**Bayport Marina Association**

**Board of Directors Meeting Minutes**

**November 18, 2021**

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| --- | --- | --- | --- |
| **Member** | **Present** | **Remote** | **Absent** |
| Curt Gray (Commodore) | x |  |  |
| Rachael Harvey (Vice Commodore) | x |  |  |
| Meredith Pederson (Treasurer) | x |  |  |
| John Gagich (Secretary) | x |  |  |
| Bob Reilly (Chair) | x |  |  |
| Jason Fabio (Chair) | x |  |  |
| William Given (Chair) | x |  |  |
| Bryan Wilkinson (Chair) | x |  |  |
| Erik Westgard (Chair) | x |  |  |
|  |  |  |  |
| **BMA Staff/Guests** | **Present** | **Remote** | **Absent** |
| Kori Derrick-Cisewski (General Manager) | x |  |  |
| Ellsa Ohmann (Office Manager) |  |  | x |
| Eric Pederson (CI Stewardship Circle Chair) | x |  |  |

**Business Meeting**

1. **Call to Order/Opening Comments/Check-in**
2. The BMA board meeting was called to order at 6:36 pm by the Commodore, Curt Gray. It was confirmed that a quorum was in attendance for approval of business items.
3. Opening comments: Will start with Check-in then Consent Agenda.
4. **Check-In** - A round table discussion and check-in conversation of what’s on everyone’s mind was conducted. No specific discussion recorded for this meeting. This was a pre Call to Order chat**.**
5. **Consent Agenda – discussion/approval: October minutes, October financials and GM Report**
6. Rachael – made a motion to approve October Minutes and Financials, Bill seconded – No discussion, Motion approved and carried.
7. **GM report** – Kori – See Addendum 1
8. **Results of Proposed 11/2021-10/2022 Budget (Kori)**
9. 2 No’s, 1 Abstain, remainder approved (46 returned as yes votes)
10. **COI Policy Sign-off Process:** 
    * Kori sent out COI policy and has received all signed Conflicts of Interest disclosures from Board Members. Curt recommended the Board Secretary to review for consistency.
11. **CY22 Salary Adjustments (inform);** FY21 Bonus Payouts (motion) & FY22 Bonus Plan Design (motion) (Curt/Kori); Discuss GM comp in Executive Session
    1. Curt reviewed FY22 BMA Employee Bonus Plan Design document. Now documented as the plan moving forward. Recommending for FY22 plan design and for future years plan design can be revisited annually. No concerns from board members.
    2. Spreadsheet reviewed by Curt for staff base rates and bonus potential.
    3. Motion to approve FY21 Bonus Payouts and FY22 Bonus Plan Design, Motion by Meredith, Seconded by Bill, Discussion, Motion carried.
12. **Stewardship Circle Reports:**
    1. Service Expansion (Bob/Rachael)
       1. Concept drawings have been obtained by Derrick Construction. Will meet with Circle team members to walk through design. Will be ready to take to the City of Bayport for review. Bryan Wilkinson has been working with Kori to analyze financial returns on sales and growth plans.
    2. Dredging (Kori)
       1. No new updates. She began to reach out to other GM marinas to see if they have any current needs to possibly combine efforts to lower costs if needed.
    3. Landscaping (Meredith) – repair and maintenance initiative not capital improvement
       1. No new updates. Will proceed in stages as a repairs & maintenance expense item for each fiscal year.
    4. Dock Ramp/ADA access (Eric P./Bob S.)
       1. Eric reached out to Cliff Lewis. Cliff will reach out to Hill Hiker. Similar to an elevator lift type. The group has investigated ramp in Prescott built by River City Welding. May be looking at a consultant in the future for recommendations and drawings.
       2. Rachael – asked if we are looking at A/B docks to remove access or divert ramps from the Group 41’s property. Should be a priority for planning purposes.
    5. Clubhouse remodel (Jason)
       1. Stewardship Circle had it’s first meeting. Review of current state design architecture diagram. Boaters from B and C dock represented. Have collected initial ideas for clubhouse improvements, brainstorming session was successful. Will take ideas to obtain conceptual design as next step. Jason requesting additional ideas from board members and will meet again in December.
    6. Other questions/points on Stewardship Circles
       1. Jason – are all 5 initiatives on equal footing or has the priority of all initiatives been already set. Curt, yes, no choices have yet been vetted or prioritized, will need to vet all costs via Brian Wilkinson’s analysis and then to determine
       2. Bill – likes direction moving forward - volunteer aspects and contributions
       3. Curt – annual member meeting scheduled next June, would like to bring plans for each initiative to tell a compelling story to the Marina
13. Mission, Vision Thought Work (Erik/Meredith)
    1. Curt – meaningful work, would like to revisit this topic. As an ongoing dialogue and to improve on our BMA mission
    2. Curt – reviewed slides from our July meeting where we brainstormed our values and mission. How do we compare to other marinas and clubs throughout the St. Croix River? Setting stage for improvements? More review needed.
14. **Other Business**
    1. Launch and Haul-out Processes (John) – Put a better/consistent process for Haul-out and Launch – Over communicate to the membership and maintain consistency with processes and also on planning for cover roll-ups and water shutoff timing. Kori agreed.
    2. Service Portal (Kori) – Kenect – text messaging platform. Kori requested the board approve an annual fee of $3000 (a discount of $1960) to move forward with the application.
       1. Motion to approve to purchase Kenect, Motion made by John, seconded by Meredith, no discussion, Motion carried.
    3. Rachael – Spring Kickoff Marina function is being planned Hold the date for Friday, June 17th
    4. **Next Board meeting, No Board meeting in December, next board meeting will be Thursday, January 20th – meetings are 3rd Thursday of each month. Zoom and Clubhouse meetings are intact. Kori to setup.**
15. **Executive Session** (if needed) – was held during consent agenda
16. **Adjournment – 8:30 PM.**

