

BAYSHORE BEACH CLUB, INC.
BOARD OF DIRECTORS MEETING
Saturday, October 16, 2021

In Attendance:

Kenn Apel, Director	District 1
Gina Bebek, Director	District 2
Steve Sager, Director	District 3
Jacque Smith, Corp. Secy	District 3
Tom Hurt, Vice President	District 4
Carolyn Gardner, Director	District 5
Mark Mugnai, Director	District 6
William Nightingale, President	District 7

The Corporate Secretary determined that a quorum was present. The Board of Directors' Meeting was called to order by President Nightingale at 1:01 pm.

President Nightingale welcomed everyone to the hybrid Clubhouse and Zoom meeting. President Nightingale then made a short speech discussing political signs. He said members should feel free to put signs on their property (for or against) and if you see a sign that you feel is blocking the right of way or line of sight, contact the Lincoln County Sheriff, that is their job, not ours. President Nightingale mentioned that as long as there is a ballot measure on the sign it is official, and what he has seen, they all look official. President Nightingale mentioned the signs will need to come down by November 7th.

Approval of Minutes

It was asked if there were any changes before accepting the Minutes of the Board of Directors' Meeting of September 18, 2021. Corporate Secretary Smith stated that there was an error in the header of the Minutes. It should read "Saturday, September 18, 2021" instead of "Saturday, September 19, 2021".

Motion. Corporate Secretary Smith moved, and it was seconded by Director Apel, to correct the error in the header of the Minutes to read "Saturday, September 18, 2021". As there were no objections, the Motion passed unanimously.

Director Gardner then made the statement that no motions were made in executive session.

Motion. Director Gardner moved, and it was seconded by Director Bebek to amend the Minutes to add a statement that no motions were made as a result of the Executive Session. As there were no objections, the Motion passed unanimously.

Motion. Director Hurt moved, and it was seconded by Director Apel, to approve the September Minutes as amended.

Corporate Secretary Smith introduced Kathy Drossel, Bayshore's latest addition to the office staff. Corporate Secretary Smith had surgery on her hand so Kathy Drossel was taking minutes. Corporate Secretary Smith suggested that the meeting go a bit slower for Kathy Drossel and give her a break.

REPORTS:

Financials. Report submitted. Director Gardner asked if all the members received the financial report. Director Gardner felt it might be redundant to read the balances as the members already had them and suggested if a member had questions in the future, they could send Director Gardner emails so she could address them at the meeting. If a member could not attend the meeting, s/he could send her an email.

Director Gardner discovered the dishonesty bond did not cover all the people who had connections to Bayshore's accounts. Director Gardner mentioned "it's a very oddly written endorsement", so when she called the insurance bond company, she found out Bayshore had better coverage than she thought. Still not everyone was covered that should have been. For an additional \$111.79, she was able to add everybody including the two office staff. Bayshore now is fully covered up to \$100,000 by our bond. Director Gardner also looked at all the insurance policies and felt Bayshore was really fully covered. Director Gardner also changed the automobile insurance from Rose to Vicki as Vicki drives to the bank. Vicki and Bob are now covered. Director Gardner also mentioned she is receiving questions about getting an audit. She did talk to the CPA. The CPA feels that it's premature that Bayshore have an audit at this time. The CPA will essentially conduct an audit. She has never seen the books before. Thus, if there is anything that needs attention, she will notify Bayshore.

Director Gardner mentioned Bayshore had a new bookkeeper and she's not familiar with the books. Director Gardner is still working with the bookkeeper to get things in the proper category. The bookkeeper is doing a great job, but it takes a while to be comfortable with the books. If the CPA thinks it's necessary to have an audit, she will advise Director Gardner and find Bayshore a qualified person who is not in her firm that specializes in 501 (c)4 companies to conduct the audit. Director Gardner wanted to also reassure Members that we do have financial checks in place for the close of each month. The financials are reviewed by her before they are sent out. The financial budget committee also reviews these items and Mary Lou Morris, a member of the financial committee, found two items in the Profit and Loss Budget vs. Actual that needed to be put in the correct expense category. Director Gardner was thankful for that. Director Gardner also reviews all the bank reconciliation and checks them every month. President Nightingale and Corporate Secretary Smith review the payroll so Bayshore does have checks in place in the financials. Director Gardner hopes that information reassured everyone that the financial committee is watching out for Bayshore's money.

