

# Rancho Santa Teresa Swim and Racquet Club Board of Directors Meeting – MINUTES

July 23, 2008

Board Members Present: Kerry Burnham (President), Vic Haddad (Treasurer), Millie Coleman, Lance Henderson, Rick Peterson, & Denise Sanchez

Board Members Absent: Cynthia Neuendorffer (Secretary)

Office Staff Present: Doug Lowe (Club Manager), Julie Capote (Office Coordinator)  
Shaina Peterson (Activities Coordinator), Dominica DeAngelo (Swim Lesson Coordinator)

Office Staff Absent: None

Members Present: None

## 1. CALL TO ORDER

Meeting was called to order at 7:04 PM by president Kerry Burnham.

## 2. APPROVAL OF BOARD MINUTES (Dated June 16, 2008)

The Minutes are reviewed. Vic makes motion to accept the Minutes as is; Millie seconds the motion. All are in favor. Minutes are accepted as is.

## 3. TOWN HALL INPUT AND DISCUSSIONS

- None.

## 4. STAFF REPORT/ACTION ITEMS

### Doug Lowe (Club Manager)

- Discussed Club Manager Report
- Diving Board discussion. Current Board needs to be replaced. It will be monitored closely to make sure it is safe to use. We will close the diving board the beginning of September.

### Julie Capote (Office Coordinator)

- Discussed Office Coordinator Report.
- It is decided that we will change our policy to use Certified Mail to send the 10-Day Notices as well as attempt to call if we have a phone number in our records.
- Rick suggests we try to consolidate the signing of all outgoing checks to coincide with the timing that payroll checks need to be signed every two weeks and have it be on set days to streamline the check signing effort by Board members.

**Shaina Peterson (Activities Coordinator)**

- Discussed Activities Coordinator Report
- We will switch to School schedule (pool will be open weekday afternoons and weekends) beginning August 25.
- Activities Coordinator, Swim Lesson Coordinator, and Club supervisor have been requested to provide tentative schedule before the start of each pay period.
- Denise requests Shaina to shift Lifeguard/Office Aide scheduling to coincide with pay periods. Denise will assist Shaina in the transition.

**Dominica DeAngelo (Swim Lesson Coordinator)**

- Discussed Swim Lesson Coordinator Report

***Staff excused.***

**5. BOARD OF DIRECTORS REPORTS**

**Kerry Burnham (President)**

- Nothing to report.

**Vic Haddad (Treasurer)**

- Discussed Treasurer Report.

**Cynthia Neuendorffer (Secretary) - Absent**

- absent

**Denise Sanchez**

- Deferred until August Meeting

**Rick Peterson**

- none

**Lance Henderson**

- none

**Millie Coleman**

- Deferred until August Meeting

**6. BUSINESS BY EMAIL**

- On June 28, 2008 Mille makes a motion that we hire Head Guard Josh Peterson, as recommended by our Activities Supervisor, Shaina Peterson. On June 28, 2008 Lance seconds the motion. On June 30, 2008, Kerry sent an email advising that the "results were 3 in favor, 0 against, with 3 abstaining. (Should there be a procedural problem with the fact that there is not a majority voting in favor, making this effectively a tie, I cast a "aye" vote, making the results 4 in favor and 3 abstentions.) The motion has passed." Millie, Lance, Cynthia, and Kerry vote in favor via internet and telephone. Rick, Denise, and Vic abstain.
- Questions have arisen regarding the whether or not we are following the law in conducting our email business (see New Business), so it has been decided that special meetings shall be called instead of conducting business over the internet in the future.

**7. OLD BUSINESS**

- Calendar of events: holiday parties - Deferred until August Meeting.

## 8. NEW BUSINESS

- Rick makes motion to send 6437 San Anselmo Way and 304 Los Pinos Way to foreclosure and 234 Castillon Way and 283 Cresta Vista Way to A.S.A.P. for collections. Vic seconds the motion. Motion is passed
- Denise makes motion to change Rules and Regulations rule #6, page 4 to read: Any non-swimmer who is using the main pool must either wear a Coast Guard approved flotation device or have an adult in the water with them supervising them at all times. (revised per a 2008 Board decision) Rick seconds the motion. The motion is passed
- Assign properties to ASAP for collections – see Office Coordinator Report above
- Initiate foreclosure on properties – see Office Coordinator Report above
- Staff Excused – after Staff reports above
- Staff wage guidelines – Deferred until August Meeting
- Sea Otters use of facilities – Deferred until August Meeting
- Board Member activity & assignments – briefly went over Board responsibilities as per bylaws. Board members were reminded that they need to run planned activities by the rest of the Board for input/approval before moving forward. Kerry will prepare recommendations for which activities/staff members fall under which standing committees required by Bylaws and present it at the August Board meeting.
- Staff Reporting Hierarchy. Summer Staff (lifeguards, office aides) reports to Activities Supervisor. Activities Supervisor, Swim Lesson Coordinator, Office Coordinator and Club Manager report to Club President or Board appointed Staff liaison, who is representing and will act on the behalf of the Board's decisions.
- Elections – Fall Membership Meeting (elections) will be held Sunday, September 28. Fall mailing needs to be mailed by Saturday, September 13. Candidate biographies are due to Club Office no later than Friday, September 5.
- Vic requests the following be entered into the minutes:

### **Legal interpretation of Bylaws Article 8, section 10 and California Corp. Code 7211(b).**

A decision made by the Board President on July 1, 2008 was challenged by passing a motion based on his interpretation of our Bylaws Article 8, Section 10 and California Corp Code 7211(b) which states, "When voting to take action outside the regular board meeting, all members of the board individually or collectively consent in writing to such action which will have force and effect as unanimous vote of directors.

After obtaining legal council, it was clarified that "Abstaining" votes nullify a "Unanimous" vote and therefore the action taken on July 1, 2008 is not in compliance. Future board decisions made by email must be unanimous or a special board meeting must be called to address any issue.

## 9. ADJOURNMENT

Denise makes motion to adjourn. Millie seconds the motion. All Board Members are in favor. The Board meeting is adjourned at 9:54 PM. The next Board meeting will be held on Monday, August 18<sup>th</sup>, 2008.

Respectfully submitted

Approved August 18, 2008

Denise Sanchez, for Cynthia Neuendorffer  
Secretary, Board of Directors