

PORTSMOUTH YACHT CLUB
MINUTES OF BOARD OF DIRECTORS' MEETING
THURSDAY, SEPT. 13, 2007
AT PORTSMOUTH YACHT CLUB

Rev. 1

(Approved at Board of Directors' Special Meeting of October 27, 2007)

PRESENT: Cmde. Blanchard, V/C Adams, Directors Cunningham, Dionne, Gebow, Graper, Pappas, P/C Williams, Dir/Secy Roberts

NOT PRESENT: R/C Wajda, Treasurer Rushforth

Secretary Roberts having advised that a quorum was present, Cmde Blanchard called the meeting to order at 7:00 pm.

MINUTES OF BOD MEETING OF AUGUST 9, 2007

After discussion, it was MSP to accept the minutes as presented, and to publish them on the website and in the secure bulletin board.

TREASURER'S REPORT

Treasurer Rushforth had left copies of his report for distribution at the BOD meeting, and they are included in these minutes by reference. They are summarized as follows:

Balance Sheet

Total cash, \$200,179.00; Last month \$213,127.00

Mortgage principal balance \$82,525.00

Accounts receivable: Members need to pay for no-show functions

Revenue & Expense Statement

There are still 5 dinghy spaces available

Total fuel sales running behind last year's rate, but margins look OK

Through August:

Diesel '06 \$87,873.00 Diesel '07 \$57,691

Gas '06 \$115,225.00 Gas '07 \$88,253.00

Total operating expenses through August approximately 10% higher than last year

'06 \$115,102.00 '07 \$128,573.00

Mooring maintenance, fuel system maintenance, and general supplies are a few examples of increased spending categories.

Net increase (profit) through August is \$99,003.00

Many thanks to Tim Driscoll for preparing the federal and state tax returns again this year. His service to the PYC in this function is greatly appreciated.

After discussion, it was MSP to accept the Treasurer's Report, and place it on file subject to audit.

REAR COMMODORE'S REPORT, by DR/C Arthur Dionne

We have all survived another season safely – no injuries or accidents. Many staff members have returned to college or high school but we are still open and operating. Our hours are now Monday thru Thursday (8:00 am to 5:00 pm) and Friday through Sunday (8:00 am to sunset)

The launches had a tough season – both required major work. The fast launch had its steering hydraulics replaced this past week – cost of the part was \$500.00 and the bill for labor has not been received. The slow launch had its transmission rebuilt – cost for machining (Mack Boring) was \$1,155.00 - Great Bay provided the service. Thanks to

REAR COMMODORE'S REPORT, cont.

Capt. Jefferson for removing and replacing the unit that saved the PYC some money. Please note – our launches receive more usage in a month than some boats do in their lifetime, so maintenance is extremely important.

The House and Docks Committee will be meeting soon to plan for Docks Out – perhaps Sept. 20th or 27th. If anyone is interested or knows of anyone interested in becoming a member of the H&D Committee, please call Art Dionne or myself.

A meeting has been scheduled with Custom Floats (Thursday, 9/13) to help plan for new floats for the coming years. A determination will be made as to the best course of action and then brought to the BOD for discussion.

I have received two bids to have a new roof put on PYC – this could be accomplished prior to Docks Out or after, according to both companies. Both also anticipated 4-5 days to accomplish stripping the roof and applying new 30-year shingles and a rubber roof (right side of the main building and the boiler room). Because I cannot attend this BOD meeting, I would lean to the bid by G&L (\$13,500) – he was recommended by a club member and has done numerous homes in New Castle. The other bid was from M.J. Murphy and Sons (\$17,315).

I have provided recommendations for staff bonuses for 2007 for BOD approval.

It was MSP to accept the Rear Commodore's report.

In further discussions with AR/C Dionne, it was stated that a third company may quote on the roof repair, and that there remain some questions to be answered by G&L as to the type of rubber membrane they quoted on. After further discussion it was MSP to authorize the Rear Commodore to enter into a contract for roof repair with the contractor selected at the discretion of the Rear Commodore, at a price not to exceed \$20,000.00.

AR/C Dionne reported that a letter of reprimand had been written to one member who was observed using the PYC facilities for commercial activities.

AR/C Dionne initiated a discussion regarding certain personnel policies for our staff. After further discussion, it was MSP to table the topic pending further investigation.

