

Bristol Yacht Club
ANNUAL MEETING
NOVEMBER 14, 2021 AT 1600 HOURS
AGENDA

1. Minutes of Previous Annual Meeting - Roland Gendreau
2. Report of the Audit Committee – Hardy Hartwell
3. Report of the Treasurer – Peter Maloney
4. Report of the Steward – Chris Healey
5. Reports of Standing Committees:
 - Fleet Captain – Paul Redman (acting)
 - Grounds – Tom Pasqual
 - Waterfront – Glen Petaja
 - Race – Nick Cromwell
 - Social – Carole Mansur
 - Membership – Alan Dimson-Doyle
 - House – Rosemary Alden
 - Instructional – Kristin Browne
6. Report of the Commodore – Chris Bjerregaard
7. Election of Officers and Audit Committee Members
8. Unfinished Business- None
9. Proposed 2021-22 Budget –Peter Maloney
10. Proposed Bylaw Change – Peter Maloney
11. New Business – Proposed Spring Membership Meeting- Susan Grandpierre

2020-2021 EXECUTIVE COMMITTEE

FLAG OFFICERS

Commodore	Chris Bjerregaard	401-253-5554
Vice Commodore	Joe Whelan	401-253-1942
Rear Commodore	Paul Redman	401-245-8654
Fleet Captain	Paul Redman (acting)	

ADMINISTRATIVE OFFICERS

Secretary	Roland Gendreau	401-396-9910
Treasurer	Peter Maloney	401-253-2442

COMMITTEE CHAIRS

Past Commodore	Ruth E. Souto	401-253-1495
Membership	Alan Dimson-Doyle	508-238-7074
Social	Carole Mansur	704-953-8360
House	Rosemary Alden	401-247-0229
Instruction	Kristin Browne	401-253-2318
Junior Activities	Peter Levesque	857-205-9325
Race	Nick Cromwell	401-253-9560
Waterfront	Glen Petaja	401-396-6678
Grounds	Tom Pasqual	401-253-4379
Member at Large	Catherine Murray	508-450-4450
Member at Large	Kathy Rotsky	508-675-6197

Motion made to accept the report of the Treasurer (Alden/Mansur).

Question called by Bjerregaard

Approved

Unanimous

Chief Steward's Report

Chief Steward Healey reported that since last year's Annual Meeting, his office has moved from a storage trailer to a modern office in the reconstructed House. He reported that the club's physical equipment including the House and launches have functioned well over the year. He reported he was able to rehire a number of launch drivers and bartenders. For the off season, he plans to spend time organizing the House basement and creating space for tool storage and a workshop, and creating a dedicated area for Social Committee storage.

Joe Brito asked all to extend their congratulations to Chris for doing an excellent job getting the club back together.

Leslee Lippman asked about training staff on Covid procedures in preparation for 2021; Chris replied that all of the Covid equipment will be in place for 2021 and staff training will be done as required.

Fleet Captain – Brad de Wolf (Full Report is on file with the Secretary.)

Brad thanked the Cruise Committee and specifically Marilyn Dimson-Doyle for the planning and execution of the cruises that happened in 2020. He spoke about the list of cruises that were planned and the ones that happened. He also covered the overview of the Summer Cruise. For 2021, he plans to use some of the 2020 planning that was done.

Grounds – Tom Pasqual (Full report is on file with the Secretary.)

Grounds Committee Chair Tom Pasqual reported that the major work that was done included a new BYC sign at the entrance to the club, rebuilding of the wall along Poppasquash Road and installation of a new fire pit in the grill area. A landscape architect was engaged to plan new plantings around the club to replace what was there before the fire. For 2021, goals are to alleviate parking issues along the Poppasquash Road, adding Adirondack chairs and new picnic tables in the fire pit area.

Waterfront – Glen Petaja (Full report is on file with the Secretary.)

Waterfront Chair Glen Petaja reported that the waterfront was open running as normal during the Covid limitations. The Waterfront Committee has been reorganized in four teams to manage Docks, Finance, Storage and Vessels. Waterfront projects included installing 3 new ramps to the dinghy floats, upgrading the electrical service on the dock, updating the mooring inspection records and working on a long-term plan for replacement for the floats and pier. For 2021, the plan is to get back to normal waterfront operations, replacing Neptune's transmission, investigating ramp silting solutions, figuring out how to accommodate wider dinghies on the floats and kicking off the first phase of the float replacement project. That project is in the design phase where we are looking to determine if any design changes should be done. Financing of the project is planned to be covered by the reserves but it could be tight. The updated plan and the finances will be presented to the membership at next year's Annual Meeting. No significant funds are planned to be expended on the project during this fiscal year. Glen closed by thanking all the members of the Waterfront team that does so much work to keep the floats in good condition.

