

## **DRAFT**

### **Willamette Sailing Club General Membership Meeting**

#### **Minutes: December 13, 2020**

By Arjan Duyvestein

Call to Order at 6:30 pm (Online Meeting)

*Attendees: John Gridley (Commodore), Geoff Fanning (Vice Commodore), Mike Rees (Fleet Captain), Christine Stamper (Treasurer), Thom Block (Port Captain), Matt Berger (Acting Club Manager), Arjan Duyvestein (Secretary), Members (36 online participants at 6:30pm) - Given current membership numbers a quorum constitutes 25 votes or more.*

#### **Call to order**

John called the meeting to order.

#### **Approve Spring General Meeting minutes**

John motioned to approve the meeting notes from our last General Meeting held on June 25, 2020. Bill Connerly Seconded. No Discussion. Voting was done by voice. No one opposed the motion with 41 online members present.

#### **Officers Reports**

##### **Commodore - John Gridley - 2020 Recap**

John ran through a summary of accomplishments and challenges this past year, which included dealing with the Covid-19 pandemic, financial solvency, resignations of several key employees, as well as dredging this year. In the end, the board feels that the club was able to address all these challenges and, partially due to the limited use of the club, were able to get things back on the correct path in this perfect storm.

A financial review committee headed up by Christine Stamper reviewed our financials and accounting practices, and we hired an independent professional bookkeeper on a monthly basis. The 2020 budget was adjusted once Covid became a reality. However, we were able to hold down expenses, still have a limited youth program during the pandemic, and wound up outperformed the adjusted 2020 budget. Mitchell Burke, Matt Berger, Jim VanHook, and Drew Ehlers all went above and beyond their normal duties in supporting the board to restructure our programming during the pandemic, to maintain some level of income.

We completed dredging this year and have worked out a plan to pay for it with the help of three long-time member families willing to invest in the club with a promissory note. John Gordon, Mark Sandifer and Toby Deming and many others did incredible work preparing for this task.

The board has also re-thought the structure of the club and decided on a Club Manager, Sailing Program Manager, and Head Coach positions, with the former two reporting directly to the board. The club is searching to fill the Club Manager position, Matt Berger will be leading the Sailing Program Manager position, and Drew Ehlers has accepted the position of Head Coach.

### **Vice Commodore - Geoff Fanning**

#### Management Structure

The club management structure currently has the Program Director reporting to the Club Manager. This led to the Club Manager having to deal with a lot of non-member and non-financial issues thereby taking some focus off of the financials, facilities and membership relations. The board has decided to rename the position of Program Director to "Sailing Program Manager" and have this position report directly to the board alongside the Club Manager. The position of Sailing Program Manager will be held by Matt Berger.

#### Club Manager Search

Search committee was created including Guy LaSalle, Tim Mills, LauraLee Symes, Matt Berger, Geoff Fanning, Chistine Stamper, and Kathy Sandifer. The committee reached out to many resources and many clubs up and down the coast. We received over 40 applicants. We are currently in the process of 2nd round of interviews. In person interviews will follow for the final round. Anticipate the Manager start date to be January 2nd.

Q: What happens if there is a conflict between the Sailing Program Manger and the Club Manager?

A: We believe there will be less overlap between the positions, but the board will have to mitigate and decide between any conflicts and will have the ultimate say. We still expect the two roles to work together closely, but both will have direct access to the board. It is a more common structure for many similar clubs on the West Coast. We

also hope to help keep the club manager more focused on the financials of the club. They will also both have clearer accountability to the club.

### Board Nominations

A nominating committee was created. Dave Jursik, Ashley Lund, John McCoy, Geoff Fanning. many reached out to other members. Thanks to our continuing board members, Mike Rees (Fleet Captain), Christine Stamper (Treasurer), John Gridley (Rear Commodore), Geoff Fanning (Commodore). Thanks to departing board members.

### Departing and New Board Members

Secretary Position - Arjan Duyvestein has served 3 years on the board which is a bylaw limit. Rachel Barney is nominated as the new Secretary. A call was made for any new nominations. No other nominations were. Geoff motioned to accept Rachel as Secretary for 2021. Jeffrey Sher seconded. Vote took place by voice. No opposing votes. (47 people attending).

Port Captain - Thom Block stepped in when Jeffrey Sher retired earlier this year and picked up all the lines that were out there including issues related to Covid-19. Brad Grenham is nominated as the new Port Captain for 2021. Geoff motioned to accept Brad as Port Captain. John Gridley Seconded. Vote took place by voice. No opposing votes. (47 People attending).

Vice Commodore - Jim Harper will be retiring from the board after having been on the board for 3 years. Kathy Sandifer is nominated as Vice Commodore for 2021. Geoff motioned to accept Kathy as Vice Commodore for 2021. Jeffrey Sher seconded. Vote by voice. No opposing votes. (47 People attending).

