

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

Thursday, February 10, 2022

9:30 AM

Meeting Minutes

Call to order

Meeting was called to order at 9:30 AM

Determination of a Quorum and Roll Call

Quorum: Gil Skinner, Dave Jurca, Christine Spagle, Joe Guillien, Bill Wight, Janet DeDonato, GM Mark Torres; absent, Bob Chadwell

Soosie and Dan Darrow, Ann Louise Maynard and Bill Dennis also attended, with Dianne Ridgley attending via phone.

Approval of Agenda

Agenda was approved unanimously.

Approval of Meeting Minutes

01.13.22 meeting minutes were approved unanimously.

President's Remarks

President Skinner briefly discussed continuing to work toward further collaboration with LMC and PLVC.

Manager's Report

Mark Torres reported on club operations, including the onboarding of three part time staff for front desk, janitorial and on call positions.

Regarding the search for an Operations Supervisor, there were about 20 applicants of which 6 were interviewed and we now have 2 finalists who will be called back for one final interview.

Swift Plumbing and AirFlo are working on a solution for the HVAC in the pool area/

The roof inspection scope determination is ongoing while they assess the extent of the damage and its causes.

Replaced the broken washing machine.

The new fiscal year budgeting process is underway and will continue through February. Finance will report to the Board in March regarding status.

Need to work on reviewing and revising the HR handbook and policies.

There is a mask distribution event planned by PLVC in the Bay Club parking lot scheduled for Saturday, 2.12.22.

Treasurer's Report

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 January 31, 2022.

Board Communications

None.

9. Committee Reports

ARC

SBCA-ARC held its regularly scheduled monthly meeting on January 21, 2022. The committee reviewed and voted by motion on 4 new SBCA-ARC applications, approving 2 application without condition, and conditionally approving 2 applications. Other committee actions can be found in the posted committee minutes. The meeting was adjourned.

Several days after SBCA-ARC's January meeting, the committee reviewed SBCA Design Standards revision 7.0, and electronically voted on and unanimously approved, a motion to approve this document (including posting the document on the SBCA-ARC website), subject to removing references in the title page and page headers indicating the document was a draft/discussion draft, and further subject to the SBCA Board approving the document.

Discussion of proposed SBCA-Design Standards revision 7.0 was tabled, for further review prior to board action on this matter.

Bill Dennis also notified the SBCA Board that he intends to resign from SBCA-ARC soon (no later than the end of the current SBCA fiscal year), to give the board time to consider an appropriate replacement for him.

Activities Committee

Gil Skinner and Vickie Norris gave the Activities Committee report. The committee met on Monday February 7 with a quorum of members and Susan Shadrick, Chuck and Sheri Gerstenberger absent.

The new member orientation sessions have been rescheduled for March 24th, with two sessions; one from 10:00 - 11:30 AM and the second from 1:30 - 3:00 PM. Agenda will be finalized at the March Activities meeting.

Diane's Market Kitchen event was scheduled for February 13 from noon to 3:00 PM. Christine Spagle brought a copy the Village Green newsletter with a listing of baking classes offered by a pastry chef. The committee will follow up.

There was much discussion regarding the Pancake Breakfast coming up March 4, organizing and recruiting volunteers and talking through the process for shopping, signup and hosting. There will be two breakfast seatings requiring prior signup, one at 8:30 AM and one at 10:00 AM. Payment will be taken at the door in cash or by check.

Motion to approve 25% of net proceeds to be awarded to each month's benefitting organization in the form of facility usage fee reduction. Moved by Gil Skinner, seconded by Janet DeDonato, passed unanimously.

Committee reviewed proposed new charter and had no changes.

Work on a Community Welcome Event in the summer, and assembling a list of available bands is ongoing.

Motion to approve Corey Wilkerson as a new member of the Activities Committee. Moved by Janet DeDonato, seconded by Joe Guillien, approved unanimously.

Communications Committee

Janet DeDonato gave the Communications committee report. The Committee met briefly on January 31 at 1:00 PM.

The committee discussed ongoing weekly e-blasts, promotional e-blasts for the cooking class, the new member orientation sessions, the and the pancake breakfast.

Discussed potential topics for inclusion in President Skinner's Voice article for March.

Provided schedule and word counts for the H&F Communique to the committee chair.

Reviewed monthly edits to the Website provided by Christine Spagle to Tom Sprandel.

No Board action was required.

Meeting adjourned at 1:20 PM.

