

**PORTSMOUTH YACHT CLUB**

**MINUTES OF BOAD OF DIRECTORS MEETING  
THURSDAY, August 12, 2010  
AT PORTSMOUTH YACHT CLUB  
Version 2**

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

**NOT PRESENT:** R/C Weller, Capt. Gingras, Capt. MacHardy, Treasurer Rushforth

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

**SECRETARY'S REPORT**

Secretary Cartnick had provided minutes of the July 8, 2010 meeting and the list of applicants previously by email. It was MSP to accept the minutes to post them on the website and on the secure bulletin board.

**TREASURER'S REPORT**

**Balance Sheet**

Total cash \$187,243 Last year \$183,250  
Mortgage principal balance \$ 37,951 Last year \$50,811  
Accounts payable: current  
Accounts receivable: current

**Revenue & Expense Statement**

We are more or less on target with the budget and last year's comparison.  
Gross margins for fuel and social functions are meeting the budgeted numbers, as are most of our operating expenses. Surprisingly, our mooring fee income is running behind schedule.  
Two lockers remain unpaid and should probably be reminded or reassigned.  
The dinghy dock is up to 37 paid occupants, two more than the prescribed limit set by the Board several years ago. This should be addressed.  
Net increase (profit) through July is \$101,142.

There was discussion about whether it is possible to extend dinghy docks. It appears that would be a major process which would involve the Army Corps of Engineers. For now, V/C Leto will investigate how the number of dinghies has exceeded recommendation. Also, V/C Leto will call members who have not paid for their lockers.

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

**REAR COMMODORE'S REPORT, R/C Weller (provided in advance)**

My report this month is brief, as I am about to get on the boat and head east in hopes of catching up with the club cruise for a few days.

We are midway through the season, and social operations are going along smoothly. The dinghy safari (organized by Dave and Jean Richard) was brought back this year. Twenty three members and nine boats enjoyed the trip across the river and lunch at Chauncey Creek Lobster Pier. The Kinsers' Pulled Pork dinner was a great success as usual, though we missed George Kinser being there as he had recently broken a rib while working on his boat. Our 2<sup>nd</sup> Annual Steward's Chicken Dinner was also well received, and we have had 2 more dinners with our new caterer. Our hosts for July (Lolly Fleming, Priscilla Lent, and Ann Mowers) did an admirable job, and we all especially appreciated Ann Mowers' enthusiasm and talent for decorating. Steve and Barbara Armstrong and Ken and Norma Roberts will be hosting August. At the time of this writing, the Greek Night Dinner, put on by John and Nancy Pappas and crew, appears to once again be very popular and will be a full house.

At the July BOD meeting, I was asked to contact Piscataqua Sailing Association and ask them to sign a Private Rental Agreement, due to liability and safety concerns. I have met with PYC's Race Committee, as well as PSA's Commodore Kevin McCool and Vice Commodore Paul McAskill. After discussions, the facts began to emerge. It became clear that these gatherings are not Private Functions, and that

concerns expressed had been addressed in the past by both PYC and PSA. This is a group of PYC members having PSA friends over after a night of racing and welcome any at the club to join them. There are typically 15-20 PYC members and a total of 30-40 people. A number of years ago, a formal arrangement was set up between PSA and PYC, with PSA agreeing to give PYC a \$250 escrow deposit to be used only if any "after gathering" cleaning needed to be done by our staff. In the agreement with PYC, PSA has on file with their insurance carrier and our Race Committee a "Certificate of Liability" naming PYC. The issue of requiring a staff member to be present has been discussed in the past. I believe it is both impractical due to the timing and unnecessary to have staff on hand during the gatherings as half of the group is made up of PYC members. It is beneficial to our club to have an arrangement in place with PSA rather than have an impromptu gathering on a more informal basis. It is my recommendation that the BOD re-affirm the existing agreement and avoid changing terms in midseason.

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

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

As previously advertised, we held a lottery for a mooring located directly in front of the clubhouse at the Wednesday Night Dinner of July 21. Captains Glenn and Barbara Michael were the lucky winners from a field of five applicants. We congratulate them on their win and wish them many happy boating seasons at their new location.

The House and Docks Committee met on July 19 to discuss a myriad of issues, including the schedule for the balance of the new docks, the condition of the pilings, a survey of the Club's property, clubhouse acoustics, possible relocation of a fence opening, painting of the balance of the clubhouse, timing of work on the rip-rap by the shed, the need (or lack of same) for new signs and banners, and repair of the downriver patio railing. The committee's recommendations will be presented to the Board later in this meeting.

