

**Bayshore Beach Club, Inc.
Board of Directors Meeting
November 19, 2016**

In attendance:

Skip Smith, President	Division 3
Pat Johnson, Vice President	Division 1
Terry Pina, Director	Division 2
Mel Blecher, Director	Division 4
Mike McReynolds, Director	Division 6
Ann Turner, Director	Division 7

Absent:

Julie Sedlachek, Corp. Sec.	Division 4
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Board President, Skip Smith, called the meeting to order at 1:00 pm and led the Pledge of Allegiance. Secretary/Treasurer, Kathi Loughman verified that a quorum was present. President Smith then added two items to the Agenda under the heading of New Business, 1) Letter from the attorney regarding American Equities, and 2) Bonuses for staff.

Approval of Minutes

President Smith asked if there were any changes that needed to be made to the minutes of the October meeting. There were none, and the minutes were accepted without any changes.

Good of the Order

Presented by President Smith:

Bayshore has two openings for Director. He called for a member in good standing to volunteer to serve on the Board representing Division 5. He also called for a member in good standing who is not from Division 4 to volunteer to serve on the Board.

Directors McReynolds, Sedlachek and Blecher attended Board Orientation on Wednesday, November 9th. He thanked Mary Lou Morris, Jerry Musial and Bobbie MacPhee for being the presenters.

Jerry Musial has requested a minutes correction for the August minutes. There was a typing error regarding the Mackey Park Reserve that should be corrected. The minutes reported an amount of \$16,233.60, which is incorrect. The amount indicated in the minutes should be \$1623.36. President Smith asked Kathi Loughman to make the necessary correction.

President Smith suggested that since a Board meeting is not held on the third Saturday in December, that instead of the Board meeting from 1:00 PM to 3:00, it would be nice to have a get-together where folks could meet their neighbors, Board members and committee members. Everyone could bring a non-perishable food item to be donated to the Waldport Food Pantry. He then asked if anyone would be interested in coordinating the event. Mary Lou Morris volunteered with Director Pat Johnson assisting.

Legend for Motions

M -Motion	S -Second
P -Passed	F -Failed
W -Withdrawn	A -Amended

REPORTS

Financials

The October financial reports were accepted.

Planning Committee (Mary Lou Morris, Co-chair; Norman Fernandes, Co-chair, Pat Johnson; Robin Adcock)

STATS 10/11/2016-11/14/2016

TREES

Summary

Response to Denial of Appeals

1 NV Letter

1 Info Letter

5 Complaints in Progress

1 Completion

VEHICLES

Summary

1 Complaint, log truck

1 Info Letter

1 Completion, trailer

OTHER

Summary

1 NF, Unkempt lot

1 Email response to complainant, unkempt lot

1 Info letter, culvert

3 Complaints in Progress

1 Completion, basketball hoop laying on ground

CONSTRUCTION

Summary

Approved, 1 replace deck, 1 new house, 1 new garage door

17 In Progress

6 Completions

PERMITS

Summary

-0- Approved

Ditch, DONE. Recommend grate in front of culvert near Westward and maintain next spring.

The Planning Committee asked the Board for funds to have a new grate, constructed of rebar, made for the ditch culvert. The existing grate is not large enough. They have received a bid for \$250.00. President Smith questioned where the funds for the grate could be found. Mary Lou Morris suggested the funds come from the Contingency Fund. The request was tabled for discussion later in the meeting.

Legend for Motions

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Physical Assets Committee (Janet Golway, Chair; Marcella Brodowy; Jesse Thomas, ex officio)

Janet Golway presented. The Committee requested approval to order the pool heater. The heater should be ordered before the roof repair. The original bid for the heater, from 2014, was \$8760.00 and the current cost is now \$9200.00 including delivery and installation. Approval of the additional \$440.00 was also requested. There was discussion regarding where the additional funds would come from.

MSP

Director Blecher moved, and the motion was seconded, to approve \$440.00 in funds be moved from Pool Repair and Improvement.
Motion passed unanimously.

MSP

Director Blecher moved, and it was seconded, to approve purchase of the new pool heater.
Motion passed unanimously.

The cost of repairing the boiler room roof was discussed. A bid has been received for \$1750.00. Since the repair was not budgeted, there was discussion of where the funds would come from.

