

Regular Meeting of Briny Breezes Inc. Board of Directors
Wednesday April 13, 2016 at 9:00am
Briny Breezes Community Center
Minutes

- I. Pledge of Allegiance was recited and a moment of silence was observed.
- II. Meeting was called to order by President Gallacher at 9:03 A.M. Roll call was taken by Secretary Brannen. Present in the Community Center were Directors Brannen, Coyner, Gallacher, Goudreau, Gross, Oglesby and Weir. Director McMorrow joined via phone. GM Pussinen was present.
- III. Proof of Notice was posted by General Manager Pussinen at 8:00 A.M. Monday April 11, 2016.
- IV. **Secretary Brannen moved that the previously distributed minutes of the regular Board meeting of March 9, 2016 be approved with correction of Mike Weir's name as written.** A second was received. **Vote was unanimous.** Motion carried.
- V. Reading of Correspondence to the Board
 - a. Dennison, V-204: Hobby Club Pottery Class twice weekly in the Poker Room; 52 interested persons; \$232 materials, 2 days labor; equipment and instructors donated by residents.
 - b. LeGrow, E-207 The Briny Breezes Square Dance Club exception to Rule A-4, D
 - c. Adler, S-204 Southeast Square and Round Dance Association exception to Rule A-4, D
 - d. Hoffman- H-210 BBC-8 Re: Concern for approved new sound system in Community Center and a new piece of equipment for BBC-8 (Note we need to limit the length of correspondence.)
 - e. Brady CD1- Beach Hut: Letter plus petition with 15 signatures representing 12 shareholders (Ocean Front Owners) requesting the removal of the beach hut and a vote for a material alteration.
 - f. Sperazza Q212: Petition to re-install the ropes representing 263 signatures representing the following distribution: District I 48 signatures 43% of shareholders; District II 73 signatures representing 51.7% of shareholders, District III 85 signatures representing 57.5% of shareholders and District IV representing 65% of the shareholders. Overall park 263 out of 487 which is 54% with many places vacant for the remainder of the season. Specific names were not read but are on record in the office. Efforts were made to cross out names of renters and duplicate shareholders
 - g. Fioresi Q-203, Ellen & Paul Blanchard D-202 re: ropes in the Ocean and a near mishap that the ropes might have prevented.
 - h. Bayless T-211- re: ropes in the Ocean- how the ropes helped get a swimmer in danger to safety
 - i. Hunt H-12- re: ropes in the Ocean- how the ropes helped get a swimmer to safety
 - j. Statt V-205 re: ropes in the Ocean- a near mishap by a kite rider; the ropes may have helped alert the kite rider that there were swimmers in the area
 - k. Stout E-10 re: how the ropes in the Ocean helped himself and a friend, both strong swimmers get to safety.
 - l. Wolfbrandt R-203 re: re-consider replacing the ropes in the Ocean for safety purposes
 - m. Sullivan F-16 re: Sound system in the Auditorium supporting the necessary replacement of sound equipment.
 - n. Brinks J-15: Unsafe working conditions by Qualman and an injury sustained.
- VI. Report – Chief of Police- not present

VII. General Managers report: Reminders re: closing and the appropriate steps; the Blue Books are in the office; south lot we have towing signs- so if your boat, car etc. is stored there please remove it or it will be towed; thank you to those who have received letters of violations for completing the work and or reporting your plan to resolve the issue.

VIII. Report of Officers
 a. Treasurer report:
 AS OF March 31, 2016
 UNAUDITED

OPERATING ACCOUNT ONLY:

CURRENT ASSETS AS OF 3/31/2016	\$596,048.54
PARK IMPROVEMENT CASH	\$236,436.02
CATASTROPHE CASH FUND	\$115,053.90
TOTAL OPERATING CASH	\$947,538.46
RESERVE CASH AS OF 3/31/2016	\$321,146.62
TOTAL OPERATING & RESERVE	\$1,268,685.08
DELINQUENT ACCOUNTS TO DATE	\$2,405.89
DELINQUENT YACHT BASIN TO DATE	\$477.00
TOTAL DELINQUENT	\$2,882.89
INCOME AS OF 3/31/2016	\$185,622.49
DISBURSEMENTS AS OF 3/31/2016	\$158,442.94