### Goals for 2021

Geoff's goal for next year will be to focus on maintaining a safe healthy club environment and get back to typical club activities and social events as Covid-19 allows. Focus will be on engaging members and having a good time racing and sailing. Geoff will also continue to concentrate the board's attention on the club's financial position and set the club up for financial success. The club will need to start saving.

### **Treasurer - Christine Stamper**

Current financials

2020 is turning out to be an OK year financially in spite of the Covid-19 pandemic. The member area of the website includes more detailed information for those who are interested.

	Original 2020 Budget	Revised 2020 Budget	Projected YE 2020
Dues and Initiation Fees	\$221,278	\$209,000	\$187,500
Program Membership	\$281,906	\$98,000	\$131,000
Moorage Income	\$146,850	\$130,000	\$127,000
Other Income	\$114,600	\$83,100	\$52,596
Total Income	\$764,634	\$520,100	\$498,096
Misc Income	\$0	\$30,000	\$30,064
Total Expenses	\$640,463	\$474,525	\$426,687
Net Ordinary Income	\$124,171	\$75,575	\$101,473

2020 Year End Forecast

Net income for 2020 should be around \$101,000. We did not meet our revised gross income goal, but with our lower expenses during Covid-19, the net income is actually better than budgeted. About \$25,000 of our Net Income is the result of a Cares Act Employee Retention Credit.

Q: Was the Cares Act funding actually received or is this anticipated.

A: One type of credit has actually be received and the other is anticipated and has been recognized.

Dredging is not being expensed in 2020 but will be treated as a capital asset that will be depreciated over 10 years.

Q: Will our monthly controls and financials be published monthly? It is important that we have proper internal controls.

A: Yes, last year we initiated a new financial operation policy designed to address the issues that were encountered last year. The new policy outlining the new financial controls is available to any member who wishes to see it and much of the metrics have been published in previous meeting minutes. Any member is welcome to contact Christine for the full document.

Q: Is there a feeling that posting board meeting notes is different than actually pushing it out to the membership in an email the day after the meeting?

A: Board meeting notes are historically published in Telltales each month. This year with several Telltales publications having not gotten published due to being short staffed, and as a result the board processes have been more opaque than intended. All members are welcome to attend any board meeting (held online currently) and although a few meetings have not gotten published, all meeting notes are available for members wishing to review them. The board fully intends to increase communications next year with our new club manager and staff, utilizing Telltales, Willamette Wind emails and the member area of our website.

#### Balance Sheet

	Nov. 28, 2020
Current Assets	\$618,403
Fixed Assets	\$2,154,459
Total Assets	2,772,862
Current Liabilities	\$1,553
Long Term Liabilities	\$599,157
Total Equity	2,056,152
Total Liabilities & Equity	\$2,756,862

Cash on hand History Summary since 2010 till now was reviewed. Current Cash on Hand is \$225,569.

#### Accounts Receivable Summary

Club started out this year with a very large unmanaged accounts receivable account of \$134,000. In pursuing these receivables, some of these had to be written off. Approx. \$70,000 was written off. Current overdue amount is \$48,000, with the portion of that greater than 120 days overdue being approx, \$9,500.

#### 2021 Proposed Budget

Assumption is that 2021 will be a restricted year with limits due to Covid 19. Gross income is planned at \$624,000, and gross expenses are planned at \$534,000. Net income is budgeted at \$95,000. Hospitality minimum will not be charged in 2021. Dues

and moorage rates are being increased per previously approved changes by 3% next year.

The board is asking the members to vote to approve to increase the expense budget up to \$225,000 if, and only if, there is income to cover and exceed the budget increase by at least 50%.

Q: When was the 2020 updated budget made?

A: This was updated once Covid-19 hit and was voted on in the June General Meeting.

Q: Is the 2021 budget largely based on the 2020 updated covid budget, because we are anticipating Covid-19 restrictions to continue into 2021?

A: Yes, is largely assuming that 2021 will not be a normal year, and that the effects of Covid-19 will have a continuing impact on the club.

There were some comments from the members that if operating expenses were offset by expanded operating income there was no need to take this to a vote. Others felt that this should be voted on but this could happen at a special board meeting at that time.

*The Bylaws state that the treasurer...*

*"Shall approve all disbursements, as directed by the Board. The maximum amount which the Board of Directors may approve without a vote of the membership shall be limited to \$10,000." (Article IV, Section D - 5 - D)*

Since this is unlikely to be needed soon, the motion was tabled till the next General Membership meeting where it could be put in front of members in the form of a new midyear budget.

Q: The projected Salaries Administrative Staff expense line item shows a total 2021 budget of \$70,000 which is less than this year's projection. Does that mean we are not intending to higher the club manager next year?