MSP

Director Pina moved, and it was seconded, to table the sign on the pool fence to next year's budget and move \$1788.00 from the pool sign to pay for the boiler room roof repair, and to approve the repair.
Motion passed unanimously.

MSP

Director Pina moved, and it was seconded, to approve the flooring for the office and hall, **IF** it is commercial grade, for the cost of \$2700.00. Discussion followed regarding the cost being \$175.00 over the budgeted amount.
Motion passed unanimously.

MSP

Director Blecher moved, and it was seconded, to move \$175.00 from the upstairs window repair to cover the increased cost of the flooring.
Motion passed unanimously.

Two bids have been received for the North deck, stair and railings repair. The Committee suggests awarding the job to Vision Builders.

MSP

Director McReynolds moved, and it was seconded, to approve \$6500.00 to order and begin the repair to the North deck, stair and railings.
Motion passed unanimously.

Legend for Motions

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W-Withdrawn **A**-Amended

MSP

Director Johnson moved, and it was seconded, to approve \$1000.00 for eave repair and wood rot under the north upstairs door.
Motion passed unanimously.

There was a discussion regarding the repair of the garage, with the Board asking what is going to be done for the \$5000.00 budgeted for the repairs. The Committee was requested to bring a full report back to the Board in January. The Board will plan a field trip to view the garage and boiler room before the January meeting.

Long Range Reserve Committee (Terry Pina, Chair; Marcella Brodowy; Ron Lappi; Jesse Thomas, ex officio)

Marcella Brodowy gave an explanation of the Committee and their functions.

Safety Committee (Melissa Chown, Chair; Judith McNeil; Mike McReynolds)

Judith McNeil presented bids for the site preparation for the emergency cache. The Committee requested approval of funds to order the site preparation. There was discussion regarding where the funds would come from.

MSP

Director Turner moved, and it was seconded, to approve \$1800.00 from the Contingency Funds to pay for site preparation, and to approve the site preparation. A discussion followed.

Yea votes: Skip Smith
Pat Johnson
Terry Pina
Mike McReynolds
Ann Turner

Abstained: Mel Blecher

Bayshore Sand Lobby (John Smith, Chair; Janet Golway; Gary Prothero)

Janet Golway presented. They are still trying to set up meetings. Sand has been moved from Oceania. The Committee was not certain who was removing the sand. Mary Lou Morris reported that the Seal Rock Water District has been moving it in conjunction with the work being done on the pipes. They have contracted with Tri Ag to remove the sand and have acquired all necessary permits and permissions. This is a one-time thing.

Communications Committee (Bob Mowrer, Chair; Margaret Partlow; Lee Davis)

No report.

Policies and Procedures Committee (Bobbie MacPhee, Vivian Mills, Skip Smith)

The Committee has reviewed, addressed and made recommendations regarding Policies and Procedures actions from August 2014 to June 2016, the time period when a valid committee did not exist. They are seeking Board approval for recommended changes.

MSP

President Smith moved, and it was seconded, that Section E-2 be amended as follows: Secretary/Treasurer (Office Manager) be changed to Office Manager (Secretary/Treasurer) and

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that the salary range should be automatically updated as fixed by the Board of Directors, as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that Section E-3, Job Description – Facilities Manager: Salary range should be automatically updated as fixed by the Board of Directors, as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that Section E-4 be amended as follows: Title of Position, be replaced with Job Description: Pool Manager. Department: Bayshore Recreation, to be removed and replaced with Report to: Bayshore Employee Supervisor, as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that Section M-1, Membership Cards and Club Privileges, #10 be adopted as follows: Members are allowed to bring their own alcohol to Bayshore sponsored events for their own consumption, as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that the following be added to Section B-2, Duties of the President; #9 – Per ORS HOA Statutes 94.657 and Roberts Rules of Order, the President is a member of the board and has exactly the same rights and privileges as all other members have, including the right to make motions, speak in debate, and vote on all questions, as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that Section B-6, Special Board of Directors Meeting, be amended as follows: Emergency meetings may be held without notice if the reason for the emergency is stated in the minutes. Emergency meetings may be conducted by telephonic communication. ORS 94.640 (10) (b) and (c), as recommended by the Committee.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, that Section B-7, Creating a timeline for developing board agendas; and managing board meetings be amended as follows: The Board of Directors shall require the Office Secretary or the Corporate Secretary to have the Agenda prepared and emailed five days prior to the Board of Directors meeting, as recommended by the Committee.