Race – Nick Cromwell - (Full report is on file with the Secretary.)

Race Committee Chair Nick Cromwell reported that despite the pandemic restrictions, race activity at the club was well attended. Weeknight racing included the Millard Series, One Design, Team Racers and junior dinghy racing. Weekend racing included MOHOSA, Swanson Cup, Sea Sprite and J/22 Regattas and six days of Team Racing. Some larger events were unfortunately canceled.

Plans for 2021 include monthly race meetings to improve race activities and continuing to improve weeknight racing and recurring events. Other goals include attracting race events for members and the communities and participating in away events such as the Yacht Club Invitational, US Sailing Championships and NBYA events. A major planned event is the US Sailing Team Race Championship for the Hinman Trophy.

As the BYC strategic plan highlighted racing as an important aspect of the club, Nick plans to seek out and support additional race activities based on the value of the event to the club. The US Sailing Team Championship in 2021 and the J-/30 North Americans in 2023 both represent those kinds of activities.

Social Committee – Carole Mansur

Social Committee Chair Carole Mansur reported on the 2020 events that were all held under the tent. A full slate of events is planned for 2021, subject to loosening of the Covid restrictions. Carole asked for suggestions on events that would attract younger members of the club.

Membership Committee – Alan Dimson-Doyle

Membership Committee Chair Alan Dimson-Doyle started by thanking the members of the Membership Committee for their diligence and hard work, those that were sponsors of new members and Chris Healey and the members of the Executive Board for their support.

Alan reported that the Membership Committee enjoyed another banner year welcoming 10 new Senior members and four Intermediate members. We currently have 10 prospective members on this year's wait list, a number expecting to grow to 20 by the December 31.

Changes in 2020 include three seniors moving to Old Salt and three Intermediates moving to Senior.

Planned committee initiatives in 2021 include promoting inclusivity and diversity, conducting an Open House for new applicants, and focusing on attracting more intermediates. In addition we want to promote gatherings for Intermediates and Juniors so they feel more included in the club.

Howard Rotblat Walker asked about the demographics of the folks on the waiting list which Alan said he would provide him by email.

House Committee – Rosemary Alden

Acting House Committee chair Rosemary Alden thanked her committee members for their efforts. Accomplishments include reopening our renovated Clubhouse, having our first member dinner, creating the Kitchen Klub and opening our Beach Bar in June. In spite of the restrictions the Beach Bar had revenue of \$48k. For 2021, we are planning to update our rental contracts to stimulate rentals, conducting our bimonthly member dinners with speakers and pop up events by the fire pit.

Junior Committee – Pete Levesque

Pete reported on the types of junior activities and the assets that the club has to support them. He is looking for volunteers to work on his committee to help plan appropriate activities.

Instructional Committee – Kristin Browne

Instructional Committee Chair Kristin Browne reported that 2020 was a successful year for EBSF. Classes were planned to be smaller with no lunches to align with Covid restrictions. Adult sailing saw increased use of the J/22s with a

limited Merc fleet and limited adult volunteer staff. The fall program was the biggest ever, attracting kids from the summer race team. We hosted the NBYA 420 regatta and supported the BYC Team Racing with the J/22's.

Another accomplishment in 2020 included the development of the green/electric coach boat with a grant from 11th Hour Racing.

Registration numbers in the classes were off a bit from 2019 for both juniors and adults, but aligned with that in 2017. J/22 Monday team racing attracted sailors from New England and neighboring clubs and the Thursday J/22 Fleet Race included 50 races over the summer.

Plans for 2021 include trying again to hold a fundraising event as well as the end of year annual campaign to raise funds for EBSF. Funds are being targeted for Mercury sails and repairs, 420 upgrades and additional Blue Dragon Prams.

Expressing thanks for the supportive comments in the Strategic Planning Survey, Kristin said she wants to work with BYC to determine exactly what the members are seeking in their instructional programming.

Kristin closed by thanking BYC for all the help and support they provide and the many members who teach, charter, race and sail in the EBSF programs. Fundraising and private donations in 2020 amounted to \$18,500.

Linda Burns asked that if BYC members are going to be asked to provide funding to EBSF, and that there be more transparency and analysis of the EBSF financials. Kristin said that is no current request for such funding but certainly would provide whatever information is needed if such a request ever came to pass.

Joe Brito asked what the goal was for the end-of-year campaign. Kristin said that typically we look for 12,000-\$15,000.

