

**PORTSMOUTH YACHT CLUB**  
**MINUTES OF BOARD OF DIRECTORS' MEETING**  
**THURSDAY, NOVEMBER 13, 2008**  
**AT PORTSMOUTH PUBLIC LIBRARY**  
*Approved at BOD Meeting of December 11, 2008*

PRESENT: Comm. Adams, V/C Wajda, R/C Dionne, Capts. Clement, Cunningham, Gingras, Hefferan, Kennedy, MacHardy, P/C Williams, Treas. Rushforth, Secy. Roberts, Asst. Secy. Carnick

NOT PRESENT: Capts. Leto, Michael

There being a quorum present, Comm. Adams called the meeting to order at 7:00 pm.

As a first order of business, Comm. Adams welcomed the three new members of the Board: Capts. Chris Clement, Tim Hefferan, and Bill MacHardy. Secy. Roberts introduced Capt. Carole Carnick, who with the Board's approval, will be serving temporarily as Asst. Secretary for the 2009 season, while preparing to take over as Secretary for the 2010 season.

Comm. Adams explained that we would go through the usual reports, and Old Business, and then as the first item in New Business we will hold the election of the new flag officers, at which time she will turn the meeting over to the new Commodore.

MINUTES OF BOARD MEETING OF SEPTEMBER 11, 2008 Secy. Roberts

After discussion, it was MSP to accept the minutes of the Board Meeting of Sept. 11, 2008, and to post them on the website.

TREASURER'S REPORT, Treas. Bill Rushforth

Notes to October 31, 2008 Financial Statements

Balance Sheet

Total cash \$147,066. Last year \$150,413.

Mortgage principal balance \$63,315.

Accounts receivable all current

Revenue & Expense Statement

Total fuel sales gross margin similar to last year

This year \$17,580.

Last year \$17,900

Total operating expenses through October on a par with last year

2007 \$167,495 2008 \$164,854.

In general, the costs of running the club understandably increased over the prior year.

We experienced price increases in most categories primarily due to fuel surcharges.

However, with some thrifty management and good volunteerism, we held the operating expenses to a reasonable level without suffering any set-back in services. The only function that we may have been a little light on was the absence of dock staff at the end of the season, but members helped out with the dock and launch tasks. On the up side, we did save \$4500. in payroll cost as a result of staff leaving early for school.

Net increase (profit) through October is \$61,993.

After discussion, it was MSP to accept the Treasurer's Report, subject to audit. The complete Balance Sheet and Comparison to Budget and Last Year as of October 31, 2008, is included herein by reference.

#### REAR COMMODORE'S REPORT, R/C Art Dionne

As I am sure you are all aware, the club has been closed for the winter. The October work party went very smoothly; however, Docks Out gave rise to some difficulty as four docks fell apart on removal by the crane. Through the efforts of Capt. Almgren and Capt. Gebow three of the four docks have already been repaired. The fourth dock will be repaired as soon as Custom Floats picks up Dock #8 for re-configuration at their facility. While both events did not draw a large number of members, the members that took part in each event did a lot of work in a minimum amount of time.

Items of interest:

1. Docks – We have signed a contract with Custom Flat Services and sent them a check for \$8,352.00 as a down payment for the replacement of the six finger docks on the down-river side of the pier. In view of Henry Marcuri's illness I will monitor the progress of our dock replacement plans.
2. Docks In/Docks Out – Pending a further check of the tides, Docks In will be on May 9, 2009, with work parties on April 2 and May 2, 2009, and Docks Out will be on October 31, 2009.
3. Our plans to reconfigure the parking lot and the seawall by the shed are still ongoing. Duncan Mellor has advised me that things are being held up by NH Fish & Game due to concerns about anadromous fish passage. As soon as they give their clearance our application will be filed. I will monitor the progress of these projects.
4. I have sent a letter to Wil-Burt company requesting a quote for 6 additional Ensign Power Pedestals. I have not yet received a response.
5. On Tuesday I met with Wayne Mulligan of Tri State Fire Protection, LLC at PYC in order to obtain a quote for installing a fire suppression system in the kitchen over the stove. I have received a quote from Tri State and it is for \$2,333.00; however, two additional quotes are needed for a control valve and wiring into our alarm system. I will get these as soon as possible.
6. Clubhouse – Inspection of the clubhouse will be made monthly during the off-season.
7. All PYC moorings have been winterized.