**Addendum 1**

**General Manager Report – November Board Meeting**

**Report Published: 11/11/21**

**BMA Staff**

* The staff is happy to report we completed haul-out timely, safely (no injuries) and in favorable weather.
* If you didn’t see this write up in last week’s Marker 19, it’s worth a read:

*Last week we finished winterizing and hauling out 203 boats (one that stays in the water), that is 8123 total feet, 312 engines, 122 generators, 152 water heaters, 293 A/C units, 238 toilets, 40 ice makers and 1726 faucets! Additionally, we winterize approximately 45 more trailerable boats or SWCs. Every boat is touched by at least seven employees as it is driven to the well, winterized, pressure-washed and blocked in the parking lots.*

*We have started bringing docks into the harbor for the winter, certain equipment is moved into storage and off-season work has begun. We will be bringing 33 boats into the shop from November to April, playing "Boat Tetris" to make them all fit. This doesn't even include all the boats that will be serviced in the yard! Our yard crew will be busy as well, performing dock modifications, siding a portion of the Clubhouse and more maintenance items around the Marina. Most slips for the 2022 season have already been secured, proving that the boating industry and St. Croix River remain in high demand.*

*So as I have said before, the Marina is just as busy in the off-season as it is in-season, but it's all in order to remain the Premier Marina on the St. Croix! We are hoping winter passes by quickly and that we will be seeing you all back soon in the Spring, only 158 days until we begin launch!*

* Canvas and Refinishing jumped right into off season work, with three boats complete and two in the shop currently. The idea of not having to play “Boat Tetris” in the future if we expand the shop is a hopefully feeling.
* Unfortunately, two Covid cases, me and Ellsa.

**BMA Financials**

These financials will be audited by Michael P. Mullen CPA and final YE numbers will be published in the spring of 2022.

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

* Total Income: $2,655, 491; up $288,635 vs budget; up $151,539 vs last year
* Total Expense: $2,433,768; up $66,912 vs budget; up $108,725 vs last year
* Net Income: $221,722; up $221,772 vs budget; up $42,814 vs last year

**Balance Sheet as of October 31, 2021**:

* Total assets: $5,874,197; up $210,468 vs last year
  + Cash: $863,253
* Total liabilities: $364,788; down $99,738 vs last year
  + BMRP loan balance is $285,395!!

**AR Aging Summary as of October 14, 2021:**

* Total A/R Balance: $149,300
* Over 30 days A/R balance: $47,978

**Operations**

* As mentioned, we have a total of 33 boats coming into the shop during the off season, three are already complete and two are inside right now. Two staff doing canvas, and two staff currently doing refinishing.
* Two technicians are working on all the lower unit services and damaged prop removal in the yard, once this work is complete, they will join the refinishing team/complete any mechanical/electronic work needed on boats coming in for the off season.
* The yard crew is currently working on moving B-Dock back into it’s 2014 position when piles were added. As a reminder, in the winter of 2019 the Army Corp of Engineers dropped the river level after the water had already froze, causing the dock to move. There was a hope it would naturally correct itself, but that hasn’t happened, so we have to manually move it to take stress off the piles, correct the joint between B-18 & B-19 and alleviate any twisting in the framework at some finger joints.
* 95% of BMA owned slip contracts have been sent out, Ellsa is working on the Owned slip contracts. At this time, we only had three renters state they wouldn’t be returning.
* Field work with our Auditor is scheduled for next week; unfortunately, this will be transitioning to Zoom or rescheduled due to Covid. Tax returns are not due until March 15, 2022.

**Thought Work/Decisions**

* Please review CY22 Salary Adjustments; FY21 Bonus Payouts & FY22 Bonus Plan Design.

**Addendum 2**

**Proposed November 2021 to October 2022 Profit & Loss Budget**

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