Report of the Commodore – Chris Bjerregaard

Commodore Bjerregaard reported that all things considered, 2020 was a really good year. He thanked Chris Healey for staying on top of Covid restrictions and guidelines and all the members for aligning with the guidelines and procedures.

The Strategic Plan first step was completed thanks to Nick Cromwell, Susan Grandpierre and John Bell. On Tuesday the board will start the work of coming up with the next step recommendation.

For 2021, we are looking to have a solid summer and we will be working hard to make it happen. Due to the fire, we lost a lot of basement space used by EBSF and Chris Healey for the workshop. The containers on the south side are there to replace the lost space. We will work to make good use of the basement space left and then see how we can make up for the lost space in 2021.

Election of Audit Committee members – Nominating Committee

Nomination Committee Chair Ruth Souto said that we have a unique situation with the Audit Committee. At the 2019 Annual Meeting David Schwartz was elected in the normal manner. However, the rest of those elected to the Committee could not serve for various reasons, so the vacancies were filled by the Executive Committee. All the Committee members now have the same tenure and the bylaws are silent on how they should be then be rotated in that situation.

Ruth said that after a lot of thought and discussion, the Nominating Committee then proposed the following slate of Audit Committee members and their terms:

- Hardy Hartwell - 1 year (to serve as Chair)

- Joe Murray - 2 years
- David Schwartz -3 years (elected November 2019)
- David Jacobs - 4 years

Ruth certified that the above slate was posted 30 days prior to the meeting as required by the Bylaws and that the Bylaws preclude nominations from the floor. Ruth asked if the Secretary had received any additional nominations. Secretary Roland Gendreau stated that no other nominations were received by the 15 day deadline prior to the date of the Annual Meeting as required by the Bylaws.

Ruth certified that the slate is in compliance with the bylaws.

Ruth asked if there were any objections to election by acclamation. No objections were raised.

Since there were fewer than five objections required by the Bylaws to prevent election by acclamation, the slate as nominated by the Nominating Committee was then declared elected as presented.

New Business:

Proposed 2021 Budget – Peter Maloney

Peter stated that the net income budget for this year will be \$62,500 as compared with \$55,000 in 2020; he believes it is a conservative number based on estimates for when the club will be back to normal operations.

He noted these budget highlights and assumptions:

- We will be at full membership.
- Dues will go up \$125, but the capital assessment of \$125 will cease.
- BYC will be hosting a major regatta (US Sailing Hinman regatta).
- The Commodore’s Ball will be scheduled.
- A race director will be hired at a cost of \$5k, partially offset by reductions in some fees.
- \$120,000 of capex requests were whittled down to \$62,500.
- To support the Waterfront Committee’s dock replacement project, \$42,500 in capex reserves will be required annually.
- Elimination of the printed *Mainsheet* and printed Annual Meeting booklet.
- Limited impact of revised Old Salt Bylaw and under 40 initiation fee deferred payment plan.

The under age 40 deferred payment plan incorporated into the budget is designed to attract younger members to try to address the aging membership issue that we have.

Peter presented the budgets for House, Waterfront, Race and Social. For House, he expects more rental income and bar revenue but also increased expense for inventory. For Waterfront, he expects slightly higher income from fees, more visiting yachts but also higher expenses due to some maintenance and deferred expenses. Race income and expense go up by about the same amounts, mostly due to the Hinman. For Social, we expect more events but expect close to breakeven.

The total income budget for 2021 is 669,900, up 15% over 2020, with dues up, capital assessment down and a number of other post Covid adjustments.

The total expense budget for 2021 is \$607,300, up about 13% from 2020. He is hoping for lower office expenses, expects property taxes to go up and lower truck expenses. Administrative social expenses will be higher because we

canceled everything in 2020. House expenses will go up in line with increased income. Expenses will be lower for the *Mainsheet* due to elimination of the hard copy. EBSF support costs will continue as we expect the trailers to stay for the year.

Net operating income would then amount to \$62,500, a 42% increase over 2020.

The 2021 Capex is budgeted at \$62,500 as follows:

- Waterfront - docks (pending dock replacements to start) 45,000
- Grounds - tree removal 3,000
- Grounds - Adirondack chairs (7) 2,000
- Grounds - trex picnic tables (2) 1,200
- Race - marks + anchors 1,400
- Race - Istart for Herb 600
- Work / storage space in the basement. 4,500
- House - misc. additions/repairs 4,800

Because there are some uncertainties in how things will happen in 2021, there is a chance our net income will be better than expected. By mid-year, we should be able to accurately forecast it. If that is the case, then we would want authority to spend some additional capex on some supplemental items. The items are listed in two tiers.

