

BAYSHORE BEACH CLUB, INC.

BOARD OF DIRECTORS MEETING

Saturday, February 17, 2024

In Attendance:

Kenn Apel, Vice President	Division 1
Roger Smith, Director	Division 3
Josh Hanselman, Director	Division 4
Storr Nelson, Director	Division 5
Michael Vest, President	Division 7
William Nightingale, Director	Division 7

Absent:

Kate Guptill, Director	Division 1
Carolyn Gardner, Corp. Secretary/Treasurer	Division 5

President Vest welcomed everyone to the hybrid clubhouse and zoom meeting, and Vice President Apel determined a quorum was present. The Board of Directors' Meeting was called to order by President Vest at 1:00 pm.

Vice President Apel moved and Director Smith seconded to approve the January 20th, Board of Directors meeting minutes with two corrections: 1) to change the Super Bowl party information from the Artisan's function to the social committee function; and 2) to include the sentence under Unfinished Business, member Greg Dino's light request: 'the Board has decided to abide by the 2018 Board of Director's decision to maintain their position on street light removal'. Vote was unanimous in favor.

Director Smith moved and Vice President Apel seconded to approve the February 3rd, Special Board of Directors meeting minutes. Vote was unanimous in favor.

REPORTS:

FINANCIALS. Report submitted.

FACILITIES. No report.

COMMITTEES:

PLANNING COMMITTEE. Report submitted with actions: The planning committee recommended the Board approve a fine of \$250.00 for the RV that has been parked on the lot on Parker Street.

Director Smith moved and Vice President Apel seconded to approve a fine of \$250.00 for the RV that is parked on the lot on Parker Street. Vote was unanimous in favor.

Director Smith moved and Vice President Apel seconded to approve member Mark Mugnai as a volunteer on the Planning Committee. Vote was unanimous in favor.

LONG-RANGE RESERVE/PHYSICAL ASSETS. No report.

SAFETY COMMITTEE. Report submitted with actions: The safety committee is researching several recommendations for emergency situations: 1) possible provision of a generator for the clubhouse during extensive power outages; 2) a possible phone tree to reach members during emergencies; and 3) to update the emergency cache.

Director Hanselman moved and Director Smith seconded to approve member David Smith as a volunteer on the Safety committee. Vote was unanimous in favor.

POLICIES AND PROCEDURES COMMITTEE. No report. Member Kathi Lenz stated she sent out invitations to join the Policies and Procedures committee, and she will send invitations in the future.

SOCIAL COMMITTEE. No report. Member Lynda Claro mentioned the social committee will sponsor monthly Happy Hours at the clubhouse, and to check your emails soon. First Happy Hour is March 1st, 5-7 pm.

COMMUNICATIONS. No report.

BUDGET/FINANCE. No report.

CANAL. No report.

SAND LOBBY. No report.

NONIMATING. Report submitted. Chair of the nominating committee, Melody Brown, stated there are four openings on the Board of Directors, and to please email the office for an application, or stop by if you have interest. The applicants will need to write a short bio and send a picture. All applications must be in the office by March 29th at 2:00 pm.

ELECTION. Carolyn Gardner, liaison, is seeking volunteers by March. President Vest added that the election committee is a short-term time commitment lasting from March to May.

TASK FORCES:

BEACH ACCESS TASK FORCE. Report submitted. Chair needed.

CLUBHOUSE PROJECT. No report. Chair needed.

VIRTUAL VOTING TASK FORCE. No report. Chair needed.