A: No. In 2020 and previous years, this line item included manager and sailing program manager. In 2021 and this expense has been moved to program expenses. In 2021 it represents only the club manager position. The number is similar to 2020 because our club manager resigned early in 2020 as did our sailing program manager.

A: In 2020 we offered less LTS programs. But because we staggered practices we were able to get more youth team members but less LTS members.

Q: What will be the membership rate for next year considering the rate increases in previous years.

A: The membership approved a dues increase in the October 2019 GM from from \$618 to \$700 for 2020. They also reduced the 3% annual increase which starts in 2021 from a 5 year expiration date to a 3 year expiration date. Regular Membership Dues for 2021 will therefore be \$721 per year.

Christine made a motion to adopt the 2021 budget as proposed. John Gridley seconded. Voted by voice. No opposing votes. The 2021 budget was adopted as proposed.

**Secretary - Arjan Duyvestein**

Thank you all and wishing Rachell all the best.

**Port Captain - Thom Block**

Thank you for the opportunity to be part of the board.

**Fleet Captain - Mike Rees**

The group camp site has been reserved for the Al Morris regatta and the Thistle Yale Lake regatta. It may not be open due to Covid but the reservation stands. Links available on the WSC website as well as a link to register for racing next year. Mike would like to encourage any member willing to be a night captain and safety boat captain to step up and get involved. Training / classes will be available, likely in late March. One on one training will also be available with proper distancing.

Q: Signup sheet on website is still for 2020. Can the 2021 list be accessed through the web site?

A: Yes. Mike will send it out.

Comment: As part of the training for NC and SC, the suggestion was made that those people have the requirement of at least one apprenticeship during an evening event. Walt is willing to volunteer for apprenticeship training. It could be an extra column on the sign up sheet, for apprenticeship.

**Dredging Report - Toby Deming and Mark Sandifer**

Toby explained that over the last five years, John and Sarah Gordon, Mark and Kathy Sandifer have been working on the preparations for dredging. The need to start early can not be overemphasized. Too many people were involved to list them all here. Initial early planning committee consisted of 16 members who dedicated a large amount of time to begin planning the dredging/moving of our facilities. Neighbors to the north were very gracious in letting us utilize their facilities to store our docks / floating structures. This made a big difference for the club. Another very large group of members made themselves available for the actual moves.

### **Dredging - Mark Sandifer**

Dredging took place from shore all the way to the channel. The planning should really assume a 10 year window. Last time we dredged was 2006. Our target depth is -7 feet. Target amount of material was 16,000 cu ft of material. Actual amount removed is closer to 20,000 cu ft. A portion of the southeast portion of the site was not able to be dredged due to time and money constraints. Total cost is expected to come in at \$442,000. Work on this project has been going on since Crikett Bittner was commodore.

Q: How wide is the channel south of the southern dock?

A: Very wide. The south side should be nice and deep for the keel boats stored there.

### **Club Manager Report - Matt Berger**

#### **Sailing Director Report – Matt Berger**

Mitchell Burke really stepped up when our club manager left, so a lot of kudos go out to him. When Covid hit, about 200 people who had signed up had their class cancelled. Instead 'mini' classes and private lessons were created that met the requirements of the Governor. The majority of those 200 people were able to be accommodated. Raceteams HS, and Opti's were made smaller and staggered in order to be able to hold these trainings and keep the number of sailors. Fall LTS and private lessons were discontinued.

Community sailing program teamed up with wind & oar who found a camp with outdoor organization to do boat building in the morning and learn to sail in the afternoon for 4 weeks. Sail to change also took part. Our enrollment of 200 is way down from our



normal 500 but everyone stayed healthy and we were able to provide a great service during this season.

For 2021, spring is planned to be similar to the fall, with staggered teams. Summer we are planning for an amended programming with Covid influence. This is a conservative strategy but will be better than having to refund again.

Drew Ehlers is officially our new Head Coach. He has been active in publishing Telltales, as well as in our budgeting efforts. He has been at the club for a long time, and knows the club well.

Office operations - Matt wore a lot of hats this year. Financial issues get routed to Christine. Email is the best way to reach the staff at this time.

Sailcube and Opti replacement plan is in progress. We will be replacing our older Optis with newer Sail Cubes and race ready Optis. The sail cubes will be good for our younger LTS members and it will allow more advanced young sailors to have access to race ready Optis.

### **Introduction of new members**

#### **New business**

Q: Typically we designate how to reserve the net income for long term financial accounts. Was that decided for our 2020 Net Income?

A: The previous reserve accounts have been dissolved and new reserve amounts will need to be defined by the new Board.

Q: Is there a balloon payment on our mortgage?

A: Yes there is a balloon payment in 2027 that will need to be managed.

#### **Good of the order**

There were no new nominations and as a result Cedar Morra and Guy LaSalle will retain their "I Goofed" Jackets.

#### **Adjournment**

Approx. 8:45pm

**Approved:**

**John Gridley 12/10/2020**