First Tier

- Admin social/social expenses 5,000
 - Grounds - add'l adirondack chairs 2,000
 - Race - add'l marks + anchors 1,600
 - Grounds - irrigation system 2,500
 - Increase in Emergency Reserve (target = \$100K, actual is \$19K) 2,000
- First Tier Total 13,100

Second Tier

- Widen shell driveway 6,600
 - Grounds - 20 x 40 tiki bar area tent 6,000
 - Waterfront survey 7,000
 - Tech Upgrade / club management software 2,500
 - EBSF / BYC Mooring re-configuration + heavier tackle 3,000
- Second Tier total 25,100

Motion to approve the 2020-2021 operating and regular capex budgets as proposed. (Alden/Mansur)

Tom Hagan asked if we are a tax exempt, why we have a tax liability. Peter answered that we are a C7 Social Club, so we are not subject to corporate income tax, but we do have to pay property tax.

David Swanson asked it seems unfair that we are raising dues but forgiving people who owe a final payment on the capital assessment. The answer is that the assessment is over and no one will be paying a capital assessment payment in 2021.

Howard Rotblat-Walker asked to clarify if the final payment of the assessment was being eliminated. Peter confirmed that the assessment ended in 2020.

Craig Lippman asked if the motion was for a dues increase. Peter answered that the motion is to approve the budget which includes the dues increase.

Question called by Bjerregaard

Approved

Motion made to approve the conditional capex expenses items as presented (Alden/Mansur)

John Bell proposed that the motion be defeated. He said that the idea that we spend beyond our budgeted net income is something we have never done and represents a substantial risk to the funding of the waterfront reserves. If at the end of the year, the profits are higher, we should then use it next year.

Joe Whelan responded that the Executive Committee has been extremely responsible during difficult times and to say you will not give the Committee the latitude to allocate \$13k and \$25k for the two tiers, that it is the club's intent to fully fund the Waterfront is overly restrictive oversight. He encourages everyone to provide some latitude recognizing that we narrowed the capex requests from 120k to 62k.

Joe Jablonowski said he agrees with John Bell about funding the additional items in mid-year; he did not believe we would have a good estimate on how the rest of the year will turn out at mid-year.

Susannah Holloway said she agrees with Joe Whelan and says this is a reasonable request that we should vote for. Bill Campbell said he sees both points but is happy that we are being asked to approve the spending and asked folks to vote on the merits not on the characterization of whether it is reasonable or not.

David Schwartz said he appreciates Joe Whelan's comments; he said he sees noting on the list that is critical, and by the time that the financials are clear, it will be late August or September, we will be done with the fiscal year and the items can be approved in next year's budget.

Tom Dawson added that he appreciates the information presented; he supports approving this because each item would need to be approved by the board before they happen.

Jll Wescott said she is concerned about the waterfront and doesn't seem a crisis to spend on these items; she recommended funding them in the next budget.

Scott Free spoke in favor of passing it based on the idea that the board would need to approve each one.

Bill Campbell made a motion made to amend the motion so that the conditional capex would not be acted upon until November. David Schwartz seconded that motion.

Peter noted that November is the same as defeating it as it would be at the time of the next Annual Meeting.

Joe Brito asked if the Executive Committee had endorsed the budget and the answer was yes. Based on that he said he would vote in favor.

Joe Whelan questioned whether the amendment could be voted on if its purpose is to defeat the main motion.

Chris Bjerregaard said we either accept or reject the main motion as the amendment would put it off to next year in another Annual Meeting. The motion to amend the main motion was then deemed out of order.

Leslee Lippman said ignoring the parliamentarian is not a good thing to do. She did not agree that the amendment canceled the original motion. Craig Lippman said he agreed and we should vote on the amendment before the motion.

Alan Small said that the amendment is redundant because a vote for it would nullify the main motion.

Randy Johnson said that an amendment is offered, you vote on it then vote on the original proposal. Susan Holloway added that parliamentary procedures are very important; the mover of a friendly amendment decides if an amendment is friendly; if not, then we go ahead with the original motion.

Ed Mansur asked to clarify the amendment would move the date to November, and be acted on then and the answer was yes.

Bill Campbell said he did not offer it as a friendly or unfriendly amendment, but since the Commodore has already ruled it as out of order, so we should move forward.

Chris Bjerregaard then said that we should vote on the amendment.