Long-Range Reserve & Physical Assets. Director Apel said that Chair Craig Jacobs is doing a phenomenal job as are the other committee members Bob Tunison and Norman Fernandes. Mr. Jacobs has a report that's ready for the Board to review, so they will be having a working session soon for him to review all that he has done.

Planning Committee. Report Submitted. Vice President Hurt presented the Report and introduced Moses Nijmeh, the new Planning Committee Chair. Vice President Hurt explained that there are two items that the Planning Committee needs verification on: 1) Regarding the use of the gravel parking lot. Vice President Hurt said the Board has received several contacts either by phone or by email that someone has a vehicle parked in there during the daytime. He knows there was one RV that was there through the night and that was inappropriate. Vice President Hurt needs clarification of what is appropriate with the gravel parking lot.

He asked, can visitors coming to Bayshore to be with a member park their vehicle there rather than on the street? The Committee needs clarification so the community knows, if the visitors' vehicle is there overnight, are they good? President Nightingale suggested no camping and no overnight parking. The reason the parking lot is there the way it is, is for overflow parking, not only for the Clubhouse over flow parking. If someone has a guest or two, those guests can park in the gravel lot. The lot is for members and their guests. Vice President Hurt suggested, if someone needs to stay for a couple hours with their boat while they're doing something at their house, that's an appropriate use of the gravel lot. Bayshore needs parameters in place. Page 47 of the Policies and Procedures discusses the West Club Parking lot and that's for Bayshore members and also invited guests but are not allowed to park in that lot from 11 pm to 7 am. Also, the East Club parking lot is for Bayshore members and renters and for guests to utilize the club facilities and attending club functions, but overnight parking is prohibited except in the case of commercial equipment that can be stored there overnight and it must be used every 48 hours. Contractors would need identification and ownership and contact info in case of emergency.

Bob Tunison then made a comment suggesting that complaints happen more in the summer than any other time of the year, so he questioned whether Bayshore wants renters to have unlimited use of the gravel parking lot, including overnight. Some homes have steep parking lots and the renters end up parking in the gravel lot. Members tell them they have the right to do that. Bob wanted to know what the intent is with the renters. President Nightingale mentioned that he doesn't think Bayshore can be discriminatory like that, one person can use it but another person can't. It states in the Policies and Procedures it's open for renters. President Nightingale thought Bayshore needed to make sure that everyone knows the gravel parking lot is not for overnight parking. Bob Tunison then recommended that a sign be placed at the lot, stating that any event parking overnight is prohibited. Bob Tunison then proposed the sign run concurrently with the hours of the Clubhouse, unless there are extended hours longer than the Clubhouse hours. A Member suggested paid parking for boats, RV's; they would pay extra and have a sticker. Vice President Hurt addressed the hours, mentioning if he had guests staying for dinner, they would be locked in. He said he would be more in favor of a year-round 9am – 8:30pm or 9pm, past the dinner hour. Corporate Secretary Smith concurred. Corporate Secretary Smith also suggested that a simple way to stop part of the "Brodies" problem is to put boulders in the middle of the gravel lot. Vice President Hurt suggested that the hours of the parking lot should read 8:30 am to 8:30 pm and suggested making it a motion. Facilities Manager would put together a sign and the Board would review before it's ordered.

Motion. Vice President Hurt moved, and it was seconded by Corporate Secretary Smith, to place a sign on the gravel parking lot that states parking hours are from 8:30 am to 8:30 pm. Seven days a week. Unless there is a special event that demands another time, that would be our normal schedule. As there were no objections, the Motion passed unanimously.

Vice President Hurt then discussed the other item, due to getting complaints about boats and so forth at STR's and non STR homes. Hearing from past members of the Planning Committee that there was a motion passed and made and adopted by a previous Board in February 2018, Vice President Hurt incorrectly assumed the motion was about STR's. After review of the previous minutes, it was clearly about Members. So, in February of 2018, the motion that they discussed and the procedure about boat permits suggested to change the procedure from permitting the individual boat to issuing the permits to the property for a one-time fee of \$25.00. So, the motion was passed in 2018 -Director Arnold moved and was seconded to issue boat permits to the properties rather than the boats, allowing one boat per property following all size and parking restrictions already in place. Vice President Hurt mentioned the important thing to understand that

currently under that motion there was an adaptation made to the permit process. It says members, so any of us could take out a boat permit and that boat permit goes to our property. So, if a member has a boat permit and one of their relatives came down for the day, they could have that boat on their property. It would not be a violation. But if a second boat showed up on their property that would be a violation, and then if the next weekend someone else came down they could have another boat on their property. Vice President Hurt thought it was important to understand, it wasn't for STR's but for all Members to be able to have a friend or relative come to their home and have a permit.

