

**Bayshore Beach Club, Inc.  
Board of Directors Meeting  
April 16, 2016**

1:00PM, Meeting called to order by the president, Marcella.  
Patti Pipes, Secretary confirms quorum is met. All directors present. (Note: Walt Goodin leaves the meeting at 3:54PM.)  
Pledge of Allegiance.

**Minutes of March 19, 2016**

**Approval of March Minutes:**

Member Mary Lou comments that fire chief, Tom Sakaris, requests an incorrect statement about him be removed from the minutes.

**MSP**

Max Metcalf moves that we strike the last sentence of the minutes, page 3, *“Fire Chief Tom Sakaris offered to accompany Lynda when she speaks with the owner.”*

Walt Goodin seconds.

Motion passes, unanimous in favor.

**MSP**

Rhonda Janzen moves to approve the March 2016 minutes.

Mark Mugnai seconds.

Yes:

Patti Pipes

Max Metcalf

Carilyn Ellis

Rhonda Janzen

Mark Mugnai

Terry Pina

Ann Turner

Abstain:

Marcella Brodowy

Walt Goodin

Motion passes.

**President Kudos and Comments**

President gives appreciation for emails sent by members on the issues. She apologizes for the board not responding to all of them given the volume and the inability to attain consensus from

**Legend for Motions**

**M**-Motion    **S**-Second

**P**-Passed    **F**-Failed

**W**-Withdrawn    **A**-Amended

board members on response. Marcella asks that people be respectful of the board's efforts to do the best for the community. She mentions that there is a group, known as "The Sand Group" (confirmed by Ann Turner) that has been making efforts to work on the sand issue, but that this group does not represent the full opinions of the membership and directors.

## **Old Business**

### **Update on sand removal issues**

#### **MSP**

Marcella moves to rescind the motion made in the March board meeting to allocate 30k for the removal of sand.

Walt Goodin seconds motion.

Marcella brings up the issue of the 30k being spent on the sand removal, and the lawyer's responses, including potential liability and follow up letter indicating the reserve funds cannot be used for this purpose. Members ask about clarification of the policy and procedures. They comment on reserve funds not falling under the provisions of ORS 94.595. Clarification from most recent lawyer letter is provided.

*"Thank you for the email and forwarding the email sent by Norman Fernandes. It does have an impact on my opinion. I previously inquired as to whether there were any documents or policy regarding any restrictions on the reserve fund and understood that there were no such restrictions. In my letter opinion of April 8 I specifically wrote in the following qualifier: "It is my understanding that there are no restrictions set forth in any documents or by policy in Bayshore regarding the reserve funds. The reserve fund is a line item that appears in the budget but there is no specific definition or allocation of those funds. If there is such a document or board policy, then I need to review that document. However, assuming none exists, then the Board would have the authority to vote on the expenditure of the funds."*

*If the policy cited is still in effect then there is an imposed limitation on the expenditure of funds by policy and spending would need to be consistent with that policy unless that policy has been validly altered or abolished. The language from the policy could be used to make a strong argument that sand removal does not fit the definition set forth in the policy."*

Members question whether or not there is an emergency. Many feel there is not an emergency. The lawyer's most recent response was read:

*"As to the issue as to whether an emergency exists, I believe that is an issue over which reasonable people may disagree and ultimately comes down to a close examination of the facts. Given the amount of sand that builds up in a short amount of time and the opinion of service providers of the difficulty of access, it is not unreasonable to believe an emergency exists."*

Comments are made that the motion is moot due to the initial motion being invalidated by liability mentioned in the lawyer's letter.

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Multiple opinions are brought, including the need for Lincoln County to allow for removal of sand from the area. It is commented by members that regardless of ORS or other comments by the lawyer, it is not appropriate to use 30k from the reserve fund for this purpose.

Point of information: Question as to whether or not the county has been asked. Ann Turner responds: Lincoln County, Oregon Parks, possibly the Army Corps of Engineers, need to be involved, and the County has been asked and has deferred responsibility.

The letter from Seal Rock to members is brought up, which states their water will be cut off. Members endorse concern about the threat of sand to their water supply, and access by emergency vehicles to the region.

Walt Goodin mentions the issue at hand is who is to pay for the removal of sand.

Point of information: Member comments that removal of sand from individual property is not the same as removal of sand from other people's property and roads.

Marcella comments that some of the issue is lack of removal of sand from unkempt lots. Need to consider methods of following through with upkeep of unkempt lots.

Debate is made that people are shoveling sand from lots to the road, and other members state that this is not happening.

Point of information: Request is made for how many citations have been made for sand removal from lots in the affected area? 0 in the last year for sand issues.

Mary Lou responds that current fine is \$100. Discussion of potential alternatives and expansion of these fines to contracting persons to clear property, and the need to go back to the board for additional methods of enforcing unkempt lots/sand issues.

