

**BAYSHORE BEACH CLUB, INC.
BOARD OF DIRECTORS MEETING**

Saturday, October 17, 2020

1:00 PM at the Clubhouse

In attendance:

Mark Cook, President	Division 1
Kathi Lenz, Corp. Sec.	Division 1
Hollis Ferguson, Director	Division 1
Terry Pina, Director	Division 2
Phillip Arnold, Director	Division 5
James Davis, Director	Division 5
Mark Mugnai, Director	Division 6
Bill Nightingale, Director	Division 7

Absent:

Michael Bradshaw, Vice President	Division 3
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Director Pina arrived for the meeting, but left before it began because President Cook did not honor her request to wear a mask. It is believed that she resigned.

It was determined that a quorum was present.

The meeting began at 1:02 PM.

Approval of Minutes

It was asked if there were any changes to the minutes of the September 19, 2020 meeting. A director (unidentified) stated that he voted No on the motion to approve the approximately \$22,000 proposal to fix the pool return line piping and the skimmer. Mark Cook stated that he reported the dimensions of his tree as being 24" not 23" as stated in the minutes.

MSP

Director Ferguson moved, and it was seconded, to accept the minutes as submitted with (unintelligible) changes.

Motion passed unanimously.

REPORTS

FINANCIALS

The financial reports for September 2020 were accepted as submitted. Bayshore accountant Jerry Musial stated that he had provided a written report to the Board for September (see below) and that he would like to continue to do so.

Legend for Motions

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W -Withdrawn	A -Amended

BAYSHORE BEACH CLUB, INC. MONTHLY REPORT TO BOARD

September 30, 2020

As of September 30, 2020 the Operating fund balance is \$246,592.13 As of September 30, 2020 the Long Term reserve fund balance is \$369,465.02. Accounts receivable balance as of September 30, 2020 is \$21,473.66. This includes 1 account that is currently in collection. Late fees and interest have been charged to all past due accounts as of August 31, 2020. Additional interest charges will be posted in October. Current Liabilities including accounts payable and payroll related items total \$6,095.78 as of September 30, 2020. There were 11 property transfers in September and a total of 21 for the fiscal year. Expenses appear to be below the budget amounts. This is primarily the result of the pool closure this year. Interest income is well below the budget as a result of the maturity of the treasury bills. This should increase once the funds are transferred to new accounts.

Respectfully

Gerald F Musial Musial Business Services

541-547-3498

gfmusial1@gmail.com

Mr. Musial made additional statements to the Board, but they were unintelligible due to others speaking during his report. President Cook reported that the approved changes to the CB Financial account were complete. There was more discussion, but was unintelligible. Mr. Musial inquired as to what the rates were. President Cook did not have the figures with him, but informed Mr. Musial that they would be provided.

LONG RANGE RESERVE & PHYSICAL ASSETS (Chair, Michael Bradshaw; Jim Davis; Bob Tunison; Phillip Arnold)

No report.

FACILITIES

President Cook informed those present that there was no written report and Bob Tunison was not in attendance due to “a ladder incident.” He reported that Bob had recommended keeping the Clubhouse closed through the end of November.

At this point in the meeting, someone inquired if Director Pina had left the meeting because President Cook would not wear a mask. It was confirmed that that was the case. Others apparently left at that time due to safety guidelines not being enforced.

There was then discussion regarding whether or not to keep the Clubhouse closed. It was pointed out that it is an older facility and that it is not able to be sanitized correctly.

MSP

Unidentified Director moved, and it was seconded, to keep the Clubhouse closed through November 31, 2020.

Motion passed unanimously.

SAFETY COMMITTEE

Bayshore Safety Committee Report October 2020

Committee Members: Melissa Chown - Chair; Judy McNeil; Mike McReynolds

Legend for Motions

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

Emergency Preparedness Cache

Due to COVID there will be no more public opening for the cache in 2020. The cache was inspected October 10, and all is well. If any members want access to the cache, a private opening can be arranged with one of the committee members. Please contact the committee through Kathi at the Bayshore office.

POLICIES AND PROCEDURES (Chair, Paula Brubaker; Kathi Lenz, Board Liaison)

Committee Chair Paula Brubaker delivered a written statement to all Board members some time earlier in the meeting.

To Bayshore Board of Directors

I have lived in and been a part of the Bayshore community since 2016.

I was a member of the Social Committee for 2 years, currently the only member of the Policies and Procedure's committee, have helped with the annual mailing of packets to members, and decorated the grounds of the clubhouse at Christmas time. I feel like I have both given and received a lot.