On a more somber note, as a result of complaints from the neighborhood about the way some of our members have been parking, we have been reminded by the New Castle Police Department that Town law requires a paid police detail for all events with 75 or more people present. Therefore, in the future, we will have a paid police detail at virtually all of our events. This does not guarantee, however, that there won't be any more complaints. We are asking members to be careful when parking not to block either driveways or walkways, as these sorts of violations are at the root of this problem.

Labor budgets remain strongly positive compared to budget, and fuel sales are going well.

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

#### **REPORT OF COMMODORE, COMM. Dionne**

By letter of July 30, 2010, we were advised by the New Castle Chief of Police that complaints had been made against PYC for violation of the New Castle Town Ordinance regarding Public Gatherings and for violation of various parking regulations. I immediately responded to the Chief and met with him on August 30 to assure him that all of the noted violations were inadvertent and would be immediately corrected.

In a nutshell, we will now be required to have an Officer in attendance at every event where we expect to have 75 or more people in attendance. At this time, there appears to be 12 events that more than likely will generate an attendance of more than 75 people. The cost of having an Officer in attendance will be a minimum of \$192/event.

The Commodore's Chowder and River Cruise will again this year use the boat "Heritage" for the River Cruise. The Cruise will begin at 9:30 AM and the Chowder meal will start around noon time.

The Membership Committee has 4 Applicants for membership to be interviewed. Interviews will be scheduled during the last week in August.

On a sad note, since our last meeting we have been advised of the passing of Life Member Albina Clark. We extend our sincere condolences to her family and friends.

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

## **OLD BUSINESS**

### **1. House and Docks Committee Report – V/C Leto**

V/C Leto read the report of the House and Docks Committee meeting of July 19, 2010 as follows:

- A. Scheduling the remainder of the docks – The Committee unanimously supports doing the balance of the docks in one shot rather than in three phases, especially if we can get a better price. John Kemen will get the price. Recommendation of the Committee will be taken to the Board for approval and details of financing. Disposal of old docks – these will first be offered to PDA, then perhaps a mixture of KPA and others. When the plan for the new docks is in place, the old docks will be advertised on Craigslist as potentially available in order to develop a list of potential takers.
- B. Condition of the pilings – Duncan Mellor has submitted his findings. The recommendation is to keep an eye on the pilings for any acceleration of damage from marine borers or other problems and plan to replace the pilings starting in maybe five years. We should make a provision for this in the capital investment forecast.
- C. Property survey – the Committee recommends getting an updated survey and record it at the Registry of Deeds. The safety deposit box at the bank will be searched for relevant information for use in the survey.
- D. Acoustics – V/C Leto will meet with Capt. Saidla 7/26 to review his plan and recommendations. Any proposals for the Board will first be coordinated with Capt. Burgess and Capt. Pappas.
- E. Relocation of fence along the road – V/C Leto will seek approval of the New Castle Historic District Commission. If approval is granted, a building permit will be acquired. The final design will be dependent on the turning radius required by the trash truck. (Post script: The trash truck was subsequently observed as it serviced the clubhouse, and it was determined that moving the fence was not feasible due to the radius required by the truck. Post Script added by the secretary.)
- F. Painting the balance of the clubhouse – Painting will be scheduled for as soon as reasonably possible.
- G. Rip-rap – The permit for this expires 2014. This item will remain in the capital plan.
- H. Signs & banners – The Committee approved the proposed new fuel dock sign and rejected a proposed banner for the flagpole at the dock house.
- I. Capital investment forecast – This will be discussed later.
- J. Fuel – Capt. W. Weller will post a note at the Kittery Harbormaster's shack advising that the public is welcome at our fuel dock. Capt. Clement will introduce V/C Leto to Carl McKenna at Kittery Point Yacht Yard to discuss the possibility of a rebate if certain milestones are met. V/C Leto will put letters of invitation in fishing boats (using his own boat) offering an incentive to try our docks. We do not want to get in a price war, so we will market our docks based on amenities rather than price. As part of that, we will provide off-road tax rebate forms to customers. V/C Leto will provide Capt. Pappas with something to post at the Navy Yard.
- K. Downriver patio railing – At least two methods of shoring up the railing were discussed. Conversations will continue amongst Committee members to reach agreement on the best method. Also, the gangway railing could use some improvement.
- L. Isle of Shoals moorings – P/C Courteau will discuss the optimum way of handling the problem of our mooring situation.

