

Meeting called to Order 2:10

**Board Members:**

Jean Salls, Dan Jones, Maria Chamberlain, Karen Shaak, Bob Peetz, Suzy Palmer, Ed Delahanty

**Memberships:**

62 memberships in attendance – quorum achieved (required 51)

**President's Report**

Jean Salls welcomed the community and described events of the prior year. Jean congratulated several individuals for their service:

Volunteer of the Year – Russell Chamberlain

Russ worked tirelessly as Chairman of the grounds committee. He ensured the trash was picked up, road was maintained, the shelter was repaired and rallied the membership with mowing and landscaping tasks and even has done some plumbing repair. Russ has served the community at all hours of the day and night.

Karen Shaak was recognized for providing the community with a website containing information for the community (free of charge), starting the Nextdoor social website and participating in a multitude of member mailings.

Maria Chamberlain worked tirelessly to ensure the bills were paid on time and financial and financial reports were made available on a regular basis to the community. In addition, Maria worked to ensure that IRS problems occurring in 2010 and 2011 were resolved.

Dan Jones parliamentarian and VP worked to ensure that our decisions were in accordance with our bylaws and Robert's Rules of Order.

Cathie Harrison acted Pool Committee Chair and organized membership meetings to analyze and recommend pool rehabilitation options. Cathie and the Pool committee met with architects and pool consultants to provide the Club with extensive needs analysis information for the pool facility.

Tim Dahl attended pool committee meetings and met with consultants to facilitate the pool needs analysis. Even though an off-island resident, Tim drove back and forth in an effort to help provide detailed and timely information.

Bylaws committee was formed and met to recommend a number of changes to improve the Bylaws. The board spent many hours reviewing the information. The Bylaws were not sent to the membership for a vote due to the current active litigation by Robert Wilbur and Dustin Frederick.

In November of 2012, the IRS sent a registered notice for seizure of the ACBC property. This notice was for employee taxes not paid in 2010. The IRS also reported taxes were not paid 2011. Over \$10,000 in

fees, penalties and fines have been paid to comply with IRS regulations to complete back filings.. Future boards should pay attention to timely reports.

501C7 status has been granted; it had been lost during the attempt to become an HOA. The Club is once again registered as Not for Profit.

Beginning in November of 2012, the Pool and Long Range Planning committees were actively completing the membership motion to recommend pool facility needs. The committees produced:

- Architectural report – describes the needs of the pool building to repair and become ADA compliant
- Pool rehabilitation – effort required to repair the pool and bring it up to code and ADA compliant
- Long Range Planning Report – describes various needs of the community and approaches to move forward
- Reserve Study – values all assets and recommendation financial reserves to ensure the facility can remain functional

Pool Manager – Trina Trimmer has been maintaining the pool to ensure the water remains clear and pool area clean.

The membership voted on the pool rehabilitation effort versus removal of the pool. The community voted to remove the pool. In September of 2013, Robert Wilbur and Dustin Frederick filed a restraining order with regard to removal. The litigation is active as of this date and won't be discussed.

A Farragut neighbor cut trees on property belonging to the Club. A fine of \$18,000 was paid and a fund has been established to be used to maintain the bank, ditch and surrounding area.

An additional Farragut neighbor has recently cut tree also on Club property. The damage has been surveyed by an arborist and the neighbor has been notified of the damages.

#### **Secretary's Report**

Karen Shaak read the minutes of the 2012 Annual Meeting

Minutes were approved as read. An amendment was made to correct a typo to the section titled Member Forum adding the word **NOT**. The sentence is now corrected to read:

Dan Jones responded that this could **not** be done by the membership as it is in opposition to our bylaws.

**Amendment requested** – Dan Jones disputed the Friendly Amendment and asked that it be voided from the 2013 Annual Minutes. This was based on Mr. Jones belief that Chris Hendrickson is not a valid

member of the Club as she is not listed on the deed of her property. In addition, this amendment specifically excluded members that by law must be included.

