

RE: OFFICERS & BOARD OF DIRECTORS MEETING OF PORTSMOUTH YACHT CLUB

LOCATION: Portsmouth Yacht Club, Portsmouth, NH.

DATE: September 15, 2005

TIME: 7:02PM

PRESENT: Cmde Jones V/C Clark P/C Young P/C Caruso Capt. Graper Capt. Baime Capt. Pappas Capt. Gebow Capt. Goldberg Treas. Rushforth Sec. Fleming

ABSENT: Capt. Blidberg Capt. McCormack

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Prior to opening the meeting Cmde. Jones introduced Mr. Barry Bush and Capt. Carson. Mr. Barry Bush runs the Pepperrell Cove Diving Service, and Capt. Carson is responsible for the administrative coordination of the PYC Pepperrell Cove Maine moorings for PYC and has worked closely with Mr. Bush in the past. Mr. Bush provided a detailed presentation on the manpower and administrative requirements involved in being able to fully comply with the federal diving regulations. His presentation included highlighting the insurance requirements involved in underwater work. After finishing his presentation Capt. Gebow asked a number of questions regarding the number of men and their participation required to service a mooring, which he noted had resulted in a high cost of service this past year. Mr. Bush noted that his company attempts to be competitively priced and would encourage PYC to seek competitive bids for the servicing of PYC moorings. Cmde Jones thanked Mr. Bush and Capt.. Carson for their presentations.

Cmde. Jones called the meeting to order at 7:21 PM by noting a quorum of the B of D was present.

SECRETARY'S REPORT:

Sec. Fleming began by asking if all members present had received copies of the notes of the August 11TH meeting of the Board of Directors. He then asked for any additional corrections to, or omissions to the report. Sec. Fleming noted that because of the noise from down stairs, he was unable to record a motion made by Capt. Baime, and approved by the Board to have the V/C Clark develop a list of criteria of when and how the launch operators could provide service to the Kittery docks. With no additional comments or correction Capt. Pappas then moved for acceptance of the reports, second, and so voted. The log book contains the written reports.

TREASURER'S REPORT*:

Treas. Rushforth passed out his Treasurer's Report as of 31 August, the report consisted of a Balance Sheet, expenses for the month of August and a budget comparison for the year to date. The report showed operating income to date of \$365,902.00 with total expenses to date of \$312,167.00 leaving a balance of \$53,735.00.

R/C Wright made a motion to have Treas. Rushforth purchase a short term Certificate of deposit (5 months) for access cash allocated for future dock repairs. This was seconded and passed by voice vote. Capt. Gebow made a motion to approve the staff bonuses as outlined by V/C Clark. This also was seconded and approved by voice vote.

After Treas. Rushforth's explanation of cash disbursements by account and no further questions being raised V/C Clark moved that the August report be placed on file for future audit.

REAR COMMODORE'S REPORT*:

R/C Wright reported August closed-out quite successfully from both an attendance & financial perspective despite a little "glitch" you will hear more about below. We've continued with high turn-out numbers at the Weds Nite Dinners with several members bringing guests with thoughts of becoming prospective members as reflected in the series of recent applications. Participation was particularly high for "Special Events" such as the Pappas' Greek Nite followed quickly by the Kisser's Pork BBQ. Both events did extremely well as "total sell-outs" further amplified by a generous flow of cash and good nature bidding competition during the Ladies Committee Auction immediately following the BBQ. (Thanks again to our local antique Shoppe proprietor Charlie Clark for serving as the Auctioneer). Due to threatening weather lotsa thunder & lightning nearby) we canceled the Dinghy Safari but most participants remained for some animated camaraderie at the clubhouse in its place.

