

**PORTSMOUTH YACHT CLUB**

**MINUTES OF BOARD OF DIRECTORS MEETING  
THURSDAY, April 8, 2010  
AT ONE SKY, PORTSMOUTH, NH  
Version 3**

**PRESENT:** Comm. Dionne, V/C Leto, R/C Weller, DV/C Kemen, P/C Adams, P/C Courteau, Capts. Clement, Gingras, Hefferan, Kennedy, Secretary Cartnick

**NOT PRESENT:** Treasurer Rushforth, Capts. MacHardy and Michael

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

**SECRETARY'S REPORT**

Secretary Cartnick handed out minutes of the March 11, 2010 Board of Directors meeting. It was MSP to accept the minutes of the meeting and to post them on the website and on the secure bulletin board.

A list of applicants waiting for membership was provided. We have 7 applications on the Wait List and 2 applicants awaiting interviews by the Membership Committee.

**TREASURER'S REPORT**

Because the Treasurer was not present, there is no report to include in the minutes.

**REVIEW OF PYC INSURANCE, Capt. Joe Cunningham**

Capt. Cunningham provided a review of PYC insurance coverage. Included in his discussion were the following topics:

- Director and Officer insurance
- Blanket coverage on the building (Capt. Cunningham advised the assessment of clubhouse antiques)
- Crime and Fidelity coverage
- Liability for dinghies
- Coverage for fuel spills
- General Liability, including aggregate and umbrella amounts
- Marine operators' legal liability (piers, docks, wharfs, boats adrift)
- Coverage for launches
- Flood coverage
- Ice coverage (not included)
- Premium amounts and how they are calculated

The Board was very appreciative of the in-depth discussion by Capt. Cunningham. Following discussion, Capt. Cunningham concluded and left the meeting.

**REAR COMMODORE'S REPORT, R/C Weller**

Our March dinner at the Ashworth was attended by 79 members and guests. Jinny Burgess and the Ashworth staff put together a buffet that was both excellent and plentiful. Nancy Gulley and Fran Mallon assisted Jinny in the planning and took over her duties on the night of the dinner as she was not able to attend. We all enjoyed David Buckman's adventure cruising in a 19' boat. Many members purchased a copy of David's new book Bucking the Tide. Jinny arranged for David to be presented with a gift of Portsmouth Yacht Club cocktail glasses in appreciation.

Planning is underway for the opening dinner dance. The "SOS Group" met with our new caterer, Julie Dunphey and chose a menu. The price for the dinner dance will be \$49 this year, up \$ .50 from last year. Wednesday night dinners will be \$18. This price has not changed from last year. Jerry Goldfarb and Jackie Adams met last week to plan the menu for the Italian dinner. Glen and Mary Lou Graper will be organizing the Memorial Day Breakfast. The menu and price for that meal will be decided in early May.

The May issue of the newsletter will be going in the mail early next week. I will be collecting a list of members who would like to forgo receiving a paper copy of the newsletter and Secretary Carole Cartnick will remove those names from the mailing addresses for the next newsletter. Jean Richard did an excellent job putting the newsletter together once again, but finds that it is time to step down from that position. Jean bought a polished and professional look to the newsletter. Thanks go to Jean for the work that she has done.

After discussion, it was MSP to approve the Rear Commodore's report.

#### **REPORT OF VICE COMMODORE, V/C Leto**

During the past month, we started several new projects and completed a number of others. Completed projects include replacement of the backflow preventers in our water feed line, which allowed us to turn on the water. Apparently, not all of the water in the inside of the backflow preventers was removed last fall when the Club was winterized, and the units froze. Given their age, it was decided to replace them rather than repair them. Many thanks to Commodore Art Dionne for taking care of this project.

The CY 2010, the service contract with Pepperrell Cove Marine Services, Inc., has been negotiated and executed. Work is underway. Thank you, Ken Jones!

Mooring balls were repainted (thank you, Tim Hefferan!) and prepared to be returned to service. As mentioned last month, there are issues regarding the placement of some of our moorings, and these issues unfortunately have not been resolved. I believe you will be updated by the commodore regarding these issues later this evening.

Painting of the front hall and the stairway trim leading up to the Whaleback Room should be completed well prior to Docks In, thanks to Ted Gray and his crew of volunteers. New carpet will be installed in early May.

A productive meeting was held with senior staff, the Steward, and the Deputy V/C March 31. Issues discussed included changes in the organizational structure and PYC fees.

A marine grade digital lock was located and ordered. It will be installed on the door to the upriver passageway beside the clubhouse.

Once again, we are having problems with the outboard motor on the fast launch. This unit has logged 2,216 hours of operation in our hands. If the motor had been used the 40 hours per year that most outboards run, it would be 55 years old! Buying a new motor is probably a better solution to this problem than repairing the old one.

The House and Docks Committee will be meeting soon. Projects will be identified, assigned priorities, and assigned to the appropriate individuals.

Applications for vacant slips, F, O, and T were received, and for possibly vacant slip Y as well. Slip awards will be made after key information is verified. Availability of slip Y will not be known until after June 1.

A mailing will be done to every slip and mooring holder in order to solicit signed slip agreements and proof of insurance. A mailing will be done to the dinghy and launch lists for similar reasons. Locker lists will also be mailed shortly.

Captain Joe Cunningham, our insurance agent, will present a review of our insurance coverages to the Board tonight.

As you know, we have scheduled work parties for April 17 and April 24. Starting time is 8:30 am. The annual Docks In event is scheduled for May 1 at 10:30.