After discussion, it was MSP to accept the Rear Commodore's Report.

#### VICE COMMODORE'S REPORT, V/C Dave Wajda

Everything is scheduled for the rest of the year, with the Holiday Dinner- Dance scheduled for the Portsmouth Country Club and the New Years Brunch at the Breakfast Hill Country Club. I want to thank everybody who has helped me out with the many successful events of the year.

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

#### COMMODORE'S REPORT, Comm. Jackie Adams

Thank you to the Board of Directors for your support through the year and to V/C David Wajda and R/C Art Dionne for the many hours they have dedicated to assuring the smooth running of Club and Social functions. A special thank you to Ken Roberts, our Secretary and to Bill Rushforth, our Treasurer; it was great working with you both.

Welcome to new Board members Capts. Chris Clement, Tim Hefferan and Bill MacHardy.

## COMMODORE'S REPORT, cont.

Membership Committee Report: In October, the Membership Committee interviewed Jack Howarth and Denise Moretti with their sponsor Capt. Tony Young; Phil & Meg Cavanaugh with their sponsor Capt. John Harrigan; and Justin Gray with his sponsors Capt. Ted Gray and P/C Ed Wright. The Committee voted to recommend all applicants to the Board for admission to PYC. We now have 11 applicants on the waiting list with 4 additional candidates to be interviewed.

In addition, two new applications, that have met the requirements, have been received. Stephen Demarais of Hampton, a financial advisor, is being sponsored by Capts. Sullivan and Jelmberg. Susan Hills and Michael Walzak of North Hampton, sponsored by Capts. Church and Peters are applying for a family membership. They have two children, Emily (11) and Samuel (8).

Many thanks to outgoing Membership committee members P/C George Kinser and Capt. Bill MacHardy and welcome to new members Capts. Lynn Joslyn and Jim Jelmberg.

We also want to welcome our newest member, born to Kirsten & Joe Cunningham on 10/29 at 6:29 PM, beautiful Cheryl Elizabeth, 7lbs.5 oz. Congratulations!

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

## OLD BUSINESS

1. New Steward & Dockmaster. Comm. Adams asked for a review of where we stood in the search for a new Steward and Dockmaster. In further discussion, it was agreed that the Board needs to address whether to have a Steward and a Dockmaster, or instead of a Dockmaster, revise that position as an Asst. Steward. Either way, the job descriptions need to be updated. Ads should be placed immediately in local newspapers, and notification given to the two maritime academies and to nearby colleges, so we may test the waters and see what might be out there. The possibility of eventually hiring a year-round person was again discussed briefly, and it was agreed that this would constitute a major change in our procedures, which requires much thought. It was agreed that this would not be addressed at this time.

2. Contract for Slip Occupants. R/C Dionne pointed out that although we require the four mooring renters to sign a contract each year, there is no such requirement for slip renters, and he believes that there should be, in order to protect the Club's interests. He has drawn up a proposed contract for slip renters which closely follows the existing contract for moorings except for the addition of a provision to the effect that the Club shall not be liable for any damage occurring to the slip renter's vessel as it enters, leaves, or remains in, the slip. In discussion, it was agreed that the House Rules should be revised to reflect this provision. After further discussion, it was MSP to authorize the Rear Commodore to initiate a contract to be signed each year by the renter and a Club representative, to be mailed out with the annual dues notice, and to be signed by the renter and returned with the payment for the slip.