Unfortunately the Chinese Buffet, although another complete "sell-out" due especially to the many efforts of the hard-working hosts & serving crew actually lost a few dollars as frankly I had totally forgotten to factor-in the NH 8 % meals tax for "pre-prepared carry out food". My best estimates after we obtain the moneys due from the few last minute "no-show's" are we will likely incur about a \$100 +/- loss. The fault was totally mine & suffice to say a mistake that won't be repeated as a special note will be in the notes passed to my successor on this issue, which arises only when we bring in already fully cooked & prepared "take-out" food.

September to date brings a continuation of very well-supported Wednesday Nite Specials with the Almgren's Tenderloin Dinner yet another complete sell-out with what can only be described as extraordinary generous portions of delicious "everything" from succulent tenderloin of beef with as many as 2nd & 3rd helpings available on request in addition to their sinfully decadent hot fudge sundae dessert.

For the first time in memory we decided to schedule two popular sailing events "back to back" over the same weekend to see if we could enhance interest and total participation. On Sat Sept 10th PYC officially co-sponsored the P/C Dave Mowers Pursuit Race with PSA. The overall event turnout for the race itself was substantial but only about 3 of our own PYC boats participated.

Despite the fact very few non-members returned to the clubhouse for the customary post-race fare of steamed hot dogs & "chowuh" provided by our own sponsoring member Captain Ann Mowers (with appreciated help from several volunteers) a good time was reportedly had by all in attendance, both kibitzers and sailors alike.

This year's second race on Sun Sept 11th, the Thornton Cup, drew no less than 13 PYC boats, most "heavily crewed" resulting in lots of good spirited competition and animated fun. The light air made for a lot of "interesting" match-ups & true sailing skill, knowledge of local currents & especially "strategy" played the major role in the finishing sequence. An enjoyable & fun day indeed. Many thanks to "member-in-waiting" Loren Violette for doing all the computer handicapped scoring for both races; to Dave & Jean Richard, Joe Cunningham, and our ever happily resilient Regatta Chair Dave Reynolds for their two long back-to-back days of hard work. Way to go team, you made it all look so easy and we know from experience it is actually a lot of tedious work. Thank you one and all !!!.

Still to come during September is the sold-out 2nd Lobster Bake tomorrow night, the Challenger's Cup on Sun the 18th, Spanish Nite on Sat. the 24th with live entertainment both for our amusement & dancing pleasure, and of course the traditional long standing Blanche Taccetta Memorial Cribbage Tournament on Sun the 25th.

October brings an end to our "clubhouse centered" season with our Commodore's Chowduh on Sun. the 2nd, Employee Appreciation Nite on Weds the 12th followed by the Gala Closing Night Dinner Dance on Sat the 15th. Your continued support of these events as well as the several upcoming work parties leading to Docks-Out is both solicited and greatly appreciated. Be on watch for future flyers about the Christmas Dinner Dance in Dec. @ Portsmouth Country Club, New Years Brunch @ the Sheraton, & March Dinner @ the Ashworth.

There being no further questions or discussion, P/C Young moved for acceptance of the report as given, seconded, and so voted.

VICE COMMODORE'S REPORT*:

V/C Clark reported the yearly inspection of our fuel system was conducted on 1 September by an official from the State of New Hampshire.

PYC passed the inspection with some noted discrepancies, which have since been corrected by Greenwood Co. A report to the State by Greenwood with copy to PYC is due within 45 days of the inspection date. Reviewing the current regulations clearly shows more rigid regulations and increased responsibility on behalf of both PYC and Greenwood.

Both launches have experienced mechanical problems in the past weeks. Greg Gebow was able to fix the fast launch recently by replacing the spark plugs. However, the small launch developed transmission problems just before Labor Day. Knowing that we need this launch in good working

condition for docks out, I contacted Bob Burnett of Alternative Marine Service. He checked out both launches and fixed the transmission on the small launch. The transmission needed minor adjustment, but the real reasons for the problem we were having were: Transmission oil level too high (way above full mark on dip stick) and transmission oil too heavy. Drained and replaced with correct oil. Also, the small launch needs a new water pump and the water injection elbow leaks. Parts ordered. Anticipate work to be accomplished by end of this week.

