



BOARD OF DIRECTORS MEETING MINUTES

ASSOCIATION NAME: Birch Bay Village Community Club

DATE AND LOCATION: December 18, 2025

I. CALLED TO ORDER AT: 2:00 PM by David Wilbrecht.

II. ROLL CALL - BOARD MEMBERS PRESENT (check box):

- | | | |
|-------------------|-----------------|--------------|
| ✓ David Wilbrecht | ✓ Bob Whale | ✓ Dan Nedved |
| ✓ Randy Ambuehl | ✓ Mathue Totten | |
| ✓ Patrick Ryan | ✓ Dave Owen | |

BOARD MEMBERS EXCUSED ABSENCE:

STAFF MEMBERS: David Franklin General Manager, Natasha Bialuski, Assistant General Manager, and Justine Brooks, Executive Secretary.

COMMUNITY MEMBERS PRESENT: There were 5 people in person and 9 people via Zoom.

CONFIRM QUORUM: David Wilbrecht and David Franklin announced a quorum achieved.

III. ADOPTION OF AGENDA

MOTION TO: Approved the agenda with the addition of suspension of the Building and Grounds Committee at the committees request.

MOTION BY: Bob Whale SECONDED BY: Randy Ambuehl

APPROVED: X__NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

IV. HOMEOWNER PRESENTATIONS

Kirk Martin (002-017) – spoke in regard to drainage, specifically the drainage that is coming from two house up the hill across the street. There is an 18-inch drainage pipe that comes down from Birch Point Road and ties into a catch basin that has 12-inch pipes coming out and the water fountains out of the catch basin and the water runs into the Martins yard towards the house.

V. HEARINGS

a. Ticket Hearing (5 Hearings)

12C-088 – Mr. Foster spoke regarding the citation that his wife received. She is a teacher at Blaine Middle School and makes herself available to parents and students all the time. He believes that she was distracted and didn't realize how fast she was driving. He thought that they would get a warning first and requested a refund as he believed his wife had already paid and that it be put as a credit on the account for due.

009-099 – Sage Kovalenko spoke regarding the 19 citations that they had received. She was on a business trip and had a house sitter and the house sitter had access to her vehicle and was the one that was caught excessively speeding. She stated that it was two separate times and had not received a letter before she went on a second business trip, if she would have known then she would not have let them housesit. She takes full responsibility and has paid the fines and just asked the Board to reinstate her barcodes.

009-063 – Ralph Hart spoke for his son-in-law Martin Egan as it was his son that had come into the Village to visit him and his wife. Ralph's wife has recently had some medical issues and is preparing to go blind and wanted to see their son who lives in Pittsburg, and he is the one who received the citation, not knowing that citations would be issued. They requested that the citation be a warning rather than a fee as this has disturbed the Mother/wife that it resulted in a speeding citation.

12C-026 – Rebekah Winter received 2 citations for 25 mph early in the morning. At the time she was having difficulty getting to work on time and was distracted with running late and was speeding at 25 mph. Since she received the citation, she has been doing her best not to speed.

12M-016 – This member did not show up for the hearing

VI. CONSENT AGENDA

- a. Approval of November 20, 2025, Board Meeting Minutes
- b. ACC – Accept Draft Minutes of December 2, 2025
- c. Lakes and Drainage – Accept Minutes of December 1, 2025
- d. Buildings and Grounds – No Minutes
- e. Marina Committee – Accept Minutes of November 25, 2025
- f. Safety & Security Committee – Accept Minutes of December 8, 2025
- g. 64.90 Task Force – Meeting Notes December 12, 2025
- h. General Managers Report
- i. Action Item List – **Removed from consent agenda.**
- j. Correspondence

MOTION TO: Approve consent agenda with item i. action item list being pulled for discussion. There was a brief discussion on item f getting pulled to add to the agenda the approval of David Scheirman as a Safety and Security Committee member and that will be added to the January Board meeting.

MOTION BY: Bob Whale SECONDED BY: Patrick Ryan
 APPROVED: X NOT APPROVED: TABLED: DIED:
 IN FAVOR: 7 OPPOSED: ABSTAINED:

Item I – Action Item List was pulled and discussed per Dave Owen. The action item list needs to have more detail on it with target dates and point of completion.

