



Sammamish Rowing Association  
**Board of Directors Meeting Minutes**  
 February 22, 2021

Board Members Present	Staff Members Present
Alice Detwiler	Mark Davis
Ann Creighton	Yulia Poltorak
Ann Taylor	
Bart Eppenauer	
Bill Spencer	
Dale Quigg	
Dee Walker	
Heidi Kelly	
Jennifer Teschke	
Jon Perrin	
Jonnie Ressler	
Susan Cameron	
Yvonne Cote	
Board Members Absent	Guests
John Kelly	Lise Place

- Meeting called to order via video conference at 7:04 pm.
- **Welcome & Introduction to New Members** (Heidi)
  - Heidi welcomed new board members and asked each of them to introduce themselves and what brought them to SRA.
- **Approve Minutes from 01/25/2021 Meeting** (Bart)
  - Motion to approve the January minutes proposed by Bill, seconded by Ann, and unanimously approved.

- **Governance 101 (Dee/Lise)**
  - Lise Place provided background on her history with SRA and the Board.
  - Lise mentioned that hardcopy board notebooks are available.
  - Governance materials are located in the [2021 Governance Drive Folder](#)
    - See [King County Use Agreement](#) – several board members and Mark should be familiar with this Use Agreement
      - SRA is part of the King County Public Parks – as a public entity, SRA must follow non-discrimination requirements.
      - 30 year agreement – signed in 2010.
      - King County owns boathouse – SRA is steward of boathouse and KingCo owns property.
    - See [Articles of Incorporation](#) - SRA is a 501(c)(3) entity. Articles of Incorporation include SRA Purpose as a 501c3 entity and provide a public benefit.
    - See [Capital Gymnastics](#) – this case demonstrates how a nonprofit can lose 501(c)(3) status.
    - See Materials in [Non Profit Management and Board Service Folder](#).
      - Homework - All Board members should read [WA Secretary of State Charity and Non Profit Board Service Quick Guide](#).
    - All Board members must sign Confidentiality Policy and Conflict of Interest Policy and send back to Bart
  - SRA is a Governance Board, not an Operational Board. As a Governance Board, we have an Executive Director who executes strategic plan and handles all operational activities.
  - Heidi thanked Lise for all of her service as SRA's de facto lawyer and all of her service on the Board and contributions to SRA.
- **Executive Director Report (Mark)**
  - See Mark's report posted in the [2021 Executive Reports folder](#)
  - Covid cases are going down and KingCo is now in Phase 2.
  - Juniors can row in pairs/doubles with parental permission – starting this week!
  - See Spring 1 programming numbers – up from Jan/Feb:
    - 61 juniors
    - 51 masters
  - Thought process on team boats – philosophy is “take it slow” - and will move to larger boats (fours/quads) if Covid numbers move in the right direction.
  - Will apply this process to Masters once we see how it goes with Juniors.
  - Installed light sensors in erg room.
  - Elizabeth Larson will stay in with SRA on marketing side but not coaching.
  - Sarah Polster-Trible will be our new head Middle School coach.
  - Juniors working on scrimmage plans for March 27 – SRA will be hosting, just singles
- **Finance Committee Report (Ann Taylor)**
  - See [2021 Finance Committee Folder](#) for Finance Committee Report, Statement of Activity and Budget to Actual Statement of Activity.
  - New Finance Committee met last week.
  - Established Goals for Committee.
  - Jon Perrin asked questions about rent payments and utilities.

- Ann C asked about liabilities shown as staff credit card. Expenses are listed.
- **Motion to accept PPP loan with conditions (Dee)**
  - Dee explained motion to accept PPP loan.
  - Board needed to approve acceptance of funds before we received money from SBA.
  - Exec Director and President of Board should have signed application, unless those tasks are delegated.
  - First Motion is to formally approve acceptance of PPP loan of \$145k with conditions.
    - Dee made motion and Bill Spencer seconded.
    - Motion unanimously approved.
  - Second motion to accept Mark's signature only on PPP application.
    - Dee made motion and Susan seconded.
    - Motion unanimously approved.
- **Motion to approve final Strategic Plan (Yvonne)**
  - Yvonne explained minor updates.
  - Yvonne made motion to approve Strategic Plan and Ann C seconded.
  - Motion unanimously approved.
  - Many thanks to Yvonne for her leadership on the Strategic Plan.
- **Motion to approve undergrounding proposal from Ziplly (Heidi)**
  - See Letter from Ann Corley and Marilyn Proby with background.
  - City of Redmond required that SRA pay for burying fiber optic comm lines underground. Conduit is already laid underground – Ziplly simply needs to run lines through conduit.
  - Long process (10 years) with wide range of potential costs – up to \$150k estimated.
  - Mark has made terrific progress with Ziplly.
  - Ziplly will do work to run fiber optic lines underground for \$80k estimate – if cost is less SRA will get refund.
  - Ziplly representative indicated to Mark that cost probably will not be as high as \$80k. He provided a high estimate as a cushion. Since conduit already in ground likely will cost less. Ziplly representative indicated that max cost overrun will be no more than 10% of estimate.
  - Cost proposal expires on March 10.
  - Motion made by Heidi to approve undergrounding proposal (LOI) from Ziplly. Bill seconded.
    - Dee mentioned that Board will want to consider what to do with unused funds in reserve. Ann T said that the Finance Committee plans to make a recommendation.
    - Yvonne and others asked various questions on what happens with cost overruns and whether motion should include budget numbers.
    - Mark will work with Ziplly to manage expectations on heads up for cost overruns.
  - MOTION UNANIMOUSLY APPROVED!
- **Dates for 2021 Board Meetings (Heidi)**
  - Heid proposed third Monday of each month: 3/15, 4/19, 5/17, 6/21, 7/19, 9/20, 10/18, 11/15 which was acceptable to Board
- **Volunteers for New Committee Chair Openings (Heidi)**

- Finance (Ann Taylor)
  - Governance (Dee Walker)
  - Strategic Planning (Susan Cameron)
  - Development (TBD)
  - Equipment (Yvonne Cote)
  - Safety (Ann Creighton)
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- Adjourn!