**Question on the amendment was called by Bjerregaard.
The motion failed on a vote of 48 yes, 78 no.**

Chris Bjerregaard then called for a vote on the main motion.

Question on the main motion was called by Bjerregaard. The motion passed on a vote of 74 yes 48 no.

Proposed Old Salt Bylaw Change – Alan Dimson-Doyle

ARTICLE XVIII MEMBERSHIP AND PRIVILEGES

Current wording:

Section 6. Members, who have reached 70 years of age, have been members of the Club for 20 years, and no longer use the waterfront (e.g., own a boat) may be considered Old Salts upon approval by the Executive Committee. Old Salts will be entitled to a 50% discount of membership dues and are exempt from capital assessments.

Proposed wording:

Section 6. Members, who have reached 70 years of age and have been members of the Club for 20 years, or have reached the age of 75 years and have been members of the Club for 15 years, and no longer use the waterfront (e.g., own a boat) may be considered Old Salts upon approval by the Executive Committee. Old Salts will be entitled to a 50% discount of membership dues and are exempt from capital assessments. The Executive Committee may impose a limit on the number of Old Salt requests approved annually.

Alan said that this change will be limited to 10 members for the 75/15 in 2021 and admission determined by tenure..

The rationale is that the impact on the club is minimal, the financial advance is about \$10k in additional income, and it will provide long term memes with the opportunity to remain a part of the club.

Motion made to approve the proposed bylaw change (Dimson-Doyle/Redman)

Howard Rotblat-Walker proposed an amending the proposal to change the number of years from 15 to 10 and to strike the last sentence that gives the EC the authority to impose an annual limit on the number of Old Salt requests. The motion was seconded by Roger Carney.

His reasoning is it seems that it is ambiguous that gives the EC power that should be more clearly defined. Betty Brito asked how the \$10k number was arrived at; Peter Maloney said it was based on the extra income from senior member dues.

Roland Gendreau commented that the impact of this change is really unclear as we do not have complete information on a lot of senior members who may apply.

Howard said that folks who resign but meet the age requirement but not the tenure requirement are a real loss to the club both in terms of income and equality.

Bill Campbell said amending the bylaw that was in the meeting notice was out of order because it is proposing a larger change than what was in the meeting notice.

Ann Quigley asked if the Old Salts free up space for other members and the answer was yes.

Chris stated the since the amendment was out of order, we will vote on the main motion.

Question on the main motion was then called by Bjerregaard. The motion passed.

Motion made to adjourn the meeting. (Petaja/Redman)

Question called by Bjerregaard. Motion passed.

Respectfully submitted,
Roland Gendreau
Bristol Yacht Club Secretary

Election of Officers and Audit Committee Members

Proposed Executive Committee 2021-2023

FLAG OFFICERS

Commodore	Joe Whelan	401-253-1942
Vice Commodore	Paul Redman	401-245-8654
Rear Commodore	Bob Millard	401-258-6995
Fleet Captain	Ralph Kinder	401-751-5719

ADMINISTRATIVE OFFICERS

Secretary	Roland Gendreau	401-396-9910
Treasurer	Peter Maloney	401-253-2442

COMMITTEE CHAIRS

Past Commodore	Chris Bjerregaard	401-253-5554
Membership	Alan Dimson-Doyle	508-238-7074
Social	Carole Mansur	704-953-8360
House	Jane Guinther	408-995-0500
Instruction	Richard Feeny	415-233-1630
Junior Activities	Susannah Holloway	401-289-3908

Race	Nick Cromwell	401-253-9560
Waterfront	Glen Petaja	401-396-6678
Grounds	Doug Kallfelz	401-694-1220
Member at Large	Barbara Petrocelli	516-313-0263
Member at Large	Rosemary Alden	401-253-9560
Audit Committee (4 year term)	Evan Granoff	401-253-4245

Proposed 2022-3 Budget

Details of the proposed budget were published in the November *BYC Mainsheet*.

Proposed Bylaw Change

Current language: ARTICLE XIX FEES AND DUES

Section 3. Members in the armed forces of the United States shall be exempt from dues as long as they are in active service and they do not use the Club’s facilities.

Proposed language: ARTICLE XIX FEES AND DUES

Section 3. Members in the armed forces of the United States shall be exempt from dues as long as they are in active service and they do not use the Club’s facilities. Members exempt from dues under this section shall not count toward the limit on the number of Senior Memberships set forth in Article XVIII, Section 2 either during the period of their military service or in the year of their active return to the use of the Club.

Proposed Spring Membership Meeting – Susan Grandpierre

Proposed meeting purpose and rationale were published in the November *BYC Mainsheet*.