V/C Leto submitted a new fee schedule for 2010 to the Board for approval. There are no changes proposed from those charged in 2009. It was MSP to approve the 2010 fees.

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

## **REPORT OF COMMODORE**

Spring has arrived and the opening of PYC for its 112<sup>th</sup> season is just around the corner. As the Docks In date, May 1, gets closer, the activity of the Flags, particularly the V/C, the Deputy V/C, and the R/C, increases dramatically. Event scheduling, the hiring of staff, work party preparations, etc., all come to the forefront. These things don't happen automatically; they take time and dedication by all involved.

I have been advised by Capt. Jean Richard that she will no longer be involved in the publication of the PYC Newsletter. I wish to thank Capt. Richard for her time and effort on the newsletter during the past year. R/C Weller has taken on the responsibility for publishing the newsletter and will be looking for a member/volunteer to aid her in the process.

On a sad note, since our last meeting, we have been advised of the passing of two long-time Members, Capt. Diane Seagren and Capt. Jack O'Brien. We extend our sincere condolences to their families and friends.

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

## **OLD BUSINESS**

### **1. By-Law Amendments for Vote at Annual Meeting**

Commodore Dionne provided copies of two changes to By-Laws, one to Article II, Section 6, and one to Article II, Section 7 with a proposal that the Board approve the changes and present them at the Annual Meeting in October for a vote. These changes had been discussed in prior Board meetings and were hereby finalized for Board approval. The new texts read as follows:

#### **By-Laws, Article II, Section 6**

The Capital Improvement Committee (CIC), appointed by the Commodore in accordance with Article II, Section 1 and 2 above, shall develop a Capital Improvement Plan (CIP) to maintain the structural integrity of the Club's property and equipment as required by Constitution Article IX, Section 3. The CIP shall cover a minimum period of ten years and be updated and posted annually. The CIP shall identify potential Capital Projects that would cost more than the Maintenance and Repair budget would normally cover. The CIP may also provide for unexpected maintenance/repair costs of up to ten thousand dollars. The committee will submit a prioritized list of recommended Capital Projects, with cost estimates, for Board approval not later than the September Board of Directors meeting. The Capital Improvement Plan will be presented at the Annual meeting for consideration by the Members present. No Capital Project listed in the CIP shall be considered as approved and funded until approved by vote of the members at the Annual Meeting and by specific vote of the Board of Directors to approve and fund the Capital Project.

#### **By-Laws, Article II, Section 7**

The Capital Improvement Fund (CIF) established under Article IX, Section 3 of the Constitution shall be included within the Club's accounting system for the purpose of funding current and future Capital Projects identified in the Capital Improvement Plan and major extraordinary expenses. The use of CIF funds for a Capital Project or major extraordinary expense must be approved by a two-thirds vote of the Board of Directors. The Board shall also annually identify all Capital Projects that have been approved and funded by the Board of Directors in accordance with Article II, Section 6, above, where said Capital Projects are to be funded by a fund source other than CIF funds. Whenever a source of funds for a Capital Project or extraordinary expense is a Dues increase or bank financing, the provisions of Article II, Section 1 above, shall apply. The financial status of the CIF and each Capital Project account shall be briefed at the Annual Meeting.

It was MSP to approve these changes to the By-Laws and present them for a vote by Members at the next Annual Meeting.

## **EXECUTIVE SESSION**

At this point in the meeting, Commodore Dionne proposed that the meeting be brought to Executive Session to discuss potential litigation. It was MSP to go into Executive Session.

## **NEW BUSINESS**

### **1. Clubhouse and Dock Rules**

Commodore Dionne provided a paragraph which he recommended for addition to Section II of the House and Docks Rules as follows:

19. Boat owners assume the risk of any damage to their boats, belongings, or persons while using PYC slips, moorings, launch, or facilities.

It was MSP to add this section to the Clubhouse and Dock Rules.

### **2. Mooring Rental**

Comm. Dionne recommended that the vacant mooring (formerly rented by Capt. Goldstein) in front of the club be removed from the rental list. After discussion, it was MSP to remove this mooring from the seasonal rental list until further notice. The motion was seconded by V/C Leto and passed.

### **3. By-Laws, Article XII, Damage to Property or Persons**

Commodore Dionne provided text of a proposed new article (Article XII) to the By-Laws which he asked Board members to review and be prepared to discuss at the next Board of Directors meeting. The article specifies Club liability for damage to property or persons.

### **4. Fast Launch Engine Failure**

Commodore Dionne discussed the condition of the engine on the fast launch. The Club has spent money each year on some repairs. The engine is 8 years old, has 2300 hours on it, and now needs extensive repair (estimate up to \$3000). The engine can not be repaired easily because it can no longer be raised or lowered. Comm. Dionne, Treasurer Bill Rushforth, P/C Ken Jones, and an expert from Great Bay Marina looked at the engine and all recommended that the Club should not spend more money on repairs. Capt. Steve Jefferson has worked to get estimates for parts replacements as well as whole engine replacements from both Great Bay Marina and Eastern. All estimates are being considered at this time. Capt. Gingras suggested that we also get a quote from Kittery Point Yacht Yard.

Commodore Dionne mentioned that Treasurer Rushforth has indicated that he is in favor of purchasing a new engine. Commodore Dionne requested that up to \$10,000 be taken from general funds for the new engine.

After discussion, Comm. Dionne made a motion to approve expenditure of funds once the supplier has been selected. The motion was seconded by V/C Leto and passed unanimously. A form for Extraordinary Expenditure will be executed for documentation.

There being no further business to discuss, the meeting was adjourned at 8:47.

Respectfully submitted,

Carole Cartnick  
Secretary