

SOUTH BAY COMMUNITY ASSOCIATION
BOARD OF DIRECTORS MEETING
May 14, 2026 9:30am
Draft Minutes

1. Call to Order
The meeting was called to order at 9:32 am.
2. Determination of Quorum
Quorum was present to start the meeting with all Board members in attendance: Carolyn O'Keeffe, Christine Spagle, Faye Beuby, Owen Dennison, Donna Colosky, and John Cacho, present. There were approximately five SBCA members in attendance along with the SBCA's General Manager, Mark Torres.
3. Approval of Agenda
Members in attendance and the Board were provided with the opportunity to suggest changes or additions to the agenda. An error in dates referring to the next Board meeting and next workshop were noted and corrected. Motion to approve the agenda as corrected. **Approved 6/0.**
4. Approval of meeting minutes for April 9, 2026, Motion to approve. **Approved 6/0.**
5. President's remarks – Carolyn O'Keeffe
 - a. Pres. O'Keeffe commented on recent member events such as the Pancake Breakfast and Member Fiesta Dinner. Pres. O'keeffe also commented on the upcoming Memorial Day Ceremony planned for May 25th at the Bay Club.
 - b. PLVC matters. Pres. O'Keeffe transitioned reporting to VP Spagle. Christine Spagle attended the PLVC meeting and Carolyn O'Keeffe did not. The following meeting discussion items were acknowledged:
 - i. JC Commissioner Greg Brotherton reported on the following items; his end of term, the new candidates to replace him, challenges in the County budgeting process, HC Bridge closures, Fireworks allowance in the County, and the proposed levy lift that will provide financial support to Jefferson County parks.
 - ii. Chief Black from EJFR was in attendance and spoke to current County fire risk status.
 - iii. PLA updates included plans on "Falls Terrace" being prepared for residential development, and the upcoming OWSI rate increases.
 - iv. The PLVC Utilities Committee commented on their communication plan to support community awareness of changes/challenges involving (primarily) water & sewer matters in Port Ludlow.
 - v. PLVC representatives spoke about a number of other matters involving Trails, Emergency Planning, proposed cell tower among others.

- vi. PUD representatives spoke to upgrades in Broadband access in the County and preventative maintenance involving tree trimming to avoid issues with high wire electricity transmission.
6. Manager's report – Mark Torres Club Operations
- i. General Manager Torres reported on several matters.
 - 1. The General Manager noted there were no changes in staffing levels (shortages). Recent insurance matters may delay hiring the recently approved leadership position of the FY 2026-2027 (Events/Front Desk) and have initiated a new proposal for HR. The GM stated he would work with Pres. O'Keeffe to coordinate a future HR meeting to discuss an alternative plan/proposal.
 - 2. The GM provided more information on the recent EJFR Breakfast fundraiser; 75 attendees, and nearly \$800 in contribution were paid to EJFR (proceeds and direct donation).
 - 3. The GM reported on Member's Lounge. Weekly attendance remains unchanged but announced that the patio was now open for outdoor seating.
 - 4. Club Projects were discussed:
 - a. Pool deck drain status was noted as unchanged, an alternative troubleshooting method to discover source of clog/blockage will take place in the next week.
 - b. Tree trimming occurred earlier this week; addressing maintenance of sight lines and keeping branches and other vegetation away from the building.
 - c. The pool area is still without heat; the part needed to restore heating to heat pump was delayed. Repairs are expected before end of month.
 - d. Back area patio areas will be cleaned next Wednesday.
 - e. The new lockers are expected to be delivered and installed mid-July.
 - f. Bay Club window cleaning will occur at the end of June.
 - g. The GM reported that SBCA's legal counsel has submitted a final change to what is now expected to be a final version of the update to SBCA's Bylaws. A copy of the newest working draft was forwarded to the Board members to review one last time.
 - h. The transition for website maintenance duties is ongoing. The firm is working on a design template for the SBCA to review/approve. It should be ready for viewing next week.
 - i. Next year's insurance renewal options are still being assessed. A new broker is working with four different underwriters to find a good match for the SBCA's 2027-2028 fiscal year.
 - j. Associate Membership is now at 49, GM announced that there was couple waiting to join and would restore the Associate

Membership total to 50. The couple were recently SBCA lot owners and have moved but want to retain connection with the facility/SBCA. Since they were past lot owners, the couple has asked the GM to have the Board consider allowing them to continue as Associate Members but waive initiation fee.