VICE COMMODORE'S REPORT, V/C Jackie Adams

About 650 members attended events in August, our busiest month so far this year. It began with the Ed Wright, Ray Adams and Dave Wajda team doing a Hamburger cookout, then Alonzo's chicken BBQ, the Kinser's Southern BBQ, three Wed night dinners, and the Past Commodore's Cocktail Party, then include a dinghy safari and the great Ladies' Committee auction with Charlie Clark and it was a very full month! The last newsletter article asking for member thoughts on announcements and 'colors' produced one response about announcements and 12 times that many about colors. Of the dozen or so responses, about 1/3 said don't do them, the others were a good range (some very forcible) of keep the practice. Suggestions given by those members and observation of how it is done at two other YC's, led to slight change in how we do colors. We have begun to signal colors at 6:50 by 4 bells, the side flags have already been taken down by staff, cannon is fired at far end of dock (that was a big complaint from folks with hearing aids, or sensitive hearing), right now flag is being lowered and folded by two members.

The added benefit has been that without any further announcements members are coming in and sitting for dinner. I think despite some rather intense emails and comments, members were listened to and a good compromise was reached.

VICE COMMODORE'S REPORT, cont.

Thanks to those members and their teams, already mentioned, who cooked us some great dinners and to our hosts this month Earle and Roger Wells and Mark and Becky Roy also, Dan and Barb Nicholson.

A special thanks to Lynn Joslyn, Charlie Clark and the auction team and to Ellen Blanchard for her flower arrangements.

After discussion, it was MSP to accept the Vice Commodore's report.

COMMODORE'S REPORT, Cmde. Rob Blanchard

The Membership Committee will be interviewing two new applicants for family memberships pending a mutually agreeable meeting time. The Committee is still waiting for verification, from sponsors, that two applicants have met the participation guidelines.

Applications for membership have been received from the following:

Christine McGill is a local retailer from Rye, NH. She is an avid kayaker with a lifetime of boating experience. She is sponsored by Capts. Jeff Gordon and Phillip Crawford.

Elizabeth Stern is a nurse at Portsmouth Regional Hospital and lives in Hampton, NH. Although presently a non-owner, she has owned a boat for 40 years. She is sponsored by Capts. George Sigalos and Thomas Hackett.

Donald L. Stevens is a Scuba Diver from Rye, NH. He has spent the last 45 years on and under the ocean, and owns a 44' classic powerboat. He is sponsored by P/C George Kinser and Capt. Henry Marcuri.

Interviews of the latter three applicants will be scheduled when participation guidelines have been met.

Letters have been received from the following:

Maggie Barrett. Maggie is a UNH graduate who has been accepted as a volunteer to spend time in Thailand through a non-profit organization called Cross-Cultural Solutions. She was soliciting donations from area businesses to help support her participation in the program. I responded to her request, stating that as a non-profit organization ourselves, we reluctantly have to decline sponsoring hers and other's similar requests, but wished her success in obtaining funding for what appears to be a commendable venture.

Ted Gray. Ted commented on two items in the September Newsletter. 1. He did not think that it should be necessary to remind folks about the reservation policy. 2. He supports continuation of firing the cannon during colors.

Michael Rademacher and Annie Schwab. As part of the home construction project they have planned at 77 Piscataqua Street, they are informing PYC that a permit has been submitted for demolition to the New Castle Building Department. They invite any questions regarding any aspect of the proposed project.

Officer in Charge, USGA Station. An invitation to participate in the Change of Command Ceremony at which Senior Chief Boatswain's Mate William H. Lindsay will be relieved by Chief Boatswain's Mate John M. Roberts. Secy Roberts was asked to provide a letter inviting Chief Roberts as an Honorary Member of PYC.

The Small Family Members: Len, Jackie, Skip, Bev. Thank you note for PYC's gift to the ALS Foundation in memory of Marie Small.

Jo Ann St. Pierre, Executive Director, The ALS Association. Also thanking PYC for the contribution in Marie Small's name to the ALS Association.

OLD BUSINESS

1. Capt. Ken Blades. It was noted that there had been no response to the letter sent to Capt. Blades offering one-week's free use of Slip "O" to determine whether there is sufficient water in this, the only slip in which a boat of his size might fit. Should Slip "O" become available, Capt. Scales would have first refusal.