We do have all the records of boat permits in the office, so if you have a question, call in. Vice President Hurt will help the office staff read the book, it's easy to do, and quickly look up to see if the residence has a boat permit. If they do then there is no violation. Boat can only be 8 ft height, with the boat and the trailer. One interesting discussion would be to give a reflective permit card, that in the past was attached to the boat, but now since we changed, would be placed on the house. Just an idea.

Facilities. Report Submitted. Bob Tunison made a suggestion that the board approves that they do not start using the chain across the gravel parking lot until the following three conditions are met.

1. Bob receives a Board approval of the wording on the sign;
2. Signs are in place, and
3. Bob is notified of the date that they will start using the chain.

Bob was then excused from the meeting.

A Member then had a question about "pool attendant bonuses", Board replied they would discuss them in executive session.

Safety Committee. No Report Submitted. Director Sager apologized for not having a report in time for distribution with the agenda that goes out to members. The Safety Committee will be adjusting its meeting schedule so reports will be timely. Director Sager said the safety committee met a few days before the Board meeting, so Director Sager gave a review of what was discussed in the meeting. One item was to continue to work with the County resources and the emergency management as they prepare to keep our community prepared; there are lots of good resources from FEMA. The committee will dig into those and find a good resource package for the members to use. The committee is working to develop relations with a local CERT Team. This CERT team will provide experience, knowledge and training in the event of an emergency. They will not be Bayshore's "CERT Team", as Bayshore does not have the logistics for this.

Director Sager mentioned there would be a safety open house on November 15th at 7pm at the Clubhouse. The committee will have the resources discussed above there at the meeting and someone from the County might be there as well.

The Safety Committee is looking at opening the Cache again on December 5th at 1-3 pm, having an ongoing article in the *Breeze* regarding safety information, and maybe looking at bringing a CPR class to the community.

Roger Smith is stepping down as Co-Chair of the Safety Committee because of the demands of chairing the Social Committee. Karen Fitzgerald is going to assume the role of Chair for the Safety Committee.

Director Sager then discussed the condition of the Hilton Park area surrounding the Cache and its unkept state of being overrun by blackberries and other bramble. It would make it difficult to set up large tents in case of an emergency. He would like funds be allotted to improving and clearing at the cache site. He requested up to \$3500.00 be approved so Bayshore can hire machinery and get it done in an all-out effort. President Nightingale suggested to put together a work list and get the bids together and the Board will review before the motion is passed. Director Mugnai commented that clearing the Hilton Parking lot, should fall under Facilities. The Board needs to go look at Hilton Park to see what needs to be done. Per the Board, Facilities is not responsible for clearing brush and blackberries. Corporate Secretary Smith commented that it seems like it's a lot more than just clearing brush and berries. She will take a look. President Nightingale mentioned that the community would like to have supplies ready for disaster, and some supplies include large tents. If the Board does not want to set them up, that's fine, but the community said that they do, Committee needs a better idea of what needs to be done and they can have that piece checked off.

Director Sager introduced Jesse Peters, Division 1, who would like to join the Safety Committee, Jesse is an EMT, firefighter and retired Marine.

Motion. Director Sager moved, and it was seconded by Corporate Secretary Smith, to nominate Jesse Peters to serve on the Safety Committee. As there were no objections, the Motion passed unanimously.

Policies and Procedures Committee. Report Submitted. Director Apel presented the report in Chair Ferguson's absence.

Director Apel wanted to address that the committee is requesting the Chair of the Canal Committee make a call for volunteers.

The Policies and Procedures Committee found that there were discrepancies between the Bylaws and the discussion of the Bylaws and the Policies and Procedures of what it takes to change Bylaws. In the Bylaws themselves, it reads that the Bylaws can be amended by 2/3 majority vote of the members present, in person or by proxy and constituting a quorum. In the current Policies and Procedures, it says a 2/3 of all members. The committee requested that they take the language from the Bylaws and put them into the Policies and Procedures so the language is consistent. Corporate Secretary Smith then had a question regarding the 15 days, she felt it would make it convoluted if they have a special meeting. Director Apel then made a motion to change the language in the Policies and Procedures to reflect the language in the Bylaws. Vice President Hurt questioned, in which he appreciated in the Bylaws, is that proposed changes should be given in writing to the membership 15 or more days and that's not reflected in the Policies and Procedures.

