

MINUTES OF JBMI BOARD MEETING APRIL 16 , 2019 BOARD MEMBERS PRESENT: Pres. Jan Zweerts, VP Connie Johnson, Treas. Graham Perkins, Directors Jim Ryan, Deb Bowe, Rose Kowalski, Joy Hoffacker (on FaceTime), Sharon Cochran, Sec'y Suzanne Schmidtke.

Moorage Mgr.: Sarah Joy

Jan called meeting to order at 6:30 PM. Safety procedures were reviewed. Roll call completed. Quorum present.

Minutes from 3/19/2029 were reviewed. Jim moved to accept, Rose seconded. All agreed.

Board member comments:

Jan encouraged attendants to view our website which has been enhanced to assist other moorages who have expressed an interest in how we do things. He also noted that the annual Woo banquet is scheduled for 4/27/19, 5:00 pm-8:30 pm, at the Tye Yacht Club. Dinner \$35 donation.

Moorage members present 1533, 1635, 1679, 1827, 1919, 1927, 2035.

Moorage Manager Report: Sarah Joy per attached report.

Treasurer's Report/Finance: Graham Perkins. Cash has gone up since last year. Gradual increase expected for larger payments for taxes and insurance. Generally we are within budget. Utilities are always a risk item though the winter was mild, hence no big increase is expected when storm water comes back. Report attached.

Committee Reports:

Infrastructure/Reserve Study: Re Row A, Jim Ryan noted that the transformer for rows A, B,C is located on land and hence not a major project. A site visit is scheduled with Harold McNees (electrical engineer), PGE and the City of Portland to work out the electrical code details. Re the Reserve Study, Jim and Joy are working on it. Their recommendation is that we do our own bidding which would make the amounts more real than those of the current study which the CPA evidently took from a catalogue.

Communications: Jan has done some research and found several links of interest to moorage residents which Mark will put on the JBMI website (www.jbmi.net).

Row Captains:

Connie has a number of volunteers for Row Captain but is finding it somewhat difficult to nail the volunteers down as many resist answering her phone calls on account of all the spammers abusing our phone lines.

Architectural and Safety Committee:

Rose has met with Jim Ryan who gave her some background info.. She is working on guidelines to help assess, and approve/reject architectural requests. The committee is receiving many requests and is working on speeding up the application process.

Harbor Master: Alex reported having met with members of the Architectural/Safety Committee to work out how to collaborate. Is studying Title 28 to find out what it is about. Will conduct regular walk

arounds to cover the whole moorage over time. There was a lg. Vessel in the moorage over the weekend, but it was just passing through. Two vessels have received 30 day notices for lack of permits, registration, and insurance. Mark has put all the pertinent information on the JBMI website along with all you ever wanted to know about floating homes.

Additional Harbor Master report is attached.

Landscape/Bench Replacement:

Deb and Suzanne have determined that the old bench is too worn to fix up and will need to be replaced with a metal bench which will be more resistant to weather damage. The issue now is to find a bench on which the plaque can be properly attached. Jan as president can approve the cost of the bench without board approval and will do so.

Bylaws Committee:

Joy requested a meeting at the beginning of May, May 7 with Board members and Nikki to decide on the final version of the bylaws to distribute to all residents. In addition a timeline needs to be developed with a vote in approx. 3-4 mos. Our former attorney had a strategy which might revisit. Jan will find location to meet.

Parking/Enforcement:

Joy, Sarah, and Ned have discussed all aspects of the parking situation and have pulled it all together in a Parking Policy. The consensus is to move forward with tow company. Report and policy attached.

Unfinished Business:

Per Jan, the issue regarding the short term rental violation needs to be resolved. Board elected to go into executive session attended by all Board members. Meeting lasted from 9:00 PM to 9:30 PM. Regular meeting reconvened at 9:40 PM. Jan called to order. Jan made motion to set a \$2100 special assessment. Sharon seconded. All in favor. Jim moved to adjourn, Sharon seconded, all in favor. Meeting adjourned at 9:45 PM. Next Board Meeting is scheduled for May 21, 2019, 6:30 PM.

Respectfully submitted, _____ Suzanne Schmidtke Secretary

MINUTES OF SPECIAL BYLAWS BOARD MEETING MAY 7, 2019, 6:30 PM

Board members in attendance: Pres. Jan Zweerts, Vice Pres. Connie Johnson, Treas. Graham Perkins, Directors: Sharon Cochran, Deb Bowe, Joy Hoffacker, Rose Kowalski, Jim Ryan, Sec'y Suzanne Schmidtke. Bylaws Committee member: Nikki Charlton.

Jan called the meeting to order at 6:30 and reviewed the goal of the meeting to be refining the wording of the current draft of the bylaws to move on to a final redlined copy to be voted on by the Board, then shared with the moorage residents for a for final vote by all eligible in August-September, 2019.

Director Sharon Cochran offered to summarize the work done in the meeting in a report which is attached. The attachments that are referenced in Sharon's summary will be available in the JBMI office and on the JBMI website.

At 9:00 P.M., Jim Ryan moved to adjourn. Jan seconded the motion.

2 additional meetings were scheduled by Jan for Tues., June 4, and July 2, 2019, at the Southside Clubhouse in order to continue the bylaws process.

Respectfully submitted, Suzanne Schmidtke, Secretary

Sharon Cochran Summary of Bylaws Special Meeting

1) Clean Copy of Draft 5 of the Bylaws dated May 5, 2019 2) Redline copy of Draft 5 of the Bylaws that includes the reasoning for the changes from the Bylaws Committee document dated November 12, 2019 on the right half of the page - I've attached this as a pdf and word document. I recommend the copy we share with Members be the pdf. 3) The Bylaws Committee document with Change recommendations dated November 12, 2019

The key changes to Draft 5 recommended and agreed on at our meeting of May 7th are as follows (thank you to Graham who actually did all this work):

4.01. Clarification of the composition of the Board by adding in the President and changing the number of Directors, as discussed in the meeting.

4.02. Removal of all of the transition wording from draft 4 regarding the composition of the Board as of 2018 and inserted a general clause which could allow the Board to adopt a transition plan appropriate for our current circumstances. Addition of "or demonstrate a regular and consistent residency/occupancy at the Moorage" to the Director qualification of having a primary residence in the Moorage.

5.02. Change in residency language to match 4.02

5.06. Small change from "overseeing" to "preparing".

6.01/6.02/6.03. These are the key changes that moves the appointment of the ARC/HMC from article 11 to article 6, where I think it logically fits. Section 6 has effectively been subdivided: 6.02 is new and sets out the role of the ARC/HMC; it picks up some of the critical language from the prior article 11; all of the definition wording for "slip" has been separated into a new section 6.03 and the following sections renumbered.

11. The addition of 6.02 enables the deletion in entirety of article 11. The detailed language from article 11 belongs in the rules & regulations for each of the committees, not the bylaws. I recognize this is a drastic proposal and I have not renumbered the rest of the articles and sections following the deletion of 11. This remains to be done if you and the Board accept it. -I'm totally behind Graham's recommendation here.

12.01. No changes but we still need to identify the grandfathered slips.

12.04. I have changed six months to three months. There may be other changes, such as deletion of subleases

I recommend that we accept this version of the Bylaws for a vote to submit to the Members at our next Board meeting.