MOTION TO ACCEPT ALL REPORTS FOR MINUTES: *Vice President Apel moved and Director Smith seconded to accept all committee and task force reports for the minutes. Vote was unanimous in favor.*

UNFINISHED BUSINESS:

- A. Draft Bylaws Update: (defer to end of meeting after member comments)

NEW BUSINESS:

- A. Grant Opportunities: Vice President Apel discussed a grant program issued by AARP which provides

small grants to communities to help fund projects that will make communities more enjoyable and improve health outcomes. President Apel would like to submit a grant for a Parcourse, stationed either at Hilton Park or Mackey Park, thus improving community health and wellbeing. The Parcourse is a set of outdoor exercise equipment with a series of stations laid out for people to work out at the park. AARP 'likes' the idea of grants that help people who are 50 years and older. Vice President Apel asks members if they would reply to a brief email sent by him through the office asking if their household has members who are 50 years or older, or only under 50 years. The email response would be voluntary, and the name would be deleted. The grant is free of charge, and the only contribution from members, if so choose, is to volunteer to help dig holes and add cement for the Parcourse equipment. The grant would need to be submitted by March 6th. Bayshore's liability insurance will assure the coverage involved with the equipment.

Vice President Apel moved and Director Hanselman seconded to move forward with the grant proposal for the Parcourse. Vote was unanimous in favor.

MEMBERS COMMENTS:

Lynda Apel: Members have responded with a lot of input to the logo/motto request, and after gathering all suggestions, members will be able to vote for their top two logos and mottos next week.

Gary Brown: Would like clarification for members in regards to the election proceedings this year. President Vest replied that the election would be like last year. The voting packet will be mailed out to members after the April BOD meeting, with the candidate information, and a ballot. The members can either mail back the ballot to the office before the May meeting, or bring the ballot into the office. Some members may choose to bring the ballot to the members meeting in May in case there is a nomination from the floor during the meeting.

BYLAWS UPDATE-COMMENTS:

Several categories were discussed:

- 1) Annual dues: There was a consensus that the dues information in the Bylaws should only read that the dues are set by the C&R's.
- 2) Mail in ballot only system: The mail in ballot only system would improve the election procedures by overall simplifying the process and to rid floor nominations (reducing headaches). No last minute surprises. No virtual voting. Members can still give proxy to someone else going to the meeting to allow a quorum to be achieved. Member quote: "everything done by mail gives you opportunity to be involved – you have equal voice with everyone else".
- 3) Member protections: This topic was initiated by a member who asked that member protections be covered in the Bylaws. Bayshore does give proper notice of liens and fines, and these items are covered in the Policies & Procedures, which are approved by the Board of Directors and followed by the Board, committees and employees. The new Bylaws do hold the Board accountable in the sections regarding Board duties and insurance (e.g., liability insurance).

President Vest stated the goal is to give the Bayshore attorney the Bylaws after this meeting, then hopefully receive comments back from the attorney by the March BOD meeting for discussion. The Board can then vote on the Bylaws by the April BOD meeting so there will be a final version of the Bylaws to send to the membership for vote at the Members Meeting in May.

Will this motion include mail in voting option? Yes, per President Vest. Director Nelson noted that the Bylaws task force did not endorse this set of Bylaws.

Will the Bylaws changes require changes in the Policies & Procedures manual? Per President Vest. there will likely be changes required with the Policies & Procedures to align them with the new Bylaws.

Vice President Apel moved and Director Nightingale seconded to forward this current set of Bylaws with comments discussed today to the Bayshore attorney for review. Voice Vote: 5-1 in favor.

Voice Vote for Motion:

Kenn Apel, Vice President	Yes
Roger Smith, Director	Yes
Josh Hanselman, Director	Yes
Storr Nelson, Director	No
Michael Vest, President	Yes
William Nightingale, Director	Yes

EXECUTIVE SESSION: *There was no executive session at this meeting.*

ADJOURNMENT: *President Vest moved and Vice President Apel seconded to adjourn this meeting at 4:00 pm.*

Minutes prepared by Kathy Drossel, Office Coordinator

BAYSHORE BEACH CLUB, INC.

MONTHLY REPORT TO BOARD

As of January 31, 2024, the 2024 Operating fund balance was \$81,374.69

As of January 31, 2024, Money Market reserve \$51,114.52

As of January 31, 2024, the Long Term (Cetera) reserve fund balance is \$372,457.26

As of January 31, 2024, the secure Money Market CD account is \$10,043.74

As of January 31, 2024, the Long Term CD \$132,086.13

Accounts receivable balance as of January 31, 2024 is \$14,769.21

Current Liabilities including accounts payable and payroll related items total \$19,664.59 as of January 31, 2024

Contingency Fund balance as of January 31, 2024 is \$11,960.00

There were 3 property transfers in January.