3. Publishing of House Rules. Secy. Roberts asked for the guidance of the Board as to whether the House Rules should stand alone, as present practice, or should be published in the same document as the Constitution and By-Laws, as had been done for many past years. Capt. Gingras noted that the most useful configuration would be to include the House Rules in the Member Roster, because this document is distributed to members every year, and is kept handy by members for ready reference. Secy. Roberts noted that the Roster right now is at the maximum number of pages that can be handled by copy centers. Many more pages, and our only option is to go to a regular printer, for which the quotes this year and last, were substantially more. Also, right now it is just barely under the ¼" maximum thickness allowed for bulk mail. Any thicker, and we would have to mail it first-class, again at a substantial increase in cost.

It was the consensus of the Board that the House Rules should be published with the Constitution and By-Laws.

OLD BUSINESS, cont.

4. BOARD PARTICIPATION BY TELEPHONE. Comm. Adams said she wanted to clarify whether it was permissible for a Board Member to participate in a regular Board meeting by telephone. Comm. Adams explained that when queried a year or so ago, the Constitution and By-Laws Committee advised that the Board could decide in each case whether to allow such participation by a Board member *in absentia*, but it could only be allowed if all members present at the meeting were in communication with the absent member at all times, as in a conference call. Polling of members, one-by-one by telephone, is not permitted as part of a Board meeting. Arrangements for a conference call would have to be made on a case-by- case basis.

NEW BUSINESS

1. Election of Flag Officers Commodore Adams announced that the first order of business would be the election of Commodore, Vice Commodore and Rear Commodore for the 2009 Season.

A. Rear Commodore A motion was made by R/C Dionne and seconded by V/C Wajda to nominate Capt. Chris Clement for the position of Rear Commodore for the 2009 season. There being no other nominations, Comm. Adams closed the nominations and asked for a voice vote. The vote, with Capt. Clement abstaining, was unanimous in favor of electing Capt. Clement as Rear Commodore.

B. Vice Commodore A motion was made by V/C Wajda and seconded by Capt. MacHardy to nominate R/C Art Dionne for the position of Vice Commodore for the 2009 season. There being no other nominations, Comm. Adams closed the nominations and asked for a voice vote. The vote, with R/C Dionne abstaining, was unanimous in favor of electing R/C Dionne as Vice Commodore.

C. Commodore A motion was made by V/C Dionne and seconded by P/C Williams, to nominate V/C Dave Wajda for the position of Commodore for the 2009 season. There being no other nominations, Comm. Adams closed the nominations and asked for a voice vote. The vote, with V/C Wajda abstaining, was unanimous in favor of electing V/C Wajda as Commodore.

P/C Adams congratulated the new Flag Officers, thanked all of the Board for their assistance this year, and passed the gavel over to Commodore Wajda.

2. Facilities Use by Children of Members P/C Adams expressed a need for the Board to clarify under what conditions a child of a member may be left at the Club without a parent, and under what conditions a child of a member may, alone or with friends, take the launch out to the parents' boat when the parents are not aboard. She cited one occasion where the staff had denied a group of young people the use of the club without parental supervision, and another occasion when a young person, alone, was denied a ride out to the parents' boat when there was no parent aboard. In each case, this was a judgment call by a staff member, not supported by a specific Club rule.

There was a discussion of just how the club may be "child-friendly" while at the same time insuring that unsupervised children are kept safe and that they do not interfere with the pleasure of other Club members. Among alternatives discussed was a general rule that children under 12 must be accompanied by a parent while at the Club. Regarding unsupervised use of the launch, it was suggested that for ages below 16, a parents' release might be required with the payment of the launch fee, and that if an under-16 child wanted to take friends out on the launch a specific OK by a parent would be required in each instance. This matter was tabled, to be further addressed at a later time.

There being no further business to be addressed at this time, a motion to adjourn was moved, seconded and passed. Comm. Wajda adjourned the meeting at approx. 8:20 pm.

**NEXT MEETING THURSDAY DECEMBER 11, 2008 AT 6:00 pm  
AT AXEL JOHNSON CENTER, NEWINGTON, FOLLOWED BY  
POTLUCK HOLIDAY DINNER PARTY**

Respectfully submitted,

Kenneth P. Roberts, Secy