Club closing schedule:

The following schedule for closing the PYC clubhouse will be published in the October newsletter:

08 October - First working party. Club members prepare to remove boats from slips.

15 October - Second working party. All boats must be removed from pier and slips. Fuel dock closed.

22 October - Docks out. Muster at 1100. High tide is at 1530. Lunch at 1200. Commence work at 1300. Members clean out lockers.

24 October - Clubhouse officially closed. Winter locks on door. Work continues to shut off water, etc.

The storm damage to the seawall in front of the shed has been repaired. We still have to fill in the section of the driveway next to the seawall prior to docks out. This work should be completed by the end of September.

Contacted NH. Bureau of Weights and Measures regarding our posted license, which expired on 31 July '05. In the past there has been an automatic inspection and relicensing system. Was informed that they are understaffed, and for us not to worry about it. They will get to us as they can, or will send us a new license in the mail. Until then continue to operate as usual.

There being no further questions or discussion, Capt. Pappas moved for acceptance of the report as given, seconded, and so voted.

COMMODORE'S REPORT*:

Comde. Jones reported the following applications for membership have been received and sent to the Membership Committee for consideration:

William Carroll Sponsored by Capt. Appleton & Capt. Wilson Marina

Kalergis Sponsored by Reinstatement

Stuart Levenson Sponsored by Capt. B. Wilich & B Stevens

Comde Jones commented that this meeting would be his last full meeting with this Board of Directors he he wanted to say a few words.

He commented that in general, he felt that the year 2005 was a

successful one for the Club and the Board of Directors. We have had many long meetings and covered many topics. I want to thank you for sticking it out during those hot nights in the Whaleback Room until we had completed our agenda. On most occasions we were able to discuss and find a solution to the problem. We did not leave many items that were on the agenda on the table. Portsmouth Yacht Club has been fortunate to have selected this fine group of people to oversee their investment.

I could go on and on but I really just want to say Thank You! It has been an enlightening experience and I have enjoyed working with this Board of Directors and the many other members of Portsmouth Yacht Club this past year. Good Luck to all of you in 2006. (A round of applause followed)

There being no further questions or discussion, V/C Clark moved for acceptance of the report as given, seconded, and so voted.

CURRENT BUSINESS*

Comde. Jones opened discussion for any current business to be brought before the Board of Directors.

P/C Caruso passed out a sample format which he has developed to index the motions passed in the passed 10 years. The title shows "Historical Meeting Minutes" with the the following columns of information:

Date Motion Request/or Action Comments Responsible Status

P/C Caruso went on to say he could summarize each motion from the notes of Sec. Fleming as his 2005 formatted showed. The board agreed with the format and asked P/C Caruso to continue with the motion history index he has developed. Sec. Fleming asked P/C Caruso to develop the indexing in Excel rather than access as most members can read excel. P/C Caruso agreed.

Comde. Jones passed out the recommendation from the Board of Directors and the Membership Committee received from P/C Tom Young, P/C Irving Grout, P/C Peter Corson.

The following is a list of club members desiring to serve on the PYC Board of Directors and Membership Committee. The list is split into (3) three parts. Part (1) one is the list of names that the Nominating Committee recommends be placed on the ballot for election to the board of directors. Part (2) two are members who indicated they are interested in running for the board as well and met the 15th of August deadline and submitted their resumes. Part (3) three are the members the nominating committee recommends for the membership committee.

Board of Directors PART (1) ONE;

Captain Robert Baime 2nd term 1st year

Bob has been a member since 1995, he a very experienced and active sailor at PYC. In addition Bob is a member of the Blue Water Sailing Club and the Bird Key Yacht Club.