Motion. Motion made by Director Apel, seconded by Vice President Hurt, to take the language from Article 9 Section 7 from the Bylaws and put it into the Policies and Procedures to read: "These Bylaws may be amended at any annual meeting or special meeting of the membership called for that purpose by 2/3 of the majority vote of the members present, in person or by proxy constituting a quorum provided that notice of the proposed changes or amendments has been given in writing to the membership 15 or more days prior to the meeting. Amendments approved by the members shall become effective by the closing of the meeting."

Vote:

Apel	Yes	Hurt	Yes
Bebek	Yes	Gardner	Yes
Sager	No	Mugnai	Yes
Smith	No	Nightingale	N/A

Motion passed 5-2

Corporate Smith then asked a question to Director Apel that he deal directly with Chair Elaine Ferguson in giving written specification of what should be changed as reflected in the previous minutes as he is the Liaison and the none of the changes made since May have been implemented.

Social Committee. Report Submitted. Chair Roger Smith presented the Report. The Committee reviewed the Survey Monkey results posted on social media along with results from various posts on Facebook about what the members want from the Social Committee. It seems members want less parties and more activities in the Clubhouse. Roger has been working with Facilities Manager Tunison on a three-week trial basis starting Monday November 1st to open the weight room Mondays and Wednesdays from 7 – 9 pm for members who want to use it downstairs. The Social Committee is working on getting information on BayshoreBeach.com. There is a Halloween Party on Saturday the 30th, and will have a decorating and pizza party on the 29th to help decorate. Babe Hamilton, a member of the Social Committee, will be putting on a rock painting class and a wine tasting on November 8th from 7-9 pm. Saturday the November 13, there will be Singles Mingle and wine tasting. Members can attend whether they are single or coupled up from 6-9 pm. On November 15th, the Safety Committee will be holding an Open House at 7-9 pm. Roger is looking for members here who want to teach art classes or exercise classes. If members have any questions, please contact the committee at social.bayshorebeach@gmail.com.

Communication Committee. No Report Submitted. Corporate Secretary Smith thanked Director Apel for putting together the Breeze the last couple of months. He's done a great job and everyone appreciates his hard work and uplifting content. Corporate Secretary Smith wanted to thank Bernie Williams who sent in multiple past issues of the *Breeze*. If any members have any old *Breezes*, Corporate Secretary Smith would love to have them as Bayshore has lost a lot of content when the old website was taken down. It would be greatly appreciated if members could send them to the office in a PDF. The position for Webmaster has been vacated and as Corporate Secretary Smith really enjoys doing this work so she will become Bayshore's official Webmaster.

Good Neighbor Committee. Report Submitted. Chair Erin Allman presented the Report. One of the points discussed was that the escalation enforcement process isn't always clear when conflicts arise. The committee's intent is to be more proactive than reactive so the committee's focus will be more education outreach and resources and not so much on enforcement. They have committees and resources that focus on all this already. One of the points that the committee talked about was working on a framework that will cover the committee's educational resources that are being put together as well as how that information fits into the broader context (e.g., when to contact the committee, when to contact another committee, how and when to contact the county, the sheriff.) The committee will share with the Board when it gets a little further along and seek approval at that time. The committee is very much shaping things as they go but they are still relying on outcomes from the survey and now, more recently, they are getting more ideas from

the fireside chats. A recent example from that are concerns about emergency preparedness for renters who might not be familiar with our area and protocols. This topic will go on the committee's next agenda. It looks like the committee already has some resources from the safety committee.

Finance/Budget. No Report Submitted.

Sand Lobby. No Report Submitted.

