**Bayport Marina Association**

**Board of Directors Meeting Minutes**

**Zoom Meeting**

**April 21, 2021**

|  |  |  |  |
| --- | --- | --- | --- |
| **Member** | **Present** | **Remote** | **Absent** |
| Tore Detlie (Commodore) |  | X |  |
| Matthew Kasinkas (Vice Commodore) |  | X |  |
| Curt Gray (Treasurer) |  | X |  |
| Meredith Pederson (Secretary) |  | X |  |
| Rachael Harvey |  | X |  |
| Bob Reilly |  | X |  |
| Jason Fabio |  | X |  |
| John Gagich |  | X |  |
| William Given |  | X |  |

*This BMA Board meeting was conducted via Zoom video conference call pursuant to the Emergency Executive Order 20-04 Providing for Temporary Closure of Bars, Restaurants, and Other Places of Public Accommodation issued on March 16, 2020.*

**Business Meeting**

1. Call to Order/Opening Comments

The BMA board meeting was called to order at 6:32 pm by the Commodore, Tore Detlie. It was confirmed that a quorum was in attendance for approval of business items.

* + There have seen some Covid positive staff members. Everyone who was positive has returned to work.

1. Business Meeting
   * Approval of March 17, 2021 Minutes

Motion made by Rachael Harvey to approve, seconded by Curt Gray, unanimous approval.

* + YTD Financial Review

YTD P&L’s:

Profit and Loss Budget vs Actual – November 2020 through March 2021:

* Total Income: $932,135; +$166,094 vs budget; +$197,045 vs last year
* Total Expense: $727,237; -$38,583 vs budget; +$57,902 vs last year
* Net Income: $204,898; +$204,677 vs budget; +$139,144 vs last year

Balance Sheet as March 31, 2021:

* Total assets: $5,898,767; +480,151 vs last year
  + Cash is $880,265
* Total liabilities: $368,250; -$134,824 vs last year
  + BMRP loan balance is $338,585

**AR Aging Summary as of March 17, 2021:**

* Total A/R Balance: $92,191
* Over 30 days A/R balance: $14,626

1. **Marina Operations – General Update**
   * The staff has begun launch for the 2021 season. The crew is getting boats to the service well quicker with the new, improved 20 Ton trailer.
   * Kori is meeting with a vendor to install an ATM at our Fuel Dock. The company maintains ownership of the machine, doing all maintenance and filling and we get a small commission of $0.50 per transaction. If we decided to terminate the machine, we could change our minds and it could be removed without penalty.
   * We have 27 boats registered for Mobile Pump-out this year. An increase from 19 in 2020.
   * The staff had our Annual Safety Training and three-year recertification on forklift/Travelift. The auditor indicates our facility looks great.
   * Fuel Dock staff training was done by Ellsa, we did this via Zoom and she will do some one on one as each staff member returns. Since Ellsa came from the fuel dock, she has a great understanding of how to train the staff and improved processes.
   * Winter work – YTD we have $320K+ completed and another $50K to bill as we wrap up projects.
   * Gary Dreher, was nominated for the BOD. We have three current BOD re-running and two additional people nominated.
   * The Executive Committee worked with Kori on how to handle lack of PTO due to COVID – Due to Policy Changes tax credits have been extended to September 30, 2021 for an additional 80 hours per employee.
2. **Old Business** 
   * Voting requirements for “Abstain” - Kori reviewed this information with Bill Kranz:

*The way a vote to abstain should be counted is dependent upon how the Board would choose to explain and define the rules to determine what it would take for approval of the measure.*

*One option would state that for the measure to pass, not less than 2/3 of membership votes entitled to be cast must be cast in favor of the resolution. In this scenario, a vote to abstain, and for that matter a vote that is not cast would in effect be “no” votes. Approval requires a 2/3 affirmative vote of the membership.*

*The second option would be to state that for the measure to pass, not less than 2/3 of the membership votes cast by members voting in person or proxy at the meeting at which the matter is considered must be cast in favor of the measure. In this scenario, the only votes that are counted are the votes that are cast at the meeting. A vote to “abstain” would arguably mean the member chose not to vote, and a vote to abstain would not be counted as having been cast. The matter would be decided only on yes or no.*

Each future ballot with an Abstain option, will clearly communicate to Membership how an Abstain Vote will be counted. Additionally, we will discuss during the May Board Meeting adding the By-Law change of 2/3 verses majority approval to the Annual Meeting Ballot.

1. **New Business** 
   * Restaurant Property Discussion Tabled due to Group 41 unwilling to communicate with BMA. We will inform membership that we are not going to pursue purchasing the property and why at the annual meeting and via a “From the Helm.” Plan to work with the City of Bayport to discuss what our options would be as far as adding on or modifying our current buildings as an alternative. Kori will contact to set a meeting.
   * Rachael Harvey proposed a new idea for charging an initiation/subscription fee to new Members when purchasing a slip, like previously done in the 80s/90s. She suggested a fee of $1500 - $2,500 that would go to the capital fund, to continue improvements. It was agreed to make this as a topic to communicate at the annual meeting and suggested an effective date of January 1 for new purchases. Matthew suggested that we do not have a gap to fill; we have extra payments we are paying on our debt. We will table this vote/motion until the July 2021 Meeting after feedback from the Annual Meeting.
   * Suggested that we place a lien on the Group 41 restaurant property for the amount they owe us ($2446.55) plus charges for the railroad crossing fee and lift station maintenance. Kori will have Bill Kranz file this.
   * Customer Web Portal Reviews – Kori will have staff start responding to customer requests to see how it works for us.
   * Kori and Bob are meeting on the retaining wall and will bring in the Long-Range Planning Committee to present to the board. No work could be performed until we are done with Launch.
   * The BODs felt comfortable planning an in-person Board Meeting in May.
2. Adjourn

Rachael Harvey motioned to adjourn; Bill Given seconded. Meeting adjourned at 8:42 pm.