### **2. Dock Replacement Estimate – DV/C Kemen**

DV/C Kemen received a proposal for dock replacement from Scott Dyer of Custom Floats. There are several items on the proposal that are in question. Once those items are resolved, the report will be passed on to the Board. Comm. Dionne mentioned that, in addition to the remaining dock replacements, we may need to replace pier pilings in the future, perhaps in 5 years (reference item #5) below.

### **3. Land Survey Progress Report – DV/C Kemen**

DV/C Kemen reported that he requested estimates from four survey companies and received a not-to-exceed estimate from all four. Two were around \$6000 or better. Tom Brouillet, the owner of one of the firms which was highly recommended by Capt. Saidla, responded with an estimate of \$3400. Mr. Brouillet also told DV/C Kemen that his research of the titles indicates that lot #1735 is not PYC property. This is the furthest lot at the end of the white fence upriver from the Club with lawn chairs on it abutting property owned by Capt. Driscoll. DV/C Kemen had found several documents which stipulated that lot, but a call to the New Castle tax maps resulted in information that PYC does not own that lot. Research at the Registry of Deeds indicates also that PYC is not the owner. Comm. Dionne also did research with Capt. Driscoll, and they examined the tax page which referenced the name of Robins. There is an additional reference in 1965 of the property in the name of Ted and Mary Robins. DV/C Kemen added that the Registry of Deeds also reference Ted and Mary Robins, who subsequently placed the property in a family trust.

Comm. Dionne reviewed our position, indicating that, currently, (1) we don't have one consolidated survey, (2) we don't have a survey of the docks, (3) we need to register a survey with the Town of New Castle in case there is ever a dispute in the future, (4) we don't have markers and would get them with a new survey, and (5) the survey would provide definitive information about the location of the clubhouse, the shed, the docks, dock shed, pilings, and the parking lot, and (6) we need to know exactly where the property line is if the Club were to consider expanding the docks upriver sometime in the future. DV/C Kemen mentioned also that we need to know the specific locations of docks and pilings in case we need to replace them after a particularly bad storm, especially because acquiring a loan to accomplish that would require a survey.

Comm. Dionne made a motion that we accept the bid from Tom Brouillet to do the survey in 2011. The motion was seconded and passed by all with the exception of two members.

### **4. Revised Clubhouse and Dock Rules – DV/C Kemen**

DV/C Kemen provided a document of revised Clubhouse and Dock Rules. One intent of revision is to make more clear the boat dimensions required for slips from this point forward (current boats in slips are "grandfathered"). DV/C Kemen consulted with Scott Dyer of Custom Floats to determine a formula for fitting two boats in a slip. DV/C Kemen and VC Leto measured every double-occupancy slip to ensure accuracy while comparing to the formula. The resulting changes to the document are complete with explanations and drawings.

Other changes reduce liability to the Club. Examples are: (1) Only the Treasurer can approve accounts established at the Club, (2) No jerri-cans can be used for refueling at the docks, and (3) Outside contractors must have a Certificate of Insurance from the contractor before work starts.

Discussion followed about adding a requirement for signature of a Mooring Agreement prior to occupation a mooring (currently required for Slips).

DV/C Kemen was congratulated and thanked for his thoroughness and huge amount of work on the Clubhouse and Dock Rules document.

It was MSP to accept the newly revised Clubhouse and Dock Rules with the provision that reference to Mooring Agreement signatures would be added as stated above. When verbiage is added in reference to moorings, it will be brought back to the Board for approval of that section, and the document will be updated again on the web site.

### **5. Access Pier/Gangway Piling Report – DV/C Kemen**

DV/C Kemen provided a report of the inspection of the pier piles prepared by Waterfront Engineers LLC. The report states that the pier piles have partial deterioration and should continue to be monitored on an annual basis and after storm events.

The intertidal zone has deterioration due to marine borer infestation. The recommendation is for annual monitoring and budgeting for piling replacement in about 5 years.

It was MSP to accept the Access Pier/Gangway Piling Report.

**6. Letter to Capt. Debbie Gebow – Comm. Dionne**

A letter from Capt. Debbie Gebow was read at the Board meeting in July. The letter requests a change to the Club Constitution to remove the limitation that states that Life Members may not hold elective office or vote for monetary issues. Comm. Dionne presented a response which he wrote to Capt. Gebow indicating that the Constitution and By-laws Committee had reviewed the request and believes the issue is a matter of policy to be considered by the Board of Directors. Once considered by the Board, Comm. Dionne advised Capt. Gebow that the Board of Directors unanimously agreed that Article XI, Section 12 of the Constitution should not be changed. He further offered to Capt. Gebow that she may place her amendment request before the Membership at the Annual Meeting as provided by Article XV of the PYC Constitution.