The financial reports are prepared by:

Carolyn Gardner
Corporate Secretary
Board member from district 5

Planning Committee Report to the Board of Directors, February 17, 2024

- 1) Report covers: January 23 & February 8, 2024
- 2) Planning Committee Update
 - a) Since the last report, the PC has moved our meetings to **Thursdays** to accommodate 2 new members. We will continue to meet every other week until March 7th from 9-11am in the clubhouse.
 - b) The Planning Committee will meet on the following dates: Feb. 22nd & March 7th. Guests are welcome to attend.
- 3) Since last report:
 - a) Construction: (approved)
 - a. Houses: 0
 - b. Fence: 1
 - c. Shed: 1
 - d. Dog Run: 1
 - b) Construction: (Submitted – Not approved/missing Information)
 - a. Houses: 2
 - b. Height Variance Request: 1
 - c) Complaints filed: (new/ongoing)
 - a. RV: 0/1
 - b. Trees: 0/1
 - c. Scotch Broom: 1/1
 - d) Complaint Letters Sent:
 - a. Informational: 2
 - b. Notice of Violations: 4
 - c. Notice of Fine: 4
 - i. In process of resolving: 2

Action items this month.

1. Need BOD approval for a \$250 fine for unlawful RV parking and usage. All letters have been sent out with no responses. House is currently in probate and the office was directed to send all communication to the attorney.
2. Motion to expand committee size to over 5 members. PC must consist of no less than 3 members (in good standing) to constitute a quorum. Due to the difficulty of getting members to volunteer, we should not limit the number of members to serve on committees. **This is aligning with our proposed bylaws.**
3. Motion to add 2 new members to the Planning Committee: Mark Mugnai & Gary Brown.

Report submitted by Bayshore Planning Committee: Jeri Reinhart, Mark Thompson, Roger Smith (BOD Liaison), & Paul Williams (Chair)

Safety committee notes for Feb 17th meeting

Safety Committee would like to submit David Smith for consideration to join the committee.

Safety committee meeting in person in January was cancelled due to illnesses.

Safety committee will be working with The Breeze to put out safety related articles.

Safety committee would like to research a backup generator (propane?) for the clubhouse to enable safe/warm gathering place.

Possibly a phone tree of households that may need additional assistance in outages or when other unforeseen issues arise. Community safety volunteers could check up on these neighbors when things are going sideways.

Jan/Feb 2024

Joshua Hanselman

Minutes of Nominating Committee

February 1, 2024

In Attendance: Patty Bozanich, Melody Brown, and Kenn Apel (Board Liaison to Nominating Committee)

1. Melody Brown was chosen to serve as the chair of the committee.
2. The committee members signed the Bayshore Ethics Statement. Additionally, all on the committee agreed to keep all information they gathered on candidates confidential until the names are announced at the April 2024 Board of Directors meeting.
3. Several recruitment and application documents from previous years were modified and brought up to date for the current year. These included:
 - a. The application form,
 - b. Information on the open seats for next year's Board of Directors (see third page of these minutes), and
 - c. Modified language for the recruitment postcard.
4. Three other documents were developed:
 - a. Language to post on the Board of Directors' Facebook page that provides information on how to request an application,
 - b. A second Breeze article, and
 - c. A flowchart to be used by the Bayshore office that represented the process for sending out application documents.
5. March 29th at 2pm was the date and time set for applications to be received.
6. As a whole, the Committee intends to recruit candidates for the Board by providing information in the Breeze, via an email from the Bayshore office, via postcards sent via USPS mail, and a posting on the Board's Facebook page. The Committee members also will encourage members to run when interacting with them in person.
7. The Committee set a meeting date of February 5th at 12:00pm to meet with Kathy Drossel in the Bayshore office. The following topics will be discussed:
 - a. Determining the process for providing the printer the modifications to the postcard and then ordering the postcards to be made,
 - b. Requesting that Kathy develop names/addresses of members for the purpose of sending out postcards to members, and
 - c. Describing the process for how Kathy will determine whether applications are sent out to members requesting them (i.e., first determining the member is in good standing).

