**January 9, 2019**

**South End Rowing Club**

**Board Meeting Minutes**

**Roll call:**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Member** | **Present** |  | **Member** | **Present** |
| S. Dominguez | X |  | E. Rubel | X |
| F. Hegeler | X |  | P. Moran | X |
| J. Sale | X |  | R. Moore |  |
| A. Lapp | X |  | K. Bailey | X |
| C. Merryfield | X |  | B.J. Jaurique | X |
| N. Mortimer | X |  | S. Glazer | X |
| S. Greva | X |  | V. Cornwell | X |
| B. Wygant | X |  | S. Blew | X |
| T. Wurm | X |  |  |  |
| J. Bock | X |  | S. Wintersteen | X |

**Approval of Minutes**

Motion to approve November minutes: Board approved without revision (11 – 0 – 0).

**President’s Remarks**

Simon thanked each Board member for their service to the Club and declared that 2019 was going to be a great year. He said that last year he felt like he was a president in training and this year we will benefit from his greater experience. He indicated that last year some Board decisions were complicated by personal feelings and urged each of us to “keep it objective”.

Simon then asked each Board member to introduce themselves.

**Members Moment**

1. **Confirmation of 2019 Appointed Board Members**

The newly appointed Board members (Tom Wurm, Eli Rubel, Betty Jean Jaurique and Van Cornwell) were introduced. They were confirmed by the elected officers (8 – 0 – 0).

1. **Dianna Shuster Memorial**

Simon, Betty Jean and Bill gave a brief overview of the plans for Dianna’s January 19th memorial. Each Board member is encouraged to attend and volunteer in anyway needed by the family.

1. **Gallagher Fund**

Bill explained the history of the Gallagher fund. Briefly, many years ago the Gallagher family donated $10k to the Club. The donation was to be invested and each year the dividends of that investment were to be made available to help a SERC member who is competing in an event outside of the Club (e.g., Head of the Charles).

There was some uncertainty about how the money is currently invested and how much money would be available for distribution in 2019. Susan will report back on these details at the February meeting.

1. **First Pass 2019 Budget**

Susan provided an overview of the Club’s budget emphasizing a comparison of 2017 and 2018 actuals. One of the items that jumped out was that revenue was down and expenses were up in 2018 despite the increase in membership. There are some theories why this was the case (e.g., Kathy’s heroic efforts to collect back dues in 2017) but this needs to be investigated by Susan. During the review, a number of Board members learned for the first time that, per our lease, Park and Rec gets 10% of all revenue.

Susan also explained that the City and County of San Francisco is auditing the Club’s assets. In the past we have been inconsistent about recording Club assets in the asset database. Susan (with help from the Dolphin Treasurer who recently went through the same review) is in the process of updating our asset database.

At this point Bill explained that we finally had come to resolution with the City over the fact that our (and the Dolphin’s) dock crossed a “paper street” (i.e., a street that only appears on the assessors map). It’s great to have this long standing issue behind us.

Susan suggested that at this point in the year, we could afford to allocate $25k to the various programs (not including Building). Each Commission took a turn explaining their hopes and needs for 2019.

The Board decided to allocate the $25k in the following manner:

|  |  |  |
| --- | --- | --- |
| **Area** | **Amount** | **Notes** |
| Gym | $2000 | Per Paula’s discretion. |
| Handball | 7000 | Against request for $7700.  Will fund the two electric fans for the gallery to complement the heaters and the court floors screen and topcoat.  $800 toward new storage beneath the bleachers. Will need to raise estimated additional $700 funds during the year. |
| Swimming | 5300 | For life jackets and dollies.  May come back later in the year for spending on another motor for Big Red and another new boat/motor/dollie. |
| Rowing | 10,000 | For up to $5000 toward a new boat and $1500 for two historic-type award cups.  Additional $3500 to be used toward negative spending.  Eli, Tom, and Susan to prepare a spending and income plan for 2019 by February board meeting. |
| Running | 700 | Even though Sarah will probably still spend her own money! |
| **Total** | **$25,000** |  |

The allocation was approved (17 – 0 – 0).

Unfunded items may be revisited later in the year based on the Club’s finances.

It took quite a while to resolve the above and the Board wasn’t prepared to dive into the Building budget. The Board agreed to continue Building spending at 2018 levels until a 2019 Building budget is prepared. The Building budget February will appear on the February agenda. (17 – 0 – 0).