- k. GM stated that next FY Budgets were finalized and reviewed once more by the Finance Committee and are included in the AGM packet of materials for the Board to review and approve for production/distribution to members.
- l. The GM noted that the date for the SBCA to follow requirement to send out 2nd notice of delinquency letter to all remaining members that have not yet paid the April period assessment was 5/13/2026. There were 12 SBCA members that were sent the 2nd delinquency notice.
- m. Final item GM commented on was related to bids for the landscape project; GM reported that all have been obtained to verify that the total expense is aligned with the budget allocation of funds forecast in the Reserve Budget expenditures planned for the 2026-2027 fiscal year. Finance is scheduled to report on this item later in the agenda.

7. Treasurer's Report – John Cacho

- a. Fiscal year is related to the YTD totals as of April 30, 2026. Reporting is relative to the SBCA's status of 10 months actual income and expense. Regarding financial performance the SBCA is in good shape.
 - i. YTD the net variance over plan for period ending 4/30/2026 is positive at +\$125K. John stated that the net surplus would decrease in the next 60 days due to a variety of circumstances, however year-end performance is expected to remain favorable.
- b. John stated that income was up over forecast due to prepayments of assessments, resolution to a large delinquency matter, timing of capital contributions, and additional Associate membership initiation fees over what was planned. On the expense side, the deficit in Club staffing levels contributes most to savings; the remainder in savings coming from supplies expense associated with Member's Lounge and in Repair & maintenance due to timing of some larger expenditures.
- c. John spoke to Reserves next, indicating that there are no more planned Reserve expenditures for the rest of the fiscal year. The current total of expenditure aligns with the budget, and income from Reserves deposits is as expected and final balance of Reserves will slightly exceed the original forecast as conveyed to SBCA Members last year at the Annual Meeting.

8. Board Communication

- a. A records request was received > the GM summarized the nature of the requests and how the matter was resolved.

- b. A request to waive the Associate Membership initiation fee was received by the GM. The GM reported this during the GM Ops Reporting period and now asked the SBCA Board members to advise on how the GM should answer the couple making the request.
 - i. The Board had extensive discussion after circumstances related to the request were disclosed. Special circumstances were disclosed as coming from a former SBCA homeowner, that recently sold the property and wished to remain a SBCA member but now through Associate Membership. After a prolonged period of discussion Pres. O’Keeffe called for the question: Motion to waive the Associate Membership initiation fee for the past SBCA property (Lot) owners wishing to remain SBCA Members through Associate Membership. **Approved 5/1.** *Note: There were comments and suggestions from the Board and from the floor, that the SBCA Board should consider amending the Associate Membership Policy and Agreement to reflect the accommodation made at the meeting to allow for a waiver, so that future requests of this kind can be aligned with a defined (SBCA) policy, and avoid any perception of subjectivity for future SBCA Boards.*

9. Committee Reports

- a. ARC Committee Report (April meeting): There were nine applications for the Committee to review. Seven applications were unconditionally approved, and two were conditionally approved. No other actions taken.
- b. Activities – Carolyn O’Keeffe.
 - i. A review of Fiesta Dinner. 65 attendees. Plenty of food.
 - ii. Pancake breakfast for EJFR – 75 attendees.
 - iii. Carolyn announced next Member event – a BBQ, with live band and dancing. \$25 per person, on June 12. Carolyn also announced other upcoming scheduled presentations associated with Jefferson Healthcare, First Nations series, and CIA history series.
 - iv. Carolyn disclosed a summary proposal regarding adding a pétanque court(s) to the SBCA grounds. The Activities Committee was in favor of the suggested activity but forwarded the matter on to Facilities to allow for a more comprehensive proposal review.
 - v. Carolyn announced that a committee member, Kare Sargent, had resigned from the Committee.
- c. Facilities – Director Dennison
 - i. Spoke to Committee’s review of several different items including;
 - 1. A proposal to repair and enhance the Auditorium stage for presentations, committee conclusion and recommendation was to proceed with project.
 - 2. A discussion took place on strategy to remediate the ongoing challenge of maintaining a clean appearance for the counter at

the front desk. The current finish is easily compromised by guest and member contact. Rob York was tasked with developing a strategy to resolve.

