

DRIFTWOOD KEY CLUB

BOARD OF TRUSTEES MEETING

September 11, 2008

The meeting was called to order at 7:05pm. Board members present were Bill Buegel, Bruce O'Connor, Gene Borgomainerio, Bill Cummings, Brad Luten, Christine McClellan, Dennis Augustine, Frank Fox, and Dennis Hardin. Following the Pledge of Allegiance, the new board members were introduced: Frank, Christine, and Brad. Trustee assignments were announced and the oath of office for the new trustees was read. A quorum was confirmed and the minutes of August 14 were approved.

Comments from the members were welcomed:

Jeff Hardwick recommended a friend to be considered for the caretaker position and lobbied the board to continue having a resident in the clubhouse for reasons of security. In a discussion that followed about enforcement of club policies and public safety, it was made clear that the Club President is responsible for enforcement, although committee chairs will have first line of responsibility to enforce rules as they pertain to their assignments.

It was moved and seconded to accept the list of the Board of Trustees 2008-2009 officers and committee chairs as submitted. By amendment, Brad Luten was appointed as board liaison for Policies and Procedures (Frank Fox, Don Jones, Bruce O'Connor are committee members) and for Storm Water Management. Emergency Preparedness was eliminated and the Nominating Committee was added with Mark Bell as Chair. The motion was accepted as amended.

Christine McClellan submitted the Treasurer's Report for August, 2008. Discussions followed: 1) Efforts will be made to cut back on copying costs. 2) The cost of operating the pool for seven days following the scheduled closing of the pool was discussed. Ladies using the pool for exercise made the request. 3) Legal billings currently exceed the budget - \$20,000 has been billed, but not approved - and are being negotiated down to the approved and agreed upon amount. A suggestion was presented by Gino to form a committee to look into new legal representation for the club. 4) We have some outstanding delinquent dues.

Committee Reports:

ACC: Brad recommended approval of a proposed fence for the Sheralin residence and for a fence for the Frank and Barb Fox residence. An Email from Tom Brown asked about the acceptability of a modernist design for a residence. The design appears to be within DKC design standards. Brad recommended that Mr. Brown submit his application. A motion was approved and the recommendations were accepted.

Building and Grounds: Members are asked not to steal toilet paper. Jack Larrison has submitted his resignation as caretaker and Harbormaster, effective October 1. The club is recruiting a replacement. The position will be advertised as a position of building and grounds maintenance; residency at the clubhouse is not a requirement. Residency in DWK is permissible, but not required; salary is negotiable. A pre-employment physical and background check are probable. Gene Borgomainerio recruited Bob Bock, Barb Fox, Bill Buegel, and Diane Quayle to help select this employee.

Docks and Waterfront: Dennis Augustine is waiting for an RFP from Coast & Harbor Engineering relating to the repair and maintenance of the docks.

Dredging: The dredging project will be finished during a November-February window. The contractor has about 4-5 weeks of work and will be removing 4-5 thousand CYs of material. We need Board approval to hire CHE as our engineer to supervise this work. There will be a pre-dredge survey to see if there has been any movement since last

year. There is a little work to do in the back bay. Bruce O'Connor moved to accept Coast and Harbor Engineering's proposal to provide construction engineering services for the second phase of the dredging project, dated September 10, 2008, in the amount of \$17,900. After a second, there was brief discussion and a unanimous vote to approve. (Funds are in the original budget for this work.)

Events and Fundraising: The rummage committee was overwhelmed by the amount of community support. They raised nearly \$5,200 for the playground equipment.

Governance: Bruce O'Connor reported that the committee had completed the review of the Articles of Incorporation, which are now being reviewed by the Focus group. This was followed by the rewriting of the club bylaws which were first drafted by Special Counsel. That draft was reviewed and rewritten by the committee into what are the restated bylaws. These restated bylaws are consistent with the Articles of Incorporation and are the heart of the committee's final report. Bruce provided the board with hard copies of the current bylaws, the restated bylaws and the committee's final report. Should the board accept the report, it will be presented to a community focus group for their review. Bruce moved to accept the governance committee's report; after a second to the motion, by oral vote, the motion was disapproved and the report was not accepted. Most of the board has not had discussions on the proposed Articles of Incorporation or the Bylaws. The board needs to read these documents and use the next workshop to discuss them. Gary Edin, Chair of the focus group for the Articles of Incorporation, indicated that he wanted his group to finish up on the Articles before moving on to the bylaws, and that, in order to do that, he would like to have a copy of the Feola complaint and the club response so that they can complete their work. Further, Gary asked if there were any compelling reasons for such an extensive rewrite of the Articles. Bill Buegel said he authorized what was thought to be the document the Focus group was asking for. Bill Buegel will call a special board and focus group meeting early in October to review the Articles. The October 2 workshop is scheduled for the board and the focus group to discuss the Articles of Incorporation. Cecile Loitz submitted a minority report for comparison.

Regarding billing for Special Counsel, the club has not received a billing for August. However, we are approaching the ceiling price of the special assessment for their work.

Gene will not write a Public Safety committee charter and that public safety issues may be better addressed by other agencies.

GHAAC: Geno summarized the latest GHAAC meeting. provided comments on the WSF presentation to GHAAC. The Kitsap Sheriff responded to GHAAC requests for enforcement following the criminal activity that occurred on July 4th. The Sheriff requested information from GHAAC regarding Commissioner Bauer's complaint about sign vandals. Geno's observation is that GHAAC executive board has the ear of the Commissioners, that they have effective networking. Gene also asked for more balanced representation by groups and proportional representation. The subject of fire hydrants was deferred to the next meeting. Frank Fox moved to continue with representation and to work toward more proportional representation through involvement in the bylaws that are being rewritten.

Keynotes: The Keynotes deadline is September 22.

Lot Clearing: On Hemlock, there is some lot clearing in progress.

Pool Advisory: A meeting will be called in October (they usually meet twice annually).

Website: Post the committee list on the website.

Unfinished Business:

Shoreline management plantings will be completed soon.

New Business:

Gene moved to extend the closure of the pool to September 19. The motion was approved.

The meeting was adjourned at 9:23pm after it was moved and approved to convene in executive session at 9:30 for fifteen minutes.

Following executive session, the meeting resumed at 9:45. It was moved and seconded to present the proposed revised settlement agreement to the HRC to the pool advisory committee and to request that the pool advisory committee report back with a revised schedule. The motion was approved.

The meeting was adjourned at 9:50pm.

Respectfully submitted,

Dennis Hardin, Secretary

Following the meeting on September 12, various factors relating to difficulty of extending the pool session came to light. Gene canvassed the board which agreed to overturn the motion to extend the pool session.