Max requests to comment on the letter from the attorney. One of the things the attorney said, was "Bayshore homeowners can require the board to take action to recover from owners the amount spent on sand removal." He also comments that if Bayshore removes the sand, Bayshore would bear the liability of any damage done to the roads in its removal.

Last month when Mr. Onno, the fire district and the water district were present at the meeting, Max was under the impression this was an imminent emergency, and he voted in the best interest of the community to do it. He is now concerned about how many responses have been brought by many of these parties that it "should not" be done.

Max reports that he met with officials and Onno on the beach on March 29, and many of these people stated there is no formal approval or timeline in place from the county and the state.

Marcella calls for vote on the motion.

In favor:

**Legend for Motions**  
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Terry Pina  
Mark Mugnai  
Rhonda Janzen  
Walt Goodin  
Max Metcalf

Abstain:  
Ann Turner  
Patti Pipes  
Carilyn Ellis

Not voting:  
Marcella Brodowy  
Motion Passes.

Mary Lou asks members present about the development of a sand district. Ann Turner comments on the barriers to creating a sand district in the state of Oregon, where there are currently no sand districts.

John Smith, member living on Oceania, comments on a solution for the ongoing sand issues. He comments that the root of the problem is Oregon Goal 18: Oregon's Statewide Planning Goals & Guidelines GOAL 18: BEACHES AND DUNES OAR 660-015-0010(3) <https://www.oregon.gov/LCD/docs/goals/goal18.pdf>. He encourages all board and Bayshore members to review the Dune Management Plan (2012).

John Smith recommends the board appoint a member or members to lobby for Bayshore's interests, due to state level decisions being made without our interests being included. He recommends lobbying the county and state.

Patti asks how these representatives could keep the board informed of these meetings. John Smith suggests at least two people be involved in this as representatives. Bayshore Members John Smith, Janet Golway, and Gary Prothero volunteer to be lobbyists

### **MSP**

Walt Goodin moves to form a committee to lobby on behalf of Bayshore, named Bayshore Sand Lobby with members John Smith, Janet Golway, and Gary Prothero as members.

Patti Pipes seconds.

Motion passes, unanimous in favor.

Standard procedure is recommended for communication, with written summary reports sent to the board as other committees do.

Marcella requests Mary Lou to draft a change in the policies and procedures to include the new group. Mary Lou agrees.

### **New Business**

#### **Legend for Motions**

**M**-Motion      **S**-Second

**P**-Passed      **F**-Failed

**W**-Withdrawn   **A**-Amended

**A. Rhonda Janzen's resignation from Nominating Committee.**

**MSP**

Marcella moves to accept resignation of Rhonda Janzen from the nominating committee.

Terry Pina seconds.

Motion passes, unanimous in favor.

**B. Review of 2016-2017 Budget**

Mary Lou asks the board for permission to contact Amerigas to negotiate a lower price for Bayshore.

**MSP**

Marcella moves to allow Mary Lou to contact Amerigas to negotiate a lower price for gas for Bayshore.

Rhonda Janzen seconds.

Yes:

Patti Pipes

Marcella Brodowy

Walt Goodin

Rhonda Janzen

Carilyn Ellis

Mark Mugnai

Terry Pina

Ann Turner

Max Metcalf absent during vote.

Motion passes.

Mary Lou advises that Budgets should be reviewed in greater detail in the future.

**C. Acceptance of Elections packet**

Update from Patti Pipes: Annual meeting notice, voting instructions, ballot, proxy, financial statements, drafts of all necessary components are either complete or will be complete by next week.

Envelopes have been prepared and stamped. All on schedule.

We need to ask for volunteers to help stuff envelopes (Date/Time TBD)

Election packets mailed by April 29

Need volunteers to count ballots (Date/Time TBD, Estimated May 20 or 21)

**MSP**

Marcella moves to accept election packets.

Max Metcalf seconds with gratitude to people who did the work.

Motion passes. All in favor, unanimous.

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**D. Presentation of slate of candidates**

Kathi has verified members in good standing.  
Patti reads the candidates names and divisions.

**MSP**

Marcella moved to accept candidates.  
Ann seconds.  
Motion passes. All in favor, unanimous.

**E. Appointment of Pool attendants interview committee**

Marcella asks for volunteers for this committee.  
Marsha, Kathi, Melinda and Mary Lou volunteer.

**MSP**

Marcella moves to approve this committee to interview pool attendants, comprised of Marsha, Kathi, Melinda, and Mary Lou.  
Carilyn seconds.  
Motion passes. All in favor, unanimous.

**F. Set pool opening and closing dates**

Proposal of opening June 18 – closing September 17.  
Discussion of the value of opening Memorial Day weekend.  
Jesse states he will not be in town to open the pool Memorial Day Weekend.  
Discussion of opening earlier, recommending first Saturday in June, June 4.  
Mary Lou comments on budgeting for the pool. Propane for the pool was 100% usage last year, chemicals and supplies, 40% of budgeted amount was used. Pool attendants are currently over budget.