In that time, I have attended, I would guess, 90% of the board meetings. I have seen the board go through changes with new directors, a new president, a new vice president, new committee chairs, new committee members.

I believe the present Board of Directors, except for a few, are doing Bayshore more harm than good.

This board is never prepared for the board meeting. Nine times out ten none of them have even looked at the information given to them about the agenda. Disrespecting the people who have spent countless hours doing the work and providing the board with pertinent information. They ask for a paper trail, but never look at it ahead of time.

This board allows the board president to be out of good standing with the HOA for refusing to handle a tree problem. Going to the extent of hiring and paying an arborist to determine the age of the tree.

This board allows directors to serve on multiply committees, even though the guidelines specifically state that a director can only serve on 2 committees. This board allows the Facilities Manager, a paid employee, to sit on multiply committees, using his input to make financial decisions (interesting since he doesn't pay HOA fee's) make decisions as to who and when committee's and/ or members use the clubhouse, and has been self-appointed to be the new security person, taking classes, all the while not doing what his actual job description entails. The clubhouse is disrepair, shingles coming off on the west side, fence around the pool has never been replaced, even though it was stated in previous minutes that doing so was a high priority with the pool currently closed, cleaning is never done. Dust on both levels has not been touched in months. This board also allows the Facilities Manager to smoke in and around the building. When directors are asked to clarify the rules concerning this, there is never an answer, and of course nothing is done.

Legend for Motions

M -Motion	S -Second
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W -Withdrawn	A -Amended

This board makes decisions and changes policies on a whim. At the current time I am the only member of the Policies and Procedure’s committee. A new board liaison has been appointed. The fact that this committee has an opening has never been presented to the general membership. While several people have voiced an interest in being on the committee, one that I encouraged to join the committee, the others from a tight little group of friends associated with members of the board, it seems no one else has been give the opportunity to send in a letter of consideration. According to the guidelines only two members and a board liaison are to make up this committee, making a total of 3. Now it seems the rules have changed. Board liaison is advocating for new rules – a copy of those changes is listed in the agenda for the October 17, 2020 board meeting. Members, both those seeking to be on the committee and those currently already approved by the board and serving are being asked to be submit a letter for consideration for the “NEW” committee. Changes that were never discussed with the current committee. To my knowledge a current committee member has never been asked to resubmit a letter for consideration when another committee member resigns. This board asks continually for volunteers. But it seems unless you are part of an elite little clique you would never be considered. I am disappointed in our Board. They are elected with the assurance that they will work diligently to keep our HOA running in the best possible way. I feel that a few select members of our board are working on their own agenda and not in the best interest of our members.

Please accept this as my resignation from the Policies and Procedure’s committee. I can not and will not work with this board

Paula Brubaker

(Please refer to Attachment 5, included at the end of these minutes, for proposals to Policies and Procedures Committee rules submitted by Board Liaison Kathi Lenz.)

Director Lenz reported that Paula Brubaker had resigned and that Karin Couch had withdrawn her application to serve on the Committee. Director Lenz stated that it was not her intent to make a clean sweep of the Committee. She thanked Paula for her efforts and time spent on the Committee. Director Nightingale then asked Director Lenz several questions regarding the proposed changes to the Committee. He confirmed that Director Lenz would be acting as Board Liaison on the Committee. He confirmed that the definition of “liaison” was to facilitate communication between the Committee and the Board. He stated that the email he received asking current members of the Committee to resubmit an application seemed out of place, and that the Committee was already functioning, minus a couple of people. Director Lenz stated that it was up to the Board to decide Committee membership. Her proposal was to clear up discrepancies between the Policies and Procedures Committee and other committees. Director