Canal Committee. President Nightingale mentioned that if a member who lives on the Canal wants to be on the Canal committee, please send an email to the Bayshore Beach Club at office@bayshorebeach.com so that he can get this committee formed again. President Nightingale made a few calls to various agencies and ended up with the US Army Corps of Engineers. The problem that he sees with the Canal is that decisions get made over the years. There are a lot of good input and ideas, but because of the Board changes every few years, it seems those ideas get dropped. If Bayshore wants to move forward to doing something with the Canal to make it better, Bayshore needs to put it in its long-range plan so that it can continue to be revisited every year. The Canal committee can work on that idea. The Army Corp of Engineers says basically that if Bayshore hasn't had a wet land delineation conducted within the last 5 years, then that's where Bayshore needs to start over. Doing that accurately will identify the boundary of the mean high-water line and the high tide line wetland boundaries. Once that is done, then Bayshore can talk to the Portland sediment evaluation team which will determine if sediment testing will be required, if Bayshore needs to dredge the canal, if Bayshore needs to add rip rap down there, etc. That would be the second step to the process. After that is done, after Bayshore coordinates with the Army Corp, then the Army Corp can help Bayshore get a permit process in place for the removal or installation of a bridge. That process may need a nationwide permit, but if there's dredging that needs to be done or just rip rap required, that could be just an individual permit given to Bayshore. Unfortunately, everything Bayshore has done up to this point is no good because it didn't move on it (i.e., it's too old), so Bayshore needs to move forward and do the process again.

NEW BUSINESS:

C&R Compliance Manager. Willamette Community Management of Corvallis did not want to bid for this job. President Nightingale suggested Bayshore hire an unbiased individual with no connection with Bayshore what-so-ever, who has been trained in code enforcement and knows how to write reports and do code enforcement. The individual would need building knowledge to look at proposed plans, and also be in charge of the enforcement piece. Bayshore needs to take the enforcement piece away from members, neighbors trying to make other neighbors do something. It would be better to hire someone neutral that can do the Planning and the Code Enforcement job, Monday through Friday 8am-5pm. This topic will need to be revisited to help alleviate the pressure on Board members and the Planning Committee.

Vice President Hurt commented that the new hire would not take over the planning side of the Planning Committee. Vice President Hurt says they are getting more complaints in a week than they can handle, and the committee is getting further behind. For example, the committee receives calls from people that put in a complaint 4 months ago, and the committee hasn't been able to get to it yet. Vice President Hurt thought a part time individual would suffice. He also stated there are inconsistencies in enforcement with neighborhoods, some neighborhoods get along and others don't. Taking neighbor against

neighbor out of the equation is something to look at this coming year. Director Gardner commented that perhaps Bayshore needs someone who does just the enforcement part.

NEW BUSINESS:

Director Gardner also mentioned she and Director Bebek will have their Fireside Chat from November 6th 10am-12pm in the Clubhouse for their Divisions 2 & 5.

MEMBERS COMMENTS:

Jim Kilbourn said that in the September Policies and Procedures report, there was some discussion, a request or recommendation, to clarify or change C&Rs in regards to vans and RVs. He wanted to know the status of that or whether any other considerations or actions may have occurred. Vice President Hurt mentioned a member can have an RV that is the size of a passenger van, yet passenger vans have changed over the years and are a much larger vehicle. President Nightingale said it's still under discussion and no decision has been made. Jim mentioned he has a high-rise sprinter van. Vice President Hurt suggested referring to the Policies and Procedures, and talk to Director Apel. The Board might discuss this at the November meeting.

Norman Fernandes: His question was answered during meeting.

President Nightingale then reiterated the fact that Bayshore Property is a neutral property and there will not be any signs placed on Bayshore property either for or against the measure, if one is placed it will be removed.

Executive Session. The Board went into Executive Session at 2:53 pm. The Executive Session was led by Vice President Hurts as President Nightingale had recused himself. Topics discussed were office staff wages, pool employee bonuses, and ongoing legal matters.

Motion. Corporate Secretary Smith moved, and it was seconded by Director Apel, that the Office Staff salaries would be adjusted accordingly to their duties and the job descriptions, as discussed during their interview and received after their 90-day period. As there were no objections, the Motion passed unanimously.

Motion. Director Gardener moved, and it was seconded by Director Bebek, that the Pool Bonuses be given according to Bob's recommendation.

Vote:

Apel	Yes	Hurt	Yes
Bebek	Yes	Gardner	Yes
Sager	No	Mugnai	No
Smith	Yes	Nightingale	Recused

Motion passed 5-2

Motion. Letters were received in regard to one of our legal cases. Director Apel moved and it was seconded by Director Bebek that the Board forward the received communication about the legal matter to our insurance carrier. As there were no objections, the Motion passed unanimously.

Adjournment. The meeting was adjourned at 3:03 pm.

Minutes prepared by Kathy Drossel/Jacque Smith, Corporate Secretary

Final