IX. Town Liaison Report- none

X. Committee Reports

- a. Sales and Rentals: Approved 7 rentals for the 2016- 2017 season. Processed 4 sales and/or transfers.
- b. Violations and Fining: Had an appeal on one property previously cited; continue to follow-up on another two from earlier letters and 41 from recent notifications.
- c. Marina Committee Report: Held on the 4th- no available slips in the Marina but will have a few open end of April; idea of overnight rentals and a rule draft for consideration; when a slip is empty we have the right to rent them; credit to Doug Baumgartner for most of the work; question- should we raise the rates now that we have a waiting list; the waiting list reflects boats that are too big for what we have available; the rates we reduced were for the smaller slips;

XI. Landscape Committee "presentation"

- a. 3 years ago the Committee had the intention to have a 3 year master plan; the notebook provided is better described as a framework; go through and work with the districts and the community; Comments: information is terrific; question: are you looking for approval of the “plan”?; no not now; consider it a framework; would like to be represented at district wide meetings, what is considered for different sites and planting; a compilation of ideas to continue improvement; could we have a section of website to go and look at resources, recommended plants etc. Could be in a PDF.

XII. Unfinished Business

A. Discussion/approval – BBC8 guidelines/corporation role

- a. **Director Gross moved to discuss how we view BBC-8.** Seconded. BBC-8 is no longer a channel but rather an “app”. Visual on how it works; processor box purchased by the corporation to be able to run; AT&T has options to have more than one application; chose to purchase a digital box (around \$150/month) to use for the current scroll rather than a Power point presentation; discussion on what they are- not a club, not a committee; worked in the past as a betterment of the community; if the co-op has no control then we no longer have any rights to broadcasting; define certain responsibilities; has BBC-8 denied access to services; not actually but when our meeting was not broadcast, no one took responsibility; we have never had this problem before- sometimes we are billed for things, other times not; fractions; are we suggesting that it is a committee; all activity controlled by the Board- could it be a club following rules etc.; group of people who are creative and they do a wonderful job; opportunity for a form of communication; leave the creative part to do what they do best; define the resources and who pays for what; 5 “channels” possible for dissemination of information; should be a club; clearly define who does what; no issue re: who does what and who pays for it and budget for it; volunteers just come in to help; meet with the executive committee officers and the GM to discuss some of the options; everyone just volunteers- not part of a club; we have had enough discussion on this; the Corp should have nothing to do with communication. Initial motion removed; seconded. Gross moved that BBC-8 be considered as a club; seconded. Not sure that we instruct shareholders to form a club; question about equipment who owns it; why not a club? Shareholder- needs more input; this is not new; fully believe this should be a committee of the board; **Director Gross withdrew his original motion. Director Gross moved to form BBC-8 as a club.** Seconded. **Motion was amended to recommend that BBC-8 consider becoming a club.** Seconded. **Question was called and the vote was unanimous. Director Gross moved that the corporation be responsible for the processor box and the signal (already paid for by the Corporation) and the app for the scroll \$150 monthly to allow access to the corporation;** Seconded. Could be a problem with a line item on the budget;
At the meeting with Smart Communities LLC re: the scroll the GM said please send the invoice to the office. **Motion passed unanimously.**

XIII. New Business

A. **Board Ratification – President Gallacher moved to ratified the following manager expenditures**

- 1. **2 washing machines (top load) total \$2,500.00 from laundry savings \$19,770.**

