

## Rancho Santa Teresa Swim & Racquet Club

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Dirk Seidel (President)

Vic Haddad (Treasurer)  
Norm Collier  
John O'Byrne

Arian Collen (Secretary)  
Michael Kirtland  
Nick Toprani

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### Board of Directors Meeting *Draft Minutes* January 8, 2019

#### Item Subject

#### 1. Call to Order

Meeting was called to order at 7:010 p.m.

#### 2. Approval of Minutes

##### A. January 8, 2019 Board Meeting

Action: (7-0-0) Nick moved to approve minutes for the January 8, 2019 meeting. Dirk seconded the motion.

Absent: No board members absent

Document Filed: January 8, 2019 minutes

##### B. January 25, 2019 Town Hall Meeting

Action: (6-0-0) Dirk moved to approve minutes for the January 25, 2019 Town Hall meeting. Norm seconded the motion. Michael abstained as he was not in attendance at the January 25<sup>th</sup> meeting.

Absent: No board members absent

Document Filed: January 25, 2019 minutes

#### 3. Town Hall

Rancho member Jae Cecilio introduced herself and requested use of the Hall space for a monthly Bunko game with other neighborhood members and their guests. The board discussed and agreed on the use of the Hall on the 3<sup>rd</sup> Monday of each month.

#### 4. Staff Reports

##### A. Office Coordinator Report

Office Coordinator Alana Martinez provided an update on various completed tasks, facility rentals, and status of delinquent dues totaling \$30,119. A discussion ensued related to options available to the board to collect on delinquent accounts.

Action: (7-0-0) Dirk made a motion to initiate the collections process on eight (8) accounts as outlined in the report dated 2/11/18 (see Attachment A) in accordance with the timelines of the

collection policy, including but not limited to recording an assessment lien against the property. Michael seconded the motion.

## **B. Facilities Manager Report**

Facility Manager Luke Brown provided an update on various projects.

## **5. Directors Reports**

### **A. Presidents Report**

Dirk provided an update on the proposed changes to the bylaws and the following schedule of milestone date targets:

- February 11: Approve proposed bylaws
- February 18-22: Distribute spring member meeting with voting instructions
- Feb/March TBD: 30 day notice/voting period
- 1<sup>st</sup> week March: Second Town Hall
- March 29: Spring membership meeting and voting
- April 28: Bylaws take effect if passed

Dirk also provided an update on the returning summer staff and additional hiring needs.

### **B. Treasury Report**

Vic provided an update and overview on the following items:

- Balance Sheet
- Monthly Profit & Loss
- PG&E costs

A discussion ensued on the various reports.

### **C. Misc. Reports**

- Norm provided an update and cost estimates to replace two HVAC units which are in need of repair or replacement. The board discussed the cost proposals provided by three vendors which ranged in price from approximately \$12-15,000. Arian argued that the three vendor proposals each had different proposed equipment and scopes of work and did not warrant approval and suggested that Norm seek to get secondary proposals where each vendor provided the same HVAC hardware, scope of work, and total pricing. A discussion ensued.

Action: (5-1-1) Norm made a motion to award a contract to Vintage Heating & Air Inc. for a not to exceed amount of \$17,900 plus tax and permit fees. Dirk seconded the motion. Arian was the no vote and Nick abstained.

- Michael wanted to discuss the boards recent decision to eliminate the reduced membership dues for members of the board. Rather than a reduction in the membership dues, which can be construed as compensation, Michael wanted to discuss an option for board members to rent the Hall or Lounge for free once per year. A discussion ensued.

Action: (7-0-0) Michael made a motion to allow board members to rent the Hall or Lounge for free once per year during a board members term. Vic seconded the motion.

## **6. General Business**

### **A. Adoption of new Election Rules**

Dirk provided an update on the proposed Election Rules, which will include posting the new rules and allowing member comment at an upcoming meeting, followed by board review and voting to adopt pending any input from the membership.

Action: (7-0-0) Dirk moved to approve the proposed Election Rules. Michael seconded the motion.

#### **B. Approval of Proposed Bylaws**

Dirk provided an update on the proposed Bylaws and a discussion ensued.

Action: (7-0-0) Dirk moved to approve the proposed Election Rules. Nick seconded the motion.

#### **C. Appointment of Election Inspector**

With the new bylaws and election rules comes the requirement to have a third party election inspector. The board discussed options and Dirk noted he discussed with Connor La Marche volunteering as the election inspector. As the board discussed, it was noted that Mr. La Marche is currently a guest member and has kids on the Sea Otter team. Several board members saw this as a conflict of interest as one fundamental item being voted on in the proposed bylaws is the change from guest memberships to Associate Members. A discussion ensued.

Action: (4-3-0) Dirk moved to appoint Mr. La Marche as the election inspector. Nick seconded the motion. Arian, Michael, and John voted against citing the conflict of interest.

#### **D. Chair and Lounge Chair Replacement**

Facility Manager Luke Brown provided an update on the replacement plans for several of the poolside chairs and lounge chairs. A discussion ensued.

Action: (7-0-0) Nick moved to authorize Luke to order 10 replacement chairs lounge chairs at a not to exceed amount of \$5,000. Arian seconded the motion.

#### **E. Financial Review**

Action: (7-0-0) Vic moved to authorize a financial review of the club books by Karen A. Hahn CPA Inc for approximately \$1,500. Dirk seconded the motion.

#### **F. Newsletter Advertisement Income**

With the upcoming transition from a hardcopy printed newsletter to a digital emailed newsletter several of the businesses have expressed that they will no longer advertise and inquired what reimbursement would be available for pre-paid fees.

Action: (7-0-0) Arian moved to refund any pre-paid fees to advertisers wishing to no longer publish ads in the digital newsletter. John seconded the motion.

#### **G. Sea Otter Pool Usage**

The board reviewed the Sea Otters use of the pool. Over the years the Sea Otters have transitioned from a neighborhood only cabana club swim team for the members, to a club open to anyone. The board discussed how the Sea Otters are similar and different from the Sting Ray team which pays to use the pool, with several board members rationalizing that the Sea Otters should also pay for use of the pool. No action was taken and the topic will be discussed further at a future meeting.

## **H. Easter Egg Hunt**

The board discussed the date options for the annual Easter egg hunt. The board agreed that the best date would be Saturday April, 13<sup>th</sup>.

## **7. Future Meeting & Agenda Items**

The next member meeting will be scheduled for March 18, 2019 at 7pm.

Meeting was adjourned at 9:36 pm

## **8. Executive Board Meeting – *Not Open to Public***

### **A. Delinquent Dues Account Update**

Dirk updated board on status of delinquent accounts and provided information on the meeting with member/Account # 4047-208 held on Wednesday, December 19<sup>th</sup> to discuss repayment options for their outstanding balance.

### **B. Summer Staff Hiring**

Board discussed the recent resignation notice given by Office Coordinator Alana Martinez and the various roles, responsibilities, and the need for a Staff & Activities Manger for the summer season. A discussion ensued. No action was taken at this time.

Executive Meeting was adjourned at 10:02 pm

Attachment A:

<b>Delinquent</b>	
<b>Account #</b>	<b>Am</b>
4046-8	\$