MOTION TO: Approve item i. Action Item List
 MOTION BY: Patrick Ryan SECONDED BY: Dan Nedved
 APPROVED: 7 NOT APPROVED: TABLED: DIED:
 IN FAVOR: X OPPOSED: ABSTAINED:

VII. FINANCIAL REPORTS –

David Franklin discussed the financial reports and where we currently are at. The new bookkeeper, Jonah Douglas, has been working hard on getting things caught up and cleaned up. Since Jonah has been here we realized that there is more work that was needed to do than we expected, for example with closing out a month in the software that we currently have it does not actually close the month to changes being made. You can go and make changes without even a pop up or a password needed, so that has created an issue with months that we thought were balanced and were not. Jonah has gone in and had to complete that from January to November. The income statement was reviewed with income approximately \$41k ahead of projections at the end of the year, largely due to increased revenue from speeding citations and marina income. We thought there would be a better response to the HOA sponsored golf membership but over all the income is up.

Expenses were reviewed, noting that expenses were lower than projected while income was higher, particularly due to better-than-expected camera network system with Northwest Technologies. The network monthly costs are approximately \$800 less than the other companies that bid for the project. They discussed a \$396 discrepancy that we are still looking for which is somewhere in the special assessments.

There was a brief discussion regarding where we are with receivables. Natasha has been able to get that number down, next we will be working on getting the fines balance down. They went back to the discussion regarding the \$396 discrepancy and that is something that we have to find down to the penny and isn't something that we can just write off.

VIII. OLD BUSINESS AND VOTING AS NECESSARY

a. Proposed 2026 Fee Schedule-VOTE

The Golf Committee Chairperson, Laura Bailey, presented to the Board the changes that the Golf Committee discussed at their December 8th meeting and proposed to the Board the reasoning behind the prices they came up with. The committee made a comparison with a couple different golf courses including Raspberry Ridge, noting that the major difference between other golf courses and BBVGC being the amenities that are available with the others, including a driving range that is included with membership.

The Golf Committee recognizes the need to close the gap between expenses and revenue but are concerned that with closing that gap it will lead to a decrease in BBV members buying memberships for the 2026 season. They raised the membership fee, added a second family membership at a \$100 discount, and a limited 3-month pass, they changed the fee for golf cart rentals from per cart to per rider and decreased the amount but overall, that will increase as there are typically 2 riders per cart.

The Board reviewed all changes to the fee schedule and asked some clarifying questions regarding the Marina Trailer Storage fee and the power spots, which it was explained that it was previously \$220 added to the trailer storage fee from November to March, which is now an all-inclusive number so that it doesn't seem deceiving. The fee schedule also shows that the inside slips are at a decreased amount as there are more open inside slips than outside slips.

MOTION TO: Approve the fee schedule as presented.

MOTION BY: Randy Ambuehl SECONDED BY: Dan Nedved

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 6 OPPOSED: 1 ABSTAINED:

b. General Rules and Reg Changes-VOTE

The Board quickly went through the changes that were made to the General Rules and Regulations, including the light duty commercial vehicles, golf carts and changes to appendix a.

MOTION TO: Accept the General Rules and Regulations

MOTION BY: Patrick Ryan SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

c. 64.90 – DISCUSSION

David Franklin discussed with the Board the progress that has been made with 64.90 and how it is like peeling the layers back on an onion and is more complex than we originally thought. They have explored questions about the ACC status as a board committee and the notification requirements, with the attorney noting that the ACC is currently created by the Declaration rather than by the Board. This makes it so that notification as we originally thought needed to happen does not need to happen with the ACC and it is a Board decision at this time if they want to move forward with the notification to the membership for the ACC meetings. Meeting notification will be discussed later in the meeting.

The original timeline of getting 64.90 in front of the membership was discussed and with the complexities of putting together not only the required changes to adopt 64.90 but the

recommended controversial changes and educating the membership between now and June, which would all need to be together by April to get in front of the membership by June just does not seem feasible.

The Board discussed the 64.90 conversion process with the suggestion that internal machinations should be handled before consulting attorneys to optimize costs. It was also recommended that the previous recommended changes that were before two separate attorneys be reviewed.

The Board asked that a timeline and a workplan be brought back to the Board at the January Board meeting.

d. 64.90 Member Appointment - VOTE

The Board discussed the appointment of the ACC Chairperson, who is currently Michael Stringam, to be appointed to the 64.90 Task Force as there are significant implications for the architectural review authority, committee structure, member rights and governance procedures withing BBVCC. As the ACC is directly impacted by the implementation and ongoing interpretation of RCW 64.90.