At this point, Comm. Dionne made a motion to move the meeting into Executive Session to discuss a recommendation for Life Membership. The motion was seconded by V/C Leto and passed by all.

**7. Piscataqua Sailing Association – Capt. Cunningham (PYC member and Regatta Chairman of PSA)**

Background: A topic of the Board of Directors meeting in July was the concern about liability to PYC when PSA held functions at the clubhouse. It has been observed that, during at least one PSA function, some safety measures were not taken, caused most likely by unfamiliarity with the rules. (An example is that the back gate was locked, in violation of fire codes.) The Board proposed that PSA sign an Agreement for use of the PYC clubhouse as is required for other functions and fund a PYC staff member to be present at their activities to ensure safety measures are in place. Comm. Dionne called PSA Commodore Kevin McCoole and attempted to explain the position of the Board. Capt. Cunningham, a member of both organizations, replied with a request to appear before the Board.

Capt. Cunningham mentioned that the PSA has used the PYC clubhouse for 7 years. Originally, PSA gave a deposit of \$250 for any possible future damages from their use of the PYC clubhouse and otherwise have been using the PYC clubhouse unconditionally for 3 events per year. All Board members agreed that the PSA uses the club with respect and responsibility and leave the club entirely clean after their functions. Capt. Cunningham asked for clarification as to why PSA would be required now to sign when they have not been required to do so before. Comm. Dionne reiterated that the issue is liability and explained that much work has been done this year to rewrite Agreements to reduce risk to the club and all are in place now. The cost to PSA to fund a staff member to be present would be somewhere between \$30 and \$40, as opposed to the \$250 rental fee that member groups using the clubhouse for events are required to pay.

V/C Leto said that we require an agreement for liability from our own members, and requiring one from PSA would be in fairness to our members. Comm. Dionne researched documents back to 2005 and found only one agreement with PSA. Comm. Dionne read an agreement for after race socials between PYC and PSA signed in 2006. The agreement implies that PSA are guests of PYC for these events. Comm. Dionne mentioned that PSA are our guests when they have these activities and, therefore, PYC has a liability issue. Because they are guests, we owe them a high level of care.

Capt. Leto asked Capt. Cunningham what objection PSA might have to signing an agreement and paying the cost of having a PYC staff member present. Capt. Cunningham mentioned that PYC agreed to let PSA use the clubhouse unconditionally, and he objects to having to sign an agreement in mid-season. He said that any changes to requirements for PSA should not begin until 2011.

Comm. Dionne added that, if more than 75 people were at the clubhouse during the functions, the Town of New Castle requires PYC to pay for a police officer, and that cost would have to be paid by PSA. Comm. Dionne asked if PSA would sign an agreement if the fee for the staff member were waived, offering that PYC would pay for the staff member to be present. Comm. Dionne gave an agreement to Capt. Cunningham, and asked him to take the question to PSA.

**NEW BUSINESS**

**1. Treasurer Position – Comm. Dionne**

Comm. Dionne said that he would like to appoint Capt. Jerry Karcher as Assistant Treasurer. Comm. Dionne advised that he would like Capt. Karcher to work with Treasurer Rushforth until they both

indicate to the Board that the transition is complete and that Treasurer Rushforth is ready to step down.

It was MSP to appoint Capt. Jerry Karcher as Assistant Treasurer.

**2. Safety Deposit Box – Comm. Dionne**

Comm. Dionne advised that we need to update approval for access to the Safety Deposit Box at TD Bank at 333 State Street in Portsmouth NH for Commodore Arthur Dionne, Vice Commodore Charles Leto, Deputy Vice Commodore John Kemen, and Secretary Carole Cartnick.

The resolution was MSP to take this information to the bank and secure permission to the above people to access the Safety Deposit Box.

**3. Signing Up for Tables at Events – Comm. Dionne**

Comm. Dionne mentioned that staff members have been asked to sign up people at tables for club events early in the morning before the staff members have tables ready for the event. Discussion followed, but no vote was taken on the issue.

There being no further business to discuss, the meeting was adjourned at 9:15.

Respectfully submitted,

Carole Cartnick  
Secretary