Minutes of Nominating Committee

February 5, 2024

In Attendance: Patty Bozanich, Melody Brown, Kenn Apel (Board Liaison to Nominating Committee); Kathy Drossel (guest; Office Coordinator)

The Nominating Committee met with Kathy Drossel, Office Coordinator, to discuss the process for providing application forms for those interested in running for a Board of Directors position. Kathy was provided, both in hard copy and in electronic form, a copy of the application form, a document re: the open seats for the Board, an email to send to members notifying them of the open positions, and language for modifying last year's postcard that went out to members re: Board open positions. Melody Brown, the Nominating Committee's chair, will be the point of contact between the Nominating Committee and Kathy.

Both set of minutes respectfully submitted,

Kenn Apel, Board Liaison

Information on Open Seats for the Board of Directors (2024)

The Bayshore Nominating Committee is preparing for the annual nomination of candidates for the Board of Directors (BOD) elections at our 2024 Annual Members Meeting on May 18, 2024. Per the Bayshore Bylaws, Article IV, Section 1: ***All Divisions shall be represented on the Board if possible, with not more than two Directors from any one Division.***

For the 2024 Bayshore Board of Directors elections, we have the following openings:

- We have 3 Director positions, all of which are full 3-year terms (2024-27). We have one position for an unfilled term from last year (2023) which is for two years (2026).
- We will have openings in every division. Currently, there are no directors in Divisions 2 and 6. The remaining Divisions (1, 3, 4, 5 and 7) have a director continuing for the upcoming Board year.

Determination of which Directors would be elected to the full 3-year terms will depend on the response we get from membership wanting to run (either by completing the nomination process by the March 29, 2024 at 2:00PM date, or from a floor nomination at the Annual Members Meeting). *Per our Bylaws, the election process prioritizes getting representation from as many Divisions as possible, regardless of the highest number of votes.* This means that:

- if a member from Divisions 2 and/or 6 run, they will automatically be elected and take one of the 3-year terms. If more than two candidates run from one of those Divisions, the candidate with the highest number of votes will automatically be elected. Any remaining candidate from Divisions 2 and/or 6 will be elected as stated next.
- if at least one candidate runs from ***any of the other*** open Divisions (1, 3, 4, 5, and 7, and possibly 2 and 6) as a second candidate from that Division), the candidate with the highest number of votes will be elected to represent his/her Division. No other candidate(s) (if any) from this Division would be elected to the BOD.

Should enough candidates run to fill all four open positions, then the following will occur regarding who is assigned the one, two-year term:

- Any candidate from Divisions 2 and 6, who is automatically elected, will receive one of the 3-year terms.
- For the remaining seats, the candidates with the highest number of votes will be assigned to the remaining 3-year terms, in order. Should there be enough candidates to fill all four positions, the last candidate elected will be assigned to the 2-year term.

If any Director seats remain open, the BOD may consist of less than 9 elected seats. At a later date, the BOD could choose to appoint someone for the open seat(s) until the 2025 Annual Members Meeting or leave the seat(s) open.

Hopefully this highlights how the election process will occur. It would be ideal if Bayshore had directors from each Division represented on the BOD.

Beach Access Task Force Report

February 6, 2024

Members: Jana Hanford, John Westhaver, and Kenn Apel (Board Liaison)

The Task Force has decided to put a hold on any further investigations into possible beach access options (e.g., pathway, motorized beach wheelchair) until the Board has made a decision re: the renovation of the clubhouse, given the costs associated with that project. In the meantime, it is important to note that there now are David's Chairs (<https://davidschair.org/>) in both Florence and Newport if people are interested in their use.