2. **New office sign & logo – front of building NTE 3k, \$2000 from bazaar donation/signs budget.**
 3. **Replacement of fiberglass duct work in office not to exceed \$3,600. Building Reserve. Seconded; combined question called. Vote was unanimous**
- B. **Board Ratification/Approval – Sales & Rentals committee decisions**
Director Brannen moved that we approve for membership Michael Dunn and Michelle Harkness A11; Transfer from Ken & Kelly Fitzgerald to Kelly Patrick L-30 and Family transfer to the LeBlanc Family Revocable Trust and Agreement. Seconded. Vote was unanimous
- C. **Director Brannen moved that we grant the exception to Rule A. 4. d. (Stockholders who invite groups comprised mainly of non-Briny residents to a function in any indoor or outdoor corporate facility must request permission at least 30 days in advance so that the request can be reviewed at a regular meeting of the board of directors for a decision) to the Briny Breezes Square Dance Club who hosts their own club (Wednesday evenings) and the Southeast Square and Round Dance Association who typically dance on Sundays pending availability of the Auditorium. Seconded. Question- Do they pay anything? Question was called. Vote was unanimous.**
- D. **Board Approval – auditor recommendation – no cash accepted in office. Motion by President Gallacher to stop accepting cash except for minimal purchase of \$10. Seconded; can pay credit card via phone; exceptions a minimal amount \$10, they cannot process my card which is Canadian; Question was called. Vote was unanimous. Motion carried.**
- E. **Board Approval – storm drainage modifications Inc. 4 pumps D3 & D4.; Director Oglesby moved to place pumps in 3 storm drains in District 3 and a pump in district 4 to abate road flooding in these areas not to exceed \$50,000 from roads/drainage reserves current ‘encumbered’ balance \$108k. Seconded. Vote was unanimous. Motion carried.**
- F. **Director Oglesby moved that we spend \$26,000 from the roads and drainage reserve to jet, clean and line drainage pipes from cardinal to the seawall and on Eagle from the ‘encumbered’ balance \$108k (minus \$50k for Item E). Seconded. Balance is down to around \$40,000. When do we address roads and with what money. minimal operation used to be for drainage; Suggested we have 2 separate accounts/reserves one for roadways, the other for drainage. Roadways are one of the 4 mandatory reserves by the states. Question was called. Vote was unanimous.**
- G. **President Gallacher moved to approve a permanent marina slip sign near District 5. Seconded.** Would be like a real estate sign- boat slips available Briny Breezes with a phone number; 1 by the flag pole and maybe one at Cordova approximate \$150.00. Purpose to generate a bigger waiting list. Opposition- we have a position here in Briny not to put up signs; maybe a digital portable sign; if we put one “real estate sign” they are easily swappable, might be able to use for the other events; we could regulate the shape and size; middle of district V; or digital less than \$3000. We made a commitment to fill the marina and we did; seems out of line with Briny aesthetics; we have a person here who does signs- beautifully; ask for a rendering; shareholder- opposes the sign; it is tacky- no one else has the signs; we did not want

to make a big deal, just how big exactly. **Motion amended to ask the Marina committee to come back with a rendering of a more permanent nature semi permanent sign to be placed flagpole, District 5 or light at Cordova.** No second- opposition expressed. **President Gallacher amended the motion to approve the concept of supporting a semi-permanent sign to be placed near the stop light and come back with a rendering.** Reworded to **Motion that the Marina Committee pursue a sign of more permanent nature to be placed in the community.** Seconded. Question called. **6 yes, 2 no (Coyner, Weir)**

H. Board Discussion/Approval – replacement of ocean ropes **President Gallacher made a motion to replace the ocean ropes after hurricane season and turtle season.** Seconded. Concern expressed with liability issues still prevalent; logistically they have barnacles, change every 6 months; permitting is not required if the moorings can be found; we do not own the ocean; what about federal guidelines; they are anchored; no different than anchoring a boat; if more people want them, then let's re-install them. Reminders of the results of the petition; Liability and all of the services we have Grandma's Cupboard, Medical Cupboard; we are neighbors to the Nomad; common area for the community; pleasantly surprised on how people wanted to sign the petition for the reinstallation of the ropes; began as a budgetary project and then became a liability issue- perhaps a scare tactic; there are many other communities club who have ropes. Question was called. **Vote was unanimous. Motion carried.**

I. Board Discussion/Approval – rules/by-laws committee recommendations-remove the item- on next meeting

J. Board Approval - Bazaar Committee donations to the corporation: Bazaar 2016
Recommendations The following is a list of what the Bazaar Committee is recommending to help support our Briny Community:

1. Signage for Office- \$1000 was allocated last year, an additional \$1000 for this year. (\$2000.00 total)
2. Christmas Lights- \$1805
3. Blue Ceramic Pots- Landscaping \$1000.
4. Clubhouse- Frames for the local artists' work obtained \$1000.
5. Clothes line area- replace ropes, clean up poles and replace as needed \$400.
6. Sidewalk in front of the West Clubhouse/Library \$3000.
7. Light for walkway area in front of the Library area \$300.00
8. Additional lights in Quonset 2 for Bazaar set-up \$300.
9. Clubhouse Flagpole repair- Ropes and pulleys \$400.
10. Easy-up Tents for Bazaar \$200.
11. Refurbish the "Briny Sign" (to advertise shows etc.; estimate of \$2000.) \$1000. from Bazaar, remainder from other clubs and or Marina that utilizes it approx. \$330 each)
12. Chairs for the choir loft- \$1000.00
13. Add on to Street signs that indicate the "letter" e.g. North Heron "Q" and I" Cordova "L" 500.00

Motion to accept the donations made by Gallacher; seconded.