Bob has been very active in all aspects of the Club including the following. Social Committee 2001-2004, Vision Committee 2002-2003, Rear Commodore 2004, Board of Directors 2004-2005

Captain Greg Gebow 2nd term 1st year

Greg has been a member of the Portsmouth Yacht club since 1976 and was elected a director in 2003. Debby and he are also members of the Ocean Cruising Club and he has had the good fortune to be elected to the membership of the Cruising Club of America. He was honored to be the first chairman of a committee to oppose the industrialization of Hart's Cove, New Castle by UNH/NOAA.

Captain Joseph Cunningham 1st term 1st year

Joe has been actively involved in sail racing since joining PYC; he has served as our liaison to PSA as well as on our Regatta Committee for several years and this past year voluntarily stepped-up and took-on the functions of Regatta Chairman during the untimely illness of our long-standing Chairman, Dave Reynolds. Joe is also the primary insurance agent for PYC representing our interests.

Captain Robert Blanchard 1st term 1st year

Bob has been a very active member having served on the board of directors and as Rear Commodore. He has also been on the social committee for 9 years. In addition he was on the Membership committee and the House and Docks committee. He has been a member since 1994.

Captain Richard French 1st term 1st year

Dick has been a member since 2000. He is the past Commander of the Portsmouth Power Squadron. He is the recipient of awards from the Mayor of Portsmouth, the Challengers Cup and District 19 Chapman's for excellence in teaching boating safety. Dick brings many years of boating experience to PYC.

P/C Allen Williams 1st term 1st year

Allen has served on the board twice in the past. He served the club by going up through the chairs and becoming Commodore in 1991. He is a very active sailor and has been a member since 1987.

PART (2) TWO

Captain Ken Roberts 1st term 1st year

Portsmouth Yacht Club Experience - Re-Joined PYC approximately 1993 after absence of 15 years. Then managed the PYC Ships Store for four years. Served as Editor of the 1998 Centennial Yearbook. As Historian for past four or five years, keep a photographic record of Club activities year-round, and post many of these photos on the website. Enthusiastic participant in nearly all Club activities, including the Annual Cruise, the Wednesday Night Dinners, the Lobster Bakes and other

special events, helping a bit at the work parties, and enjoying many casual days and evenings on the porches of PYC with other members. Past Commodore Pepperrell Cove Yacht Club.

Captain Tom Dudley 1st term 1st year

Member of PYC since 1997. Tom is a very experienced blue water sailor. He has been active in the following clubs - The Kittery Point Yacht Club as Treasurer and taught junior sailing and in the Great Bay Yacht Club as Treasurer. In addition he is a member of the Lake Sunapee Yacht Club

Captain David Wajda 1st term 1st year

As a Director, I will serve to the best of my abilities to provide open communication, guidance and direction for future projects and projects in progress, namely docks, piers and deckhouse. My background with facility inspections would be beneficial in the planning and development

for those projects. I live in Rye and work in Portsmouth, both within ten minutes of the PYC. I have been associated with the PYC since 1999; attended all social functions and volunteered for special dinners and work parties and currently have time available to serve PYC.

Captain Richard Weaver 1st term 1st year

PYC Member since 1993

My boating interest started in 1973 with the purchase of an O'Day day sailor. My wife and I now enjoy the water on our Grady-White 22

Seafarer

moored in a slip at PYC. We have enjoyed many Wednesday night dinners and weekends at the club. I believe now is a good time to volunteer my time helping to secure the future of the club. I would like to serve PYC

as a member of its board and with this document I submit my name for consideration.

- Annually attend the docks in/out work parties
 - Support the many Wednesday night dinners
 - Attend the annual PYC meetings to vote on new agendas.
- Attend specially called meetings to vote on critical club issues; pier refurbish project.

PART (3) THREE - Membership Committee.

P/C George Kinser, Capt. William Mac Hardy, Capt. Roy Alonzo, Capt. Mark Roy

After general discussion the Board agreed to forward the list of candidates to the general membership as recommended by the committee with the Boards understanding any member having submitted their name for consideration to be elected to the committee prior to August 15th of the election period not recommended by the committee could be nominated for election from the floor and be voted on. This met with the approval of the Board.