Legend for Motions

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Nightingale inquired if Director Lenz, as Liaison, took that on as her responsibility. Director Lenz confirmed that she had. Director Nightingale stated that a Committee member had been lost because of the changes. Director Lenz stated that she had not made any changes. She was presenting recommended changes for consideration by the Board. Director Nightingale stated that it was still being requested that an acting member of the Committee resubmit an application and that was like asking him to submit an application for a position he already had. Director Lenz stated that a position on the Committee was a Board appointed position. Director Nightingale pointed out that that was a position which someone already held. He stated that according to Robert's Rules of Order, any changes need to be done by a committee. Director Lenz stated that Robert's Rules of Order refer to how to conduct a meeting, not a committee. Director Nightingale inquired if the proposed changes had been done by a committee. Director Lenz stated that they had not. Director Nightingale then inquired that since the proposed changes had not been done by the Committee, why was it being presented. Director Lenz stated that they had been submitted because it was inconsistent with other committees and she found a need to expand membership so more people could serve on the Committee, and to keep it consistent with other committees. More discussion followed. Director Lenz stated that she had requested Paula Brubaker to submit a statement of reasons why she wanted to stay on the Committee. She was not trying to "push her out, as is being assumed." Director Nightingale stated that "I find that odd, but, OK." There was further discussion in which Director Nightingale pointed out that Bayshore is a small community and that this will create a problem wherein people will not volunteer because of changes being made. More discussion. Previously, there had been one member of the Committee, two openings, and one Board liaison. A member has since resigned. Director Lenz stated that she would like Paula Brubaker to remain on the Committee. It was again confirmed that she had already been appointed by the Board. At this point there was a review of Policies and Procedures Manual and the description of the Policies and Procedures Committee. Director Lenz asked if the Board wanted to open the Committee up to additional members. She stated that it was not a personal issue, but that the Committee should be made consistent with other Committees. Someone stated that if more members are being solicited that they need to make that known to other members of the Bayshore community, they need to advertise. It was asked if this was done. The answer was no. It was stated that this needs to be more transparent. Someone responded that "it is in the Breeze." President Cook then inquired where do we stand now on the Policies and Procedures Committee. There is now one Board Liaison and two applicants, therefore, no Committee. Director Lenz stated that she would be the Board member required to be on the Committee, leaving two positions to be filled. It was stated that the Board should "leave the door open" for past members and decide on filling the other two positions at the next Board meeting.

MSP

Director Lenz moved, and it was seconded, to accept the applicants who submitted their applications, not accept Paula Brubaker's resignation pending clarification, and ask Karin Couch to reconsider her desire to withdraw.

Discussion followed. A member inquired "shouldn't people applying appear before the Board in person?" The response was "Yes, but, well, COVID."

Motion passed unanimously.

Legend for Motions

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

PLANNING COMMITTEE (Mary Lou Morris, Co-chair; Tim Brubaker, Co-chair; Norman Fernandes; Robin Adcock; Phillip Arnold)
Committee Co-chair Tim Brubaker presented.

Regarding the fines approved by the Board at the September Board meeting: the problems with the fence have been corrected and the debris pile has been removed. The Planning Committee has withdrawn the fines. The remaining matters, destruction of property, etc., are civil matters and do not fall under Bayshore's jurisdiction.

**Reports from arborist re: Cook tree
Cook fine, table until October meeting**

Regarding the tree fine: it was reported that Director Bradshaw has been unable to locate an arborist to come inspect the tree in the Board approved timeline. It was reported that one would not be available for at least one to two months. It was asked if an arborist has been selected. The response was that contact has been made, but no selection to date. Names of contacts were requested, but were not available at the time of the meeting. It was reported that Director Bradshaw may have the names. Committee member Robin Adcock then asked the Board if they had all been receiving their packets, and if they had all seen the pictures of the tree in question. It was stated by an unidentified director that the pictures were not clear. President Cook stated that they were unclear and that "nothing shows anything clearly." An unidentified director said that photos can be altered and changed. After further discussion it was stated that the directors are holding to the Board decision made last month, "correct or not." There was no mention on when this issue was to be revisited.

Revision to Nuisance and Noxious Guidelines, adding lighting

The Committee reported that neither the County nor the city of Newport have any regulations regarding outside lighting. The suggestion from the Committee is to add that exterior lighting between dusk and dawn should be shielded and pointing down. Discussion followed. Someone stated that enforcement may be an issue. It was reported that Sandpiper had recently required that lighting in any new construction is required to be "dark sky" lighting. This would be helpful in Bayshore, could be added to the Guidelines and would make sense. It was asked how this would fix past complaints. The Committee reported that past complaints have been resolved.

M

An unidentified director moved to approve the changes to Guidelines as recommended by the Planning Committee.

A member addressed the Board regarding the issue, but the discussion with him was unintelligible. More discussion followed in which it was stated; that the suggestion may be over restrictive; maybe add new construction; may be a little vague; may be problematic; over excessive for just one complaint.

MW

The original motion was withdrawn.

More discussion followed in which the Committee pointed out that it is not just one complaint. They have received several where complainants request anonymity. The Committee verifies

Legend for Motions

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

each complaint, and then contacts those against whom the complaint has been made. Director Nightingale volunteered to work with the Committee to find better wording.