1. **Dispute Between Three Members**

The Board then considered a dispute that has been lodged between three Club members. Member Tom Paoli spoke to this item. He made the following points:

* The Board agenda shouldn’t have mentioned the member’s names. The Board agreed with him.
* That expulsion from the Club is a significant step and should be taken cautiously and only after consultation with the Club’s bylaws.
* That he believed the members in question were prepared to move on and suggested that the Board explore this possibility with the parties.

Simon requested that Sarah and Eli jointly reach out to the quarreling members and try to understand what actually transpired and recommend next steps. Sarah and Eli will report to the Board at the conclusion of their task.

1. **2019 Board Goals**

Fran led a discussion on a suggested set of goals for 2019. The broad theme that connects these goals is dealing with the increase in membership.

The Club has doubled in size over the last 4 or 5 years.  This has created strains and exposed Club functions that aren’t scaling with the increase in membership.  While not the sole focus of 2019, we think the Board should endeavor to understand the challenges that come with increased membership and implement changes to accommodate the additional members while retaining the Club’s current culture.

Our proposal is to create a number of committees each charged with dealing with some aspect of the capacity issue.  There could be some overlap between the new proposed committees and continuing 2018 committees. The committees will sort out the overlap.

Each committees will be led by a Board member but can and should include non-Board members. The notes indicate possible leaders for some of the committees but because of lack of time, these weren’t confirmed.

**Committees:**

**What’s Import to Preserve?  Values.**

One of the first tasks is to be clear about our culture and what we really care about.  What cultural values need to be preserved as we consider changes?  The goal is to articulate a set of shared values (in support of the club's mission as an adult sports club) that act as a guide and benchmark as we consider changes in light of our increased membership.  The intent is to ensure that proposed changes don't compromise what we love about the Club.

Milestone:  Report back / adoption of core values at the March 2019 Board meeting.

Led by Fran.

**Education and Safety**

Safety is one of the biggest challenges posed by increased membership.  When new members join the Club, they need to understand not only how the Club works but the risks inherent in our sports.  Education is paramount and includes helping new members understand our values as well as practical stuff like how to sign up for a swim or getting cleared to row a boat.  New members also need to have appropriate understanding and respect for the bay both for their own safety and to minimize risks to the Club.

Milestones:  TBD by committee

Led by Susan and Niland

**Club Communications**

A 2018 committee made progress in this area but we need to push this effort across the goal line.  How do we communicate activities and events with members?  Who is allowed to use the Club’s “official” communication tools?

Milestones:  TBD by committee

Led by Alan and Sarah.

**Five Year Plan**

This task started as a long term capital spending plan.  Identify foreseeable expenses beyond the current year (e.g., new roof, replacing motors, varnishing boats, etc) so that we’re not surprised.  With the Club’s 150th anniversary coming up, this committee will also develop a vision for our 150th year.

Milestones:  TBD by committee

Led by Carol

**Club Capacity**

How many members are too many?  How do we define and measure capacity?  If we propose a membership cap (or qualifiers) how do we honor our charter as a public resource?  How do we handle waiting lists?  Etc.

Note: We will need to hear from our commissioners about the capacity of each sports program and the facility. What are the constraints on numbers of people safely accommodated?  (e.g. Rowing is limited by the size of its fleet. Swims by the numbers of swimmers safely accommodated in RIBs or rented boats, or pilots. Handball by the number of courts.  Facility by the number of lockers and/or other measures.)

Bill argued that the mere examination of capacity issues put our lease in jeopardy. That discussions of the topic would inevitably appear in Board minutes and that minutes are discoverable.

Milestones:  TBD by commitee

Led by ?

**Bylaw Update/Policies**

Our bylaws are a hodge podge of constitutional direction and operational policies.  We need to strip the bylaws down to essentials (e.g., membership, governance, etc) and then create a separate policy book that deals with operational concerns (writing of checks, job descriptions, club rentals, repair of broken equipment, etc).  Further, the bylaws may require changes to account for changes proposed to handle the increased membership.

Milestones:  TBD by committee

Led by Josh

**2019 Membership Meeting**

We should aim to have our annual membership meeting in late summer while the days are still long.  The meeting should start with sunset swim, row, run and handball followed by dinner and the meeting.  We should aim to have a complete package of capacity related changes to present to the membership.

1. **Membership**

In Kathy’s absence, Josh reported that 64 new members (27 women 37 men) joined the Club in December.

Board members suggested that Kathy send out another reminder to members to renew their 2019 membership.

**Other Agenda Items**

Because of the lateness of the hour, none of the other agenda items were considered.