Unanimously approved by the Board

- K. Board Discussion/Approval - Beach Hut status** **Director Brannen moved that per our previous motions and decisions that the temporary hut be taken down May 1, and stored until we ask our shareholders to vote on this as a material alteration on the annual ballot.** Seconded. Most agreed that this is a material alteration. Shareholders: Could we have an easement for this – Maybe leave the deck; extend the period, very skeptical, originally thought the stockholders should have been consulted but have changed my mind; Question was called. **Vote 7 yes, 1 No (Coyner) Motion carries.**
- L. Board Approval - request for variance from 20' width restriction, N-206.** **Director Oglesby moved that the Board deny the variance request from 20' as per the ARC committee for N-206.** Seconded. **The width of the units was established to support open space. Give it to one and others too will want to change.** Question was called. **Vote was unanimous.**
- M. Director Oglesby moved Board Approval of the following committee members for 2016/17.** Seconded.
- a. List of committee and membership was read and corrected as appropriate. Question was called. **Vote was unanimous.** Question was raised about a re-institution of an insurance committee.

XIV. Shareholder Forum (questions or suggestions)

- XV. Meeting Adjournment at 12:23pm as moved by Oglesby and after receiving a second, approved by the Board.**

Respectfully submitted,

Susan J. Brannen, Secretary
Approved 9/9/2016

NOTICE

Regular Meeting of Briny Breezes Inc. Board of Directors

Wednesday April 13, 2016 at 9:00am

Briny Breezes Community Center

AGENDA

ALL STOCKHOLDER COMMENTS MUST BE LIMITED TO THREE (3) MINUTES PER

AGENDA ITEM

XVI. Pledge of Allegiance & moment of silence

XVII. Call to order & Roll call

XVIII. Proof of Notice

XIX. Approval of previous board meeting minutes

XX. Reading of Correspondence to the Board

XXI. Report – Chief of Police

XXII. General Managers report

XXIII. Report of Officers

XXIV. Town Liaison Report

XXV. Committee Reports

XXVI. Landscape Committee “presentation”

XXVII. Unfinished Business

B. Discussion/approval – BBC8 guidelines/corporation role

XXVIII. New Business

M. Board Ratification – manager expenditures

4. 2 washing machines (top load) total \$2,500.00 from laundry savings \$19,770.

5. New office sign & logo – front of building NTE 3k, from bazaar donation/signs budget.

6. Replacement of fiberglass duct work in office NTE \$3,600. Building Reserve

N. Board Ratification/Approval – Sales & Rentals committee decisions

O. Board Approval - Square Dance Committee requested dates for 2016/17

P. Board Approval – auditor recommendation – no cash accepted in office

- Q. Board Approval – storm drainage modifications Inc. 4 pumps D3 & D4. Not to exceed \$50,000 from roads/drainage reserves current ‘encumbered’ balance \$108k**
- R. Board Approval – clean-out and line old Terra Cotta storm drain pipes in D3. Cost is \$16,000 from roads/drainage reserves current ‘encumbered’ balance \$108k (minus \$50k for Item F)**
- S. Board Discussion/Approval – permanent marina slip sign near D5**
- T. Board Discussion/Approval – replacement of ocean ropes**
- U. Board Discussion/Approval – rules/by-laws committee recommendations**
- V. Board Approval – committee members for 2016/17**
- W. Board Approval - Bazaar Committee donations to the corporation**
- X. Board Discussion/Approval - Beach Hut status**
- Y. Board Approval - request for variance from 20’ width restriction, N-206**

XXIX. Shareholder Forum (questions or suggestions)

XXX. Adjournment

All Stockholders are Welcome

This notice is dated and reposted Monday April 11, 2016 at 8:00 am

Theresa Pussinen, General Manager, Briny Breezes Inc.

Special meeting

Called to order 12:24; full Board

March 29th 1pm

New Business: President Gallacher Rescind Rental restrictions C-2 superceded by and duplicated in the recently amended by-law. Vote was taken, Motion was unanimous.

Excess funds- what have we done with this.

A12:27 adjourn