Finance Committee

Met February 8, 2022

Discussion Items:

Treasurer's Report of balances as of 1.31.22

Financials (Mark also addressed in his GM Report)

Net positive variance of \$57,000 driven by Income—over budget in PLA capital contributions, member assessments (due to delinquent account collections), Associate Member fees. Expense—under budget in payroll, supplies, some R&M and Legal Fees

Delinquencies: actions on hold pending update of SBCA Collection Policy to conform to recent RCW amendments

New Finance Charter reviewed

Facilities Committee

Met February 8, 2022

Discussion Items:

Status of Brush Clearing behind Bay Club

Pool and Spa Heat Pump still on hold pending outcome of roof inspection and costs to correct water intrusion at several locations

Replacement of washing machine in pump room

Lengthy Discussion of Gift and Loan and Repository Policies - prepare executive summary for Committee review and then present to Board

GM Report (Mark has already covered these items in his report)

New Charter

Change out shower heads in locker rooms for hand held spray attachments -

Motion: Facilities Committee recommends the Board approve an expense not to exceed \$250 for the replacement of shower heads in the locker rooms with hand held spray attachments. Moved by Christine Spagle, seconded by Dave Jurca, passed unanimously.

Walk around interior and exterior scheduled for the April 12 Facilities Meeting.

Health and Fitness

Committee met on Thursday 2.3.22 at 9:30 AM.

Topics discussed included the status of mirror installation in the stretching area—will be installed promptly once delivered.

Working on scheduling and planning of fitness orientation sessions and instructional classes.

Working on getting gravel installed in the tennis courts parking area.

No Board action required at this time.

HR Committee

Did not meet.

10. Old Business

Motion to approve the Memorandum of Understanding with LMC. Moved by Dave Jurca, seconded by Christine Spagle, passed unanimously.

Motion to approve new revised committee charters, with the exception of ARC charter still under review. Moved by Christine Spagle, Seconded by Janet DeDonato, passed unanimously.

Motion to approve new Committee Guidelines. Moved by Christine Spagle, seconded by Joe Guillien, passed unanimously.

Motion to update community use policies to align with new MOU between SBCA and LMC. Moved by Dave Jurca, seconded by Christine Spagle, passed unanimously.

11. New Business

Three part motion by Dave Jurca:

I move that in April and May of this year SBCA conduct a vote by ballot without a meeting on the same issue that was designated as Ballot Item 4 at the July 2021 Annual Meeting. That issue was, in effect, whether to amend Section 7.2 of the SBCA Master Declaration to provide that each Lot is subject to an Annual Assessment, regardless of whether the Lot is improved or unimproved. 82.5% of the votes cast on that issue at the 2021 Annual Meeting were in favor of the proposed amendment, but in order for the amendment to be adopted it needed to be approved by at least 75% of all members, not merely by 75% of those who voted. Conducting a vote by ballot without a meeting, as authorized by the bylaws amendment adopted at the Special Meeting of Members last November, may encourage more members to vote on the issue.

Further, I move that the Board, in conjunction with the Finance Committee and the Communications Committee, endeavor to reach out to all members with communications providing more information about the issue and about the Board's reasons for recommending approval of the proposed amendment.

Finally, I move that the Board and those two committees work together to develop appropriate details for the timing and content of such communications to members about the issue and for the timing and procedures for conducting the vote, with the goal of having all ballots returned by a suitable date in May, subject to a possible extension of that deadline pursuant to RCW 64.38.120(6)(g). Moved by Dave Jurca, seconded by Joe Guillien, passed unanimously.

12. PLVC Report

Gil Skinner reported that at the 1/06/2022 PLVC Board meeting PLA president Diana Smeland said that PLA is still experiencing supply chain issues and problems getting materials, and the Fireside has hired a new chef.

The mask distribution plan for the community was also discussed.

13. Executive Session

Motion to move into Executive Session to discuss legal and personnel issues and possible violations of SBCA governing documents, moved by Dave Jurca, seconded by Christine Spagle, passed unanimously.

14. Open Session

Motion to move back into Open Session, moved by Joe Guillien, seconded by Dave Jurca, passed unanimously.

Motion to authorize GM to send a proposed letter to certain members about imposition of penalties for repeatedly violating the Bay Club masking policy, unless Director Wight reports by COB Friday that he has spoken with the members and they have agreed to comply. Motion by Dave Jurca, seconded by Joe Guillien, passed unanimously.

15. Adjournment: Meeting adjourned at 11:49 AM

Next Board Meeting is Thursday, March 10, at 9:30 AM.

Prepared by Janet DeDonato, Secretary 2.15.22

Revised 2.17.22

Revised 2.21.22