Motion passed unanimously.

Legend for Motions

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MSP

President Smith moved, and it was seconded, that Section C-9 Management of Tree Height Complaints, C-10 Height Variance Procedure, and C-11 Appeal of Planning Committee Decisions be renumbered and placed after C-1 Planning Committee and designated as C-1a, C-1b and C-1c respectively, as recommended by the Committee.
Motion passed unanimously.

MSP

President Smith moved, and it was seconded, to move all of Section M-4 to Section C-1, to Planning Committee, Duties and Responsibilities #6, and that Section M-4, C&R Violations and Fine System, be placed following Section C-1c and renumbered Section C-1d, as recommended by the Committee.
Motion passed unanimously.

Budget Committee (Mary Lou Morris, Chair; Terry Pina; Liz Goodin; Kathi Loughman; Jerry Musial)

President Smith assigned the present Budget Committee Chair, Mary Lou Morris, to reach out for members, and to see if existing members still want to participate.

Nominating Committee (Vacant)

President Smith urged the Board to start thinking about the Nominating Committee for the upcoming year.

Social Committee (Vacant)

No report

OLD BUSINESS

Sign on Pool Fence

Tabled until next year.

Mokmak Lake

Marcella Brodowy presented. She has been speaking with members of the Central Coast Fly Fishers who are prepared to participate in an urban forestry project by planting trout twice a year in Mokmak Lake. They would also like to clean up the old trail down to the lake, with help from Job Corp. She requested Board approval to move forward with this project, and to provide lunch for the Job Corp. workers.

MSP

Director Turner moved, and it was seconded, to approve moving forward with the Mokmak Lake project, and to provide lunch, up to a cost of \$200.00, for the Job Corp. workers.
Motion passed unanimously.

NEW BUSINESS

MSP

President Smith moved, and it was seconded, to appoint Dick Meloy and Bobbie MacPhee as co-chairs for the Spring Clean Up ad hoc committee reporting directly to the Board of Directors.
Motion passed unanimously.

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MSP

President Smith moved, and it was seconded, to set Saturday, April 29, 2017, as Spring Clean Up day.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, to refer the policy for renting the club house when the Facilities Manager is not available to the Policies and Procedures Committee to broaden the persons who can oversee renting the club house.

Motion passed unanimously.

MSP

President Smith moved, and it was seconded, to change the Mackey Park Reserve Fund to the Parks Reserve Fund.

Motion passed unanimously.

Letter from Attorney regarding American Equities account

MSP

Director Blecher moved, and it was seconded, to leave the American Equities account with Attorney Dennis Bartolodus and to instruct him to proceed as recommended in his letter.

Motion passed unanimously.

MEMBER COMMENTS

There were no member comments.

MSP

Director Pina moved, and it was seconded, to have the Board adjourn to Executive Session to discuss legal issues, employee issues, and employee compensation.

Before adjourning to Executive Session, the Board discussed where the funds were to come from to pay for the requested grate for the ditch.

MSP

Director Turner moved, and it was seconded, to move \$250.00 from Parks to Reserve to pay for the grate for the ditch.

Motion passed unanimously.

The Board adjourned to Executive Session at 2:59 PM.

The Board reconvened at 4:12 PM.

MSP

Director Blecher moved, and it was seconded, to accept the resignations, submitted on October 30, 2016 from Marsha Heuer and Jesse Thomas, effective December 3, 2016.

Motion passed unanimously.

Legend for Motions

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W-Withdrawn **A**-Amended

MSP

Director Blecher moved, and it was seconded, to offer Jesse Thomas and Marsha Heuer, jointly, a severance payment of \$4000.00 based on past performance, contingent upon them signing a release of liability. If accepted, Bayshore will provide them with a letter of recommendation. Motion passed unanimously.

MSP

Director Pina moved, and it was seconded, to give Office Secretary Kathi Loughman a holiday bonus in the amount of \$250.00. Motion passed unanimously. Kathi thanked the Board for their generosity.

MSP

Director Blecher moved, and it was seconded, to reject the claim for back wages/comp time made by Jesse Thomas and Marsha Heuer. Motion passed unanimously.

President Smith appointed Vice President Johnson head of the hiring committee. Mary Lou Morris volunteered to assist Vice President Johnson.

The meeting was adjourned at 4:20 PM.

Minutes prepared by Kathi Loughman

DRAFT

Legend for Motions

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