Dan Jones read from Roberts Rules of Order regarding the improper nature of the amendment. This is a copy of what read to the membership in support of removal of the amendment:

CHAPTER X  
RENEWAL OF MOTIONS: IMPROPER AND DILATORY MOTIONS

§ DILATORY AND IMPROPER MOTIONS  
Improper Motions

Motions that conflict with the corporate charter, constitution, or bylaws of a society, or with procedural rules prescribed by national, state, or local laws, are out of order, and if any motion of this kind is adopted, it is null and void. Likewise, motions are out of order if they conflict with a motion that has been adopted by the society and has been neither rescinded, nor reconsidered and rejected after adoption. Such conflicting motions, if adopted, are null and void unless adopted by the vote required to rescind or amend the motion previously adopted.

Motions are also improper when they present practically the same question as a motion previously decided at the same session. In addition, motions are improper that conflict with, or present practically the same question as, one still within the control of the society because not finally disposed of (see pp. 90–91, 340–41). If a conflicting motion were allowed in such cases, it would interfere with the freedom of the assembly in acting on the earlier motion when its consideration is resumed.

No motion can be introduced that is outside the object of the society or assembly as defined in the bylaws (see p. 571), unless by a two-thirds vote the body agrees to its consideration. Except as may be necessary in the case of a motion of censure or a motion related to disciplinary procedures (61, 63), a motion must not use language that reflects on a member's conduct or character, or is discourteous, unnecessarily harsh, or not allowed in debate (see 43).

Robert, Henry M. III (2011-09-27). Robert's Rules of Order Newly Revised, 11th edition (Kindle Locations 6979-6992). Perseus Books Group. Kindle Edition.

Section 1, Article 9 of the Bylaws – regarding appointees of committees was violated by the amendment. Dan Jones read the section that articulated the committee responsibility and has asked that the amendment be declared Null and VOID.

The amendment, although fulfilled in spirit, did not adhere to the bylaws. Dan discussed what members can and cannot propose at an annual meeting with regard to special assessments and bylaws changes. Both require the board to send out a mail-in ballot.

A verbal vote was conducted to amend the notes to remove the amendment made by Chris Hendrickson. The verbal vote appeared to be NAY – do not amend. Dan Jones called for a roll-call vote.

**Roll Call:**

Allen –N	Mcmillen – left the meeting
Beck – Y	Morrow – N
Blackner –N	Noble – Y
Bert – N	Palmer - N
Canfield – left the meeting	Paburcus –N
Carol – N	Peetz - N
Chamberlain –N	Pettersen - N
Corliss – Y	Phelps - N
Dahl – N	Pickerill - N
Delahanty – N	Poos - abstain
Eagan –N	Pritchard - Y
Eggerman – N	Raab - N
Frederick – N	Relax on Whidbey - N
Fugate – abstain	Riomondo - N
Greenwood – N	Robinson - Y
Hall – Y	Rosenthal - N
Hart –N	Saba - N
Heikkela – N	Salls - Y
Hendrickson – N	Salmon - N
Heritage – N	Schroeder - N
Iverson – N	Schuemann - abstain
Jewett - N	Shaak - Y
Jones –Y	Shirar - abstain
Kennedy - abstain	Skinner- abstain
Klassel – N	Smith - N
Kobylk – N	Staton - N
Love – N	Stites - abstain
Lull – N	Thompson - abstain
Lynam – N	Ulery - abstain
MacInness – left the meeting	Ward - N
Martel – N	Wilbur – N

Motion Failed: 41 No, 9 Yes, 9 abstain, 3 N/A

**Treasurer's Report**

Maria Chamberlain described that the reporting periods had changed to coincide the fiscal year with the calendar year. This change was made as an update to the standing rules.

The period of October 2012 –September 2013 was reviewed and approved at a prior board meeting. This finalized the period known as the fiscal year prior to the change to calendar year. Maria reviewed

the final 3 months (Oct 2013 – Dec 2013) to conclude the new fiscal year of January 1 2013 – December 31, 2013. YTD P & L provided to membership. All reports are unaudited.

Summary Profit & Loss Oct– Dec 2013

Total Income	\$405.00
Total Expense	\$8,357.85
Other Income	\$6.11
Net Income	<u>\$-7,946.74</u>

Balance Sheet Oct – Dec 2013

Checking and Savings	\$224,559.68
Accounts Receivable	\$-110,563.41
Other Assets	\$590.97
Fixed Assets	\$51,847.21
Total Assets	<u>\$166,434.45</u>

Checking and Savings totals include the Peoples Bank escrowed funds paid by the membership for the assessment. The assessment was refunded in total – mailed 1-9-2014 to all who paid for removal of the pool and should be reflected in the January 2014 financial statements.

