safety, and neighborliness to ensure their noise equipment does not disturb those meeting in other Bay Club spaces.
8. Brief discussion of hybrid committee meetings, with all committee members attending preferring in-person meetings.

5. Finance Committee

1. Treasurer report accepted; brief discussion of financials
2. GM made his report (included above)
3. Spagle continues to perform on monthly reviews until a Finance Committee member is identified and brought on to the committee.
4. The number of delinquent accounts is going down as is the dollar amount owed – thanks Mark
5. Need to replace pool heat pump but tabled until ultimate cost of roof issues resolved and dollar amount determined.
6. Bay Club roof needs to install roof tie downs - OSHA requirement – and we have water intrusion likely caused by flashing that has become dislodged in a couple of places. While on the roof VesPro will also inspect for other needs but urgent to get the water intrusion issues resolved. (see motion included in GM report above).
7. Brief discussion of user fees, tabled until next meeting.

8. Discussion on pre-planning for next FY budget – reconciling probable reduced facility rental and increased payroll – how do we want to address a deficit? Tabled pending Board guidance on “direction” of the Club.
9. Facility use fees; President Skinner and GM Torres met with LMC and ironed out a reciprocal agreement regarding specific organizations. Approval of this arrangement will necessitate amending the SBCA Facility Use Policy and Port Ludlow Community Group Use Agreement
10. Motion to approve development of a reciprocal agreement between SBCA and LMC allowing for meeting room use by specified groups at no cost. Additional charges incurred such as set-up fee, linen fee, will not be waived. Moved, Christine Spagle, seconded Janet DeDonato, unanimously approved.

6. Health and Fitness

1. Bill Wight gave a report on the Health and Fitness committee meeting, including the Activity Captain’s reports on the aerobic and weight rooms, the floor exercise area (still in need of a mirror and lower costs options are being explored). Discussion of improvements to fitness classes including feasibility of having classes via a smart TV and videos. It was noted that the tennis courts are still in need of repair.
2. The status of the Haberpointer/Active Life agreement was tabled.
3. The status of the upcoming issue of the H&F Communiqué was also discussed, along with the proposed process by which to produce it, and future potential topics.
4. Barb Sweet is researching “Silver Sneakers”.
5. Bill is looking into enhanced video consoles for the treadmill.
6. Discussed the recruitment of additional Associate Members who typically join for the work out facilities and the positive effect that would have on Club finances.
7. Brief discussion of music in the fitness area, which was rejected by the committee.

8. Because an agreement has been in process for nearly two years with Active Life LLC to provide valuable services and benefits for SBCA Members, and; because a vote on approval of this agreement originally drafted by Board Members nearly two years ago was scheduled for the Dec. 9 Board meeting, and; because concerns were raised at an off the record meeting concerning apparent costs of the agreement, that other providers may be available to provide such services at no cost, that it could set a precedent for other parties, and that it was felt that SBCA should not enter into what might appear to be “barter” arrangements,
9. Motion that this matter be tabled yet again so that options addressing the forgoing concerns may be addressed and brought to the Board for consideration and vote on a potentially modified agreement at the January 13, 2022 SBCA Board meeting and that it be a matter of record that the Health & Fitness Committee will welcome and consider any proposals for alternatives that would provide similar services and benefits for SBCA Members and bring these to the attention of the Board. Moved by Bill Wight, seconded by Joe Guillien, passed unanimously.

7. HR Committee

1. Did not meet.

10. Old Business

1. Dusty Green arrangement
2. LMC update
3. Survey update
4. Edgewood Village Davis property issue

11. New Business

None

12. PLVC Report

Diana Smeland was not in attendance but sent a report that PLA is not building due to supply chain issues and problems getting materials. The holiday lights are up. PLVC is trying to get back to in person meetings but still meeting via Zoom at this time.

13. Adjournment

1. Meeting was adjourned at 10:50 AM

Next Board Meeting Monday, January 13, 2022

Prepared by

Janet DeDonato, Secretary

12.13.21

Revised 12.14.21

Revised 12.15.21

Revised 12.16.21