Comde Jones read the recommendations of the Constitution and By-Laws Committee they are as follows:

ARTICLE X - Section 2

The name and residence of any person desiring to join the Club must be presented and endorsed by two members of the Club, to the Secretary, who shall mark the date, time and numerical order of receipt on the application and forward it to the Membership Committee. Prior to voting on prospective candidates, the Membership Committee will ensure that the candidate's name has been included in a mailing to Club members. During the Club season, (May 1 to October 15), posting of the candidates name on the Club bulletin board(s) for thirty (30) days shall be considered sufficient notice. Additionally, the Membership Committee shall arrange for an interview with, the candidate and sponsors. When the above requirements have been completed, the Membership Committee shall vote upon each candidate proposed for membership separately, by ballot. The Membership Committee shall consider the applications in the order of their receipt; except those of resigned members in good standing, which shall be considered before new applications. The Membership Committee shall vote upon the name of each candidate proposed separately by ballot. No applicant shall be elected against whose election objection shall be made by any three members of the club to the committee.

All applications for membership shall be made on the approved application form, obtainable from a sponsor, which shall be properly filled out and delivered to the Secretary, accompanied by the current application fee. Any applicant must attend at least one (1) Function or any two (2) Wednesday Dinners with their sponsors, meet as many of the Membership Committee, Flag Officers, and members of the Board of Directors, that are present and be introduced as guests before an application for membership may be submitted.

Only a member in "Good Standing" and who has been a member of the Club for two (2) or more years is qualified to sponsor a new member.

ARTICLE XI: Section 10

In joining the Club an applicant agrees to abide by the Constitution, By-Laws, and House Rules of the Club. The new member must attend and complete the Club "Orientation Tour" before receiving their key to the Club.

ARTICLE XI Section 12 Life Member:

Definition of a Life member (Change and additional wording in darker letters)

A person elected to Life membership shall enjoy all of the privileges of the Club with the exception of holding elective office or voting for monetary issues. A Life Member will have been a dues paying member and shall not be required to pay dues. The spouse of a deceased Life member shall hold the membership under the same terms as any Life Member.

Article XII Dues and Fees (Changes and additional wording in dark letters)

Change in wording - The following is a schedule of dues and fees currently in effect. These ` may be changed by an affirmative vote by two thirds of the members present at an Annual Meeting. Application Fee \$500.00 must accompany the application for membership; to be returned if the application is not accepted. The Application Fee is refundable only if the Application is rejected.

Change In Wording - Annual Dues (\$550.00) Shall be payable on the first day of January. Any member whose dues remain unpaid on March 1 shall be expelled without further notice. Dues shall be prorated by fifty percent when an applicant is accepted for membership after 1 August of the current year.

The board accepted the recommendations of the Committee and by voice vote approved passing the changes on the general membership to be voted on by voice vote.

Cmde Jones opened discussion on providing launch service to various locations and pick up points within the harbor. After general discussion this item was tabled for future discussion.

Capt. Baime made a motion to increase the mooring fees and slip fees by fifty percent (50%) for the 2006 season after general discussion this was second and approved by voice vote.

NEW BUSINESS:

V/C Jones asked for any new business to be brought before the Board of Director.

Capt. Gebow opened discussion on the presentation made by Brian Bush on the performance of the mooring service this past year. R/C Wright noted that there were many differences in the OHSA diving rules. After general discussion this item was tabled for future discussion.

Cmde Jones called for a meeting on October 13th at PYC to review the agenda presentation to the general membership at the annual meeting.

There being no additional new business Cmde. Jones announced the next meeting of the Board of Directors will be held on November 10th starting at 7:00 PM at the Community Development Service office at 195 Hanover Street, Suite 40 Parade Mall, Portsmouth, NH., 03801. This meeting adjourned at 9:35PM.

William F. Fleming
Secretary

*report/memo placed on file