**MSP**

Terry Pina moves to have pool open from June 4 to September 25 with reduced hours in the month of September, closing at 6:30PM.  
Ann Turner seconds.  
Motion passes. All in favor, unanimous.

**Reports**

**A. Financials**

Referencing attachment 6, Marcella encourages comprehensive review of budget. She reads through items.  
Mary Lou requests that board members request Jerry M. to be present during approvals of budget to ask questions.

**MSP**

Marcella Brodowy moves to approve the financials.

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Terry Pina seconds.  
Motion passes. All in favor, unanimous.

## **B. Committees**

**a. Planning:** Co-chairs, Bobbie MacPhee & Mary Lou Morris

Mary Lou asks the board to consider a fine regarding a gentleman allowing his dog to roam the neighborhood, walking his dog without a leash, resulting in the dog injuring another dog. Base fine is \$100 with additional \$25/incident with 4 incidents. Planning committee is requesting the right to fine the member.

### **MSP**

Carilyn Ellis moves that the board accept the fines recommended by the Planning committee (\$100 initial plus \$25/incident x 4 incidents = \$200).

Marcella Brodowy seconds.

Yes:

Patti Pipes  
Marcella Brodowy  
Walt Goodin  
Rhonda Janzen  
Carilyn Ellis  
Mark Mugnai  
Terry Pina  
Ann Turner

Max Metcalf absent during vote.  
Motion passes.

**b. Physical Assets:** Co-chairs, Mark Mugnai & Bobbie MacPhee

Jesse and Marsha have provided a comprehensive report to board members.

Four ADA toilets were approved by the board to be ordered from Newport plumbing for installation and delivery. Jesse's report indicates that they have been ordered from Jerry's Home Improvement Center in Eugene.

Bobbie reports since original toilets were going to be ordered, facilities manager came to the board with improved price and was under the impression that they could use the allocated budget amount to use an alternate vendor.

Marcella reports that a motion needs to be made and passed to change the vendor.

Decision made to go with original motion for Newport Plumbing.

Stove in the apartment has been repaired.

Review of Jesse's Facilities Manager report, which include ADA toilets, apartment, beach access poles, boiler room, garage, playground, pool and shower room.

Bobbie reports Beach access signs were incorrectly placed. The people who placed the signs need to return to correct their mistakes. Jesse and Bobbie have called and they have refused to make corrections.

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**MSP**

Patti Pipes moves members of the Physical Assets Committee draft a formal request for repairs of errors made by the Parks and Recreation in placement of beach access poles, with specific instructions, at no cost to the board.

Marcella seconds.

Motion passes, unanimous, all in favor.

Approval given by the board to the PAC to use existing funds for exterior improvements to pump the septic tank.

Two windows in the clubhouse have compromised seals.

Bobbie reviews the remaining PAC items for 2016-2017.

Note: Walt Goodin leaves the meeting at 3:54PM.

Bobbie comments on \$1200 for replacement of tables, and directors discuss informing users of the beach club property not to drag the tables. Mary Lou recommends we table the issue until June.

**MSP**

Mark moves that we table the issue for the June meeting.

Marcella seconds.

Motion passed. All in favor, unanimous.

Mary Lou asks the board to approve the 2016-2017 budget.

**MSP**

Patti Pipes moves to approve the line items discussed for 2016-2017

Max seconds.

Motion passed, unanimous, all in favor (Walt Goodin absent).

**c. Long Range Reserve:** Chair, Terry Pina

No report

**d. Budget Committee:** Chair, Mary Lou Morris

No report, covered in PAC committee.

**e. Safety Committee:** Chair, Terry Pina

Waiting on confirmation from attorney (requested at last meeting). Carilyn Ellis will ask for an update from the attorney.

**f. Communications Committee:** Chair, Bob Mowrer

Bob requests means to share information from board meetings in more detail (including member comments).

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Bob comments that two directors reached out to membership without consent from the board. Max reads policies and procedures.

*“Ethical Standards for Members of the Board of Directors*

*2. No individual board member may speak for or act on behalf of the board or corporation except as authorized to do so by official board action as recorded in the official minutes, guidelines, or policies of the organization.”*

Bob requests that board issue a statement about this event.

Bob recommends that a formal list of what can and cannot be sent out to membership be provided to secretary and the directors.

Bob reviewed the Bayshore Survey. Some of the survey results were skewed due to members being able to vote more than once on same issue. They are estimating 5% repetition.

Ann comments that many members of the sand affected area are willing to pledge personal funds.

Board members discussed the problematic emails, communications, and other negative impact of some communications between board members since the vote. Mary Lou recommends no more email communication between board members, which can be considered a “secret meeting.”

**g. Nominating Committee: Vacant**

**h. Policies and Procedures: Vacant**

**i. Social Committee: Vacant**

## **Adjournment**

Meeting is adjourned by Marcella at 5:00PM.

Minutes prepared by Carilyn Ellis

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