MOTION TO: Approve the appointment of the ACC Chairperson, currently Michael Stringam, to the 64.90 Task Force.

MOTION BY: Dave Owen SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

IX. NEW BUSINESS AND VOTING AS NECESSARY

a. 2025 Tax Engagement Letter – VOTE

David Franklin discussed the tax forms 1120H, 1120 and the purpose for filing each option.

David F discussed the 2024 Audit along with the engagement letter from Schwint & Co for the 2025 tax return.

MOTION TO: Finalize the 2024 Audit

MOTION BY: Mathue Totten SECONDED BY: Dan Nedved

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

MOTION TO: approve the 2025 tax engagement letter from Schwint & Co.

MOTION BY: Dan Nedved SECONDED BY: David Wilbrecht

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

b. Suspend Building and Grounds Committee

Randy Ambuehl discussed that the Buildings and Grounds Committee has requested that it be suspended due its limited remaining tasks and difficulties in attracting new members. The Board acknowledged the work that the committee has put in for the community.

MOTION TO: Suspend the Buildings and Grounds Committee.

MOTION BY: Mathue Totten SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

c. 2026 Meeting Schedule – Town Halls - DISCUSSION

The Board discussed the 2026 meeting schedule and it was noted that according to the attorney this would make us compliant with the 64.90 requirement for notice. This calendar includes the Board and ACC meetings, who David F noted that the ACC with the way our Covenants are written does not need to adhere to the notification process but recommends that BBV follows this for the whole purpose behind 64.90 is transparency. The calendar also includes all committee meetings, some town hall meetings, and the two annual meetings. The only request was that the Board meetings from May to October be changed from 2 pm to 5 pm as they did for 2025.

MOTION TO: Adopt the 2026 meeting schedule

MOTION BY: Dave Owen **SECONDED BY:** Patrick Ryan

APPROVED: X **NOT APPROVED:** **TABLED:** **DIED:**

IN FAVOR: 7 **OPPOSED:** **ABSTAINED:**

X. AUTHORIZATIONS AND RESOLUTIONS

a. Reserve Transfers

MOTION: I move that the BBVCC board authorizes the General Manager to transfer \$5,594.45 from Operating to Marina Reserves, \$9,548.75 from Road & Drainage to Operating Reserves, and to transfer \$71,550.47 from General Reserves to Operating Reserves to balance interfund transfers as detailed in the tables presented.

MOTION BY: Mathue Totten **SECONDED BY:** Bob Whale

APPROVED: X **NOT APPROVED:** **TABLED:** **DIED:**

IN FAVOR: 7 **OPPOSED:** **ABSTAINED:**

b. Resolution – Operating Surplus to Reserves

This was covered with the tax engagement letter.

XI. DIRECTORS COMMENTS

XII. PARKING LOT

- a. Community Mission and Vision Statement -Board Retreat September 3rd
- b. Committee Mission Statements
- c. Marina Dock Captains Safety and Compliance Checklist
- d. Golf Course Irrigation from Kwann Lake
- e. BBV Safety Manual
- f. North Fence Cleanup

XIII. EXECUTIVE SESSION

MOTION TO: move into executive session at 3:44pm to discuss personnel matters, possible violations of governing documents and possible legal issues.

MOTION BY: Dave Owen **SECONDED BY:** Patrick Ryan

APPROVED: X **NOT APPROVED:** **TABLED:** **DIED:**

IN FAVOR: 7 **OPPOSED:** **ABSTAINED:**

The Board moved out of executive session at 4:15 pm.

XIV. RATIFICATION OF EXECUTIVE SESSION ACTIONS

MOTION: I move that the Board of Directors ratify the decision made in Executive Session uphold the speed citations issued to 12C-088, 009-063, 12C-026, 12M-016 and turn the bar codes back on for 009-099.

MOTION BY: Mathue Totten **SECONDED BY:** Bob Whale

APPROVED: X **NOT APPROVED:** **TABLED:** **DIED:**



IN FAVOR: 7 OPPOSED: ABSTAINED:

MOTION: to authorize the General Manager to reinstate members bar codes if a member has paid the fines.

MOTION BY: Bob Whale SECONDED BY: Mathue Totten

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

XV. ADJOURNMENT

a. The meeting was adjourned at 4:20 pm.

MOTION TO: adjourn

MOTION BY: David Whilbrecht SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 7 OPPOSED: ABSTAINED:

Minutes Approved By: _____
Board Secretary