508 memberships (607 total possible) paid dues in 2013

Motion made to accept the financial reports into the record - MMSA

**Committee Reports**

Notes were made available (also posted online) for:

- Long Range Planning Committee
- Social Committee
- Pool Committee

**Grounds Committee**

Russell Chamberlain reporting

-Dec 13 water was unavailable to the shelter and the restroom

-Dec 25 the facility was rented; there was no water available. The grounds committee checked the valves but could not determine why the water wasn't flowing. All valves appeared to be in a correct state. One of the meter valves had been turned off. Harbor Plumbing was called and determined that a valve at the meter had indeed been shut off. The plumber discovered that the valve chamber had a major leak; it was likely someone in the community turned it off. A Plumber is scheduled to repair the valve the week of January 12<sup>th</sup>, the part has been ordered.

Russell thanked members of the grounds committee for all of their work throughout the year. The outflow pipe was repaired and the committee fixed the gazebo portion of the shelter. The basketball hoops still need to be repaired. There were various grounds projects completed. New playground equipment was researched and that will continue this year. There is a weed in the ditch that needs to be maintained and removed. The fog-line on lower Byrd was refreshed and the parking has been dragged to remove potholes.

Point of Order called: Please turn off electronics

#### **2014 Election Announcement**

Tally Committee:

Dick Ward Chairman

Richard Johnston, Darla Allen, Cathie Harrison, Bonnie Noble, Harry Lynam

Vote Tally for new directors and budget

270 ballots received

- Budget - APPROVED 183 Yes, 57 No

New Board Members:

- Fred Salmon
- Curt Blankenship
- Chris Hendrickson
- Dustin Frederick

#### **Member Forum**

The membership was provided with a description of business that can come to the floor:

- Members cannot assess other members – a ballot for assessments must be mailed and voted on by members in good standing.
- The membership cannot vote to recall the board; the bylaws contain alternate provisions

- Bylaws can only be amended by mail-in ballot as voted on by members in good standing

**Member Motion:**

Dan Jones proposed the following motion:

I, Daniel Jones, an active member of the Admiral's Cove Beach Club in good standing, move that an assessment to repair the Admiral's Cove Pool Facility of \$175 per year per member for the next 15 years be proposed to all active members in good standing of the Admiral's Cove Beach Club as well as a permanent increase in annual dues starting at \$225.00 per year until such time as there is a sufficient balance in the ACBC Reserve fund to refurbish the Swimming Pool Facility or there is sufficient money available to acquire a down payment sufficient to obtain financing without any further increases, assessments and to pay off the note, which shall be for no more than 10 years. A ballot shall be presented to the membership no later than March 1, 2014, the next mail-in ballot, or with the next newsletter, whichever comes first.

Authority for this procedure is described in the ACBC Bylaws

Article XIV – Dues and Assessments

Section 3 – Special Assessments

Special Assessments may be proposed by the Board of Directors, or members, at any time and must be presented to the membership at last thirty (30) days prior to a meeting called in accordance with Article IV, of these bylaws. They shall require approval by a majority vote as required by Article V, Section 2 or 4 of these Bylaws.

Because this proposition must be presented to the members per the bylaws, no debate or other form of voting is in order to protect the rights of the absentees per Robert's Rules of Order, Newly Revised.

Mike Thompson seconded the motion

ACTION → A mail-in ballot must be presented to the membership in good standing by March 1 2014 or sooner.

**Member Motion:**

Gwyn Staton proposed the following motion:

I motion that we increase our dues effective immediately to \$225 annually.

Elizabeth Dahl seconded the motion

ACTION → A mail-in ballot must be presented to the membership in good standing.

Susie Pettersen

- Susie expressed concern as to why we are considering increases in dues at the meeting at this time. Doesn't believe there is necessarily cause for an increase in dues without further input.
- Bylaws – printed bylaws need to be mailed to the membership, Susie requested a mailing occur by first class postage containing both the bylaws and standing rules.

Quorum was lost 3:56PM (no more business can come to the floor)

Membership Meeting was adjourned 4:00PM

Board Meeting is reconvened 4:01PM

Outgoing board members provided keys and assorted information to Ed Delahanty

Board Meeting adjourned. 4:09PM

*Respectfully Submitted,  
Karen Shaak*