SOCIAL COMMITTEE (Chair, Rose Bradshaw; Jim Davis; Kerry Terrel: Kathy Connors)

No written report. It was reported that there would be no Halloween bash this year. However, the Committee would be hosting an online event on Facebook.

COMMUNICATIONS COMMITTEE (Leslie O'Donnell, Chair)

No written report.

UNFINISHED BUSINESS

Update on when website will be accessible

President Cook informed the Board that Director Bradshaw would like to have an outside source administer the website. An unidentified director suggested the possibility of finding a high school student. Another unidentified director stated that a professional would be a better choice. Discussion followed.

M

An unidentified director moved to take under review and put together a professional website with the current administrator facilitating those companies and their bids.

Discussion followed in which a timeline was requested. Someone said that they may have something to bring back to the Board by the next meeting.

MA

The motion was amended to include having the proposal back to the Board at the December meeting.

The Board was reminded that there is no December meeting.

AW

The amended motion was withdrawn

MSP

The original motion was seconded.
Motion passed unanimously.

NEW BUSINESS

President Cook reported on the following request from Bob Tunison regarding the security guard issue.

Mark:

I would like you to bring up to the Board this Saturday clarification regarding the check request relevant to my guard position at Bayshore as required by the Oregon Department of Safety and Security.

Legend for Motions

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

The test I took and passed put me in a position of being a licensed guard in the state of Oregon which is required in order to carry out that function for Bayshore. However, activation of this license requires the existence of an Executive Manager position which, in turn, requires the taking of a test and attendance at a clinic. While it would appear that a logical way to do this would be to have the existing president take this course, that would entail having each president taking the course after their election to the position in the future.

The relationship between the guard and the executive manager is more or less an employer/employee type of relationship. In other words, a guard with a certification such as the one I will have following the test I just passed must be "employed" by an Executive Manager in order to exercise his duties under his license. Holding both the guard license and Executive Manager position by one person is very common within Oregon as well as several other States.

I am more than happy to have you and succeeding presidents take the course for this position but it seems rather burdensome and tedious as opposed to my taking that course as well.

Finally, my intention is not to be proactive in this position. It is merely to give a presence in the subdivision as to the existence of a Bayshore Security Patrol. It will, however, allow me (among other advantages) to approach owners of illegally parked vehicles with a measure of visible authority which I have lacked in the past.

Since I have to have my original application and test results mailed within a specified time of having taken the test (which is quickly approaching), I would appreciate it if you could get board approval on this on Saturday so I can get the check issued and signed on Tuesday following the board meeting.

Thank you

Bob

Discussion followed in which the following comments were made:

Nothing in Policies and Procedures; no rules of engagement; worry about armed presence; directed by Board to look into security position; Executive Manager would make Bob his own boss; hard time him doing both; what about insurance coverage; snowballing out of control; turn over to Safety Committee for review; good law enforcement here; Bayshore not big enough or designed for it, and doesn't have the resources; not going to be armed; should revisit having something on his truck to identify him as part of Bayshore; sign on truck, Bayshore shirts.

MSP

An unidentified director moved, and it was seconded, to strike down the request for this class at this point.

Motion passed unanimously.

Legend for Motions

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

MEMBER COMMENTS

An unidentified member addressed the Board regarding short term vacation rentals. She stated that the rentals were causing problems with being loud, drinking, etc. She said that Bayshore was not supposed to be built up with short term rental houses. She stated that Bayshore wouldn't need security if we get rid of the short term rentals. Discussion followed: a suggestion was made to charge short term vacation rental owners twice the regular HOA dues; the Planning Committee receives many complaints regarding renters; should call the county with complaints, as well as the rental agency; encourage law enforcement to be more active in the area.

Another unidentified member also addressed the Board, stating that short term renters were spoiling retirement for home owners here in Bayshore. The sheriff had recommended members take the problem to their HOA to seek remedy.

President Cook stopped the discussion at this point, the first member said "Let him finish!" President Cook stated that he had had his three minutes. President Cook then suggested that members form a committee and bring suggestions and recommendations back to the Board to pursue the issue further.

Member Norman Fernandes then addressed the Board informing them of former Bayshore attorney Bartoldus' statement regarding trees in Bayshore.

The discussion regarding short term rentals continued.

MS

An unidentified director moved, and it was seconded, to adjourn the meeting.

Yea votes: ???

Nay votes: ???

More discussion.

Audio tape was stopped 1:21:19 after starting.

Minutes taken from audio tape
Prepared by Kathi Loughman

Legend for Motions

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