2. Piscataqua Sailing Assn. (PSA). Capt. Cunningham reported that the PSA had recently met at our facilities for the third and final time this year, and that again there were no complaints from our members or staff.

NEW BUSINESS

1. Revised membership application form. Secy. Roberts suggested that the application form be revised to specifically provide the options of single membership vs. family membership. Also, to add space for email address, coupled with a yes or no as to whether this address may be publicized to the membership as a whole – for instance in the Membership Directory. This was agreed by the BOD, and Secy. Roberts was asked to prepare a draft for review by the BOD.

2. Const./By-Laws Committee recommendations re: Life Membership Requirements. After much discussion, it was the consensus of the BOD that the proposed changes left many unanswered questions, and that for the time being we should continue under the present ground rules regarding nominations for Life Membership. It was moved, seconded and unanimously passed that the proposal be returned to that committee for further consideration and clarifications.

3. Report of the Nominating Committee. Following considerable discussion, it was MSP to accept the recommendations of the Nominating Committee, and place the following names in nomination at the Annual Meeting, October 18, 2007:

For Board of Directors, 3 Four-Year Terms, 1 Three-Year Term as Replacement Director, and 1 One-Year Term as Replacement Director:

Capt. Frederick Gray, Jr.
Capt. Robert A. Jaquith
Capt. William M. Kennedy
Capt. Glenn Michael
Capt. Roger Wells

After discussion, it was agreed that in the future the BOD should ask the Nominating Committee to provide, with their nominations, a bio for each person and a brief statement as to why this person would be beneficial to PYC as a member of the BOD. This would resolve the current issue that not all nominees were known by all members of the BOD.

For Membership Committee, 4 Two-Year Second Terms of Incumbents:

Capt. Roy Alonzo
P/C George Kinser
Capt. William MacHardy
Capt. Mark Roy

It was noted by the Nomination Committee that our Constitution/By-Laws require the election of two persons each year, for a two-year term, and that we are now in violation of that requirement. The committee reported that P/C Kinser and Capt. Mark Roy have each agreed to resign after one year of their second term, if elected, thus permitting us to get into the proper sequence by adding two new members next year. An amendment to the Constitution/By-Laws may be required next year to cover this unique situation.

Secy Roberts was instructed to write a letter to each of the five BOD nominees, and to any self-nominees who have advised us of their interest before the 30-day deadline, inviting them to submit a bio and photo for posting on a board to be placed in the entrance lobby.

4. ARRANGEMENTS FOR THE ANNUAL MEETING, OCTOBER 18, 2007

Seating It was agreed that most couples would prefer to sit together, rather than our recent practice of segregating only the voting members in the reserved voting section of the room. To accommodate this, a colored "flag" will be provided each voting member as they sign in, and the vote will occur by a show of flags.

Ballots It was agreed that for any ballots the names would be presented in alphabetical order, and not separated by the source of the nominations, eg from the Nominating Committee, or self-nominated. Nominations from the floor, if any, would be written in by the voter in spaces provided.

BOD Election Procedure It was agreed that this year we have a situation not specifically covered by the Constitution/By-Laws, in that we have at one time openings for one three-year Replacement Director, and one one-year Replacement Director, as well as the three positions for four-year Director. After discussion of a variety of alternative approaches, it was MSP to propose at the Annual Meeting an amendment to the By-Laws, Article 1, Section 5, as follows:

If replacement directors must be elected at the annual meeting, in addition to the three, four-year term directors, then the three nominees receiving the most votes are elected to the four-year terms, and the next highest vote recipient shall fill the vacancy with the longest term, and so continuing in a similar manner until all vacancies are filled.

It was agreed that this amendment would be proposed before the vote of BOD members, to become effective immediately. After further discussions it was agreed that should there be one or more tie votes affecting the assignment of terms, then the tie(s) would be broken by a separate ballot, which shall be available at the annual meeting in case they are needed.

It was further agreed that the secretary shall write to each candidate advising of this intention, and offering the opportunity to opt out if they did not agree with this solution.

There being no further business at this time, it was MSP to adjourn, and the meeting was adjourned by Cmde. Blanchard at 9:05pm.

Respectfully submitted,

Kenneth P. Roberts,
Secretary