3. Landscape bids for the proposed Reserves projects planned in the 2026-2027 fiscal year were reviewed in depth. The committee made recommendation to proceed with the bid received from NLS.
 4. The pétanque court proposal was discussed. Facilities Committee members had no opposition to a new activity but did identify several considerations before recommending that the SBCA pursue this now. Once all issues related to the addition of a pétanque court are resolved then perhaps it will be a great addition in the future, but not now.
- d. HR –Carolyn OKeeffe
 - i. HR Committee did not meet.
 - e. Health & Fitness – Christine Spagle
 - i. Christine stated that the newly adopted Donations Policy was discussed within the context of items related to the Fitness Areas of the Club.
 - ii. A second Bay Club Fitness “Open House” was discussed. The Committee felt that the current weekly smaller orientation sessions are serving sufficiently with that intention of awareness. No plans for a 2nd Open House were made.
 - iii. Christine reported that Active Life Fitness is preparing to resume its strength and balance presentations for SBCA Members soon.
 - iv. Christine announced that a committee member, Kare Sargent, had resigned from the Committee.
 - f. Long-Range Planning –Carolyn OKeeffe
 - i. Carolyn reported that there were insufficient members available to establish a quorum. The meeting resulted in an informal discussion on matters related to future insurance coverage options/sourcing.
 - g. Finance Committee - John Cacho
 - i. John announced that the Speakers Fund had been established at Sound Bank. An initial donation of \$88 collected at past speaker events was used to establish the fund. To date the SBCA has received an additional \$1,000 to fund future speaking events.
 - ii. John summarized the additional work of the Committee to review next year’s fiscal operations budget, reserves budget, and budget narrative included in the Annual Meeting packet. The Finance Committee was satisfied with all as submitted to the Board within the draft AGM meeting packet the Board received to review.
 - iii. John also explained that the Committee reviewed the same landscape bids that Facilities Committee had reviewed. He stated that Finance concurred with recommended contractor/bid and verified that the bid amount reconciled with forecasted expenditure in the budget for that project.

iv. John stated that during review of items from other Committees, Finance reviewed and discussed the proposal for Stage repairs and enhancement that the Facilities Committee passed on to Finance. The Finance Committee's recommendations was to pursue the repairs and modifications and recommended that the Board approve up to \$6K to facilitate completing the project. Motion to approve up to \$6K to facilitate repairs and enhancement to the Bau Club auditorium stage to be paid from Reserve Funds. **Approved 6/0.**

h. Motion to approve all committee reports. **Approved 6/0.**

10. Old Business

- a. Timberton Complaint: Carolyn advised the Board that the period for Board contact and resolution of verified rules infractions has passed. The Board was provided with Fines and Fees policy associated with Rules Enforcement and agreed to proceed as SBCA policy defined. Motion to start assessing fines of \$50 per day, until all rules infractions are resolved. **Approved 6/0.**
- b. AGM Packet of materials: Carolyn noted that the Board had received a copy of the draft meeting materials intended to be distributed to members in the annual meeting packet, including budget narrative, budgets, reserve cash flows, financial performance, voting materials agenda, and notice. The Board was asked if there were any changes or concerns with the packet as submitted to the Board for review. Motion to approve the 2026-2027 annual meeting packet as submitted. **Approved 6/0.**
- c. SBCA Bylaws: a final change was made to the draft (amended) Bylaws by SBCA's legal counsel. The Board was asked if there was any further need for change or any concerns to this final draft to be presented to the SBCA members at the Annual Meeting in July to approve. No further amendments were noted or suggested. Motion to approve the draft of Bylaws as amended and submitted by SBCA's legal counsel David Huhs. **Approved 6/0.**
- d. SBCA Rules. A modification to the Bay Club Rules was made to incorporate specific collections of rules related to Fitness and Swimming in the manner that Wood Sho rules were presented within the rules. The rules were revised to reflect that intention. Fitness Etiquette and Rules were added to Bay Club Rules, existing Pool use related rules were consolidated into a single section and then placed in sequence ahead of the wood shop rules. No other significant changes were made to the existing rules. Motion to adopt the amended Bay Club Rules. **Approved 6/0.**

11. New Business

- i. None.

12. Member Comments

- a. Director Colosky announced that she would be unavailable for the next regularly scheduled Board meeting.

13. Adjourn at approximately 10:43 AM a Motion to adjourn. **Approved 6/0.**

Next SBCA Board Meeting: June 11, 2026, 9:30 AM.
Next SBCA Board workshop: May 21, 2026, 1:00 PM.