



**BOARD OF DIRECTORS MEETING MINUTES**

**ASSOCIATION NAME:** Birch Bay Village Community Club

**DATE AND LOCATION:** January 22, 2026

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

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

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

**BOARD MEMBERS EXCUSED ABSENCE:** Dan Nedved

**STAFF MEMBERS:** David Franklin, General Manager and Justine Brooks, Executive Secretary.

**COMMUNITY MEMBERS PRESENT:** There were 7 people in person and 5 people via Zoom.

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

**III. ADOPTION OF AGENDA**

**MOTION TO:** Approved the agenda.

MOTION BY: Bob Whale                      SECONDED BY: Patrick Ryan

APPROVED: X\_\_NOT APPROVED:      TABLED:      DIED:

IN FAVOR: 6      OPPOSED:      ABSTAINED:

**IV. HOMEOWNER PRESENTATIONS**

**Ron Snyder- 011-011** – Spoke regarding the donation from Ron and Cathy and installation of the baidarka (kayak skeleton) in the BBVCC Clubhouse. They will be putting up a placard to give a description of the artwork.

**David Scheirman – 11A-002-** Spoke regarding a proposal that was sent to the Board via email regarding a Community wide Committee and Club Fair that would potentially be the same day as the volunteer recognition dinner. This would allow residents to learn about the various community groups.

**Kirk Martin – 002-017** - spoke regarding the art work that is on display and the display case that is currently empty with the potential of using it to display other community members pieces of art work, specifically showcasing Native American art.

**Ron Snyder** – suggested that each piece of art work include an education description with the artist name.

**V. HEARINGS**

**a. Ticket Hearing (1 Hearing)**

Tam Tran had a hearing and had questions regarding the picture of the vehicle. She stated that she had emailed questions regarding getting a better picture of the vehicle as she believes the picture is photo shopped. Tam raised concerns regarding the time and authenticity of the citation.

It was explained that the camera’s infrared flash technology will only capture the license plate when it is still dark. It was also clarified that the citation was for at 5am and that a better picture could not be issued.

**VI. CONSENT AGENDA**

- a. Approval of December 18, 2025, Board Meeting Minutes
- b. Lakes and Drainage – Accept Minutes of January 5, 2026
- c. Finance Committee – Minutes of December 17, 2025
- d. Operations Report Review
- e. Action Item List Review

There was a brief discussion regarding the Operations Report and the two paragraphs regarding the boat that sunk.

**MOTION TO:** Approve consent agenda

MOTION BY: Patrick Ryan      SECONDED BY: Bob Whale

APPROVED:   X   NOT APPROVED:      TABLED:      DIED:

IN FAVOR:   6   OPPOSED:      ABSTAINED:

**VII. FINANCIAL REPORTS –**

The General Manager gave a verbal report as to where the Village is at with financial reports. As all know there have been issues with billing and reporting. The bookkeeper has been working on making journal entries for 2024 which is affecting 2025 financials. With the ongoing issues with the current software, it makes it more and more apparent the urgency to make a decision on new software. Staff and some members of the finance committee have been evaluating new software options, while noting the importance regarding the decision on what software to move to.

**VIII. OLD BUSINESS AND VOTING AS NECESSARY**

**a. HR Documents - Memo**

The Board discussed performance evaluations and job descriptions, with the concerns raised about incomplete and inconsistent documentation. It was explained that job descriptions should be updated and aligned with staff input, which the process that the job descriptions were supposed to go through was never completed. The performance reviews were completed using the standardized form before bonuses were distributed. The Board agreed to prioritize four key job descriptions for the general manager, assistant general manager, harbor master and compliance officer.

**b. 64.90 – Memo – Legal**

The Board discussed the memo from regarding a resolution that the attorney recommends and will draft. Adopting the resolution is a provision for Birch Bay Village moving towards compliance with state law 64.90 especially the portions that have gone into effect January 2026. The 64.90 Task Force has recommended that the Board have the attorney draft the resolution as “cheap insurance” for potential legal issues.

**MOTION TO:** authorize the lawyers to provide a resolution

MOTION BY: Patrick Ryan      SECONDED BY: Dave Owen

APPROVED:   X   NOT APPROVED:      TABLED:      DIED:

IN FAVOR:   6   OPPOSED:      ABSTAINED:

**c. 64.90 – Work Plan**

The Board discussed the request for a 64.90 work plan from the December Board meeting and to have the attorney review the previous attorney’s drafts of the Bylaws. The attorney has done the review of the documents and determined that those bylaws are obsolete with the transition to 64.90, with the rules and regulations likely needing updates.

The task force is working on a plan, but it needs to organize what is being changed, moved and added from other documents so that a comprehensive work and communication plan can be put together. The task force is putting all of the information into an excel spreadsheet to organize the changes, where they came from and what type of changes they are going to be, as in from bylaws, new for 64.90, or coming from original declaration.

**d. Marina Restroom**

The Board discussed the marina restroom project. At a previous board meeting it was asked that the manager request a contractor to look to see if the bathroom could be repaired. We asked Semia Renovations to have a look to see if a replacement was possible. Semia Renovations’ owner, Kevin Ryan, spoke regarding the assessment that he provided to the GM for the Board. The assessment showed significant decay throughout the entirety of the bathroom. The Board thanked Kevin for the assessment that he provided. The Board asked if the concrete pad would need to be replaced or if it could stay. It was recommended by Kevin that the concrete pad be replaced. There are products out there that can make the concrete pad look better, but the over all cost and ability to see if there is any plumbing issues that that need to be updated, it is recommended to replace the concrete pad. An RFP will be sent out to contractors to hopefully will be able to get 3 bids for the Board to look at soon.

**IX. NEW BUSINESS AND VOTING AS NECESSARY**

**a. Safety and Security Committee Member Appointment**

**MOTION TO:** Approve David Scheirman as a member of the Safety and Security Committee.

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

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

**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

**b. Lakes Committee Member Appointment**

**MOTION TO:** Approve Gwynne Fowler Briggs as a member of the Lakes Committee

**MOTION BY:** Mathue Totten            **SECONDED BY:** Dave Owen

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

**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

**c. Elections Committee Member Appointment**

**MOTION TO:** Appoint 4 members to the Elections Committee, Laura Bailey, Beth Seils, Rob Simonds and Michael Sipe, for 2026.

**MOTION BY:** Bob Whale                      **SECONDED BY:** David Wilbrecht

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

**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

The Board also expressed their gratitude to the members that are stepping down, Laurie Cavalia, Leanne Keel and especially to the 25+ years that Sandra Bogen has put in for ensuring that the elections have gone smoothly.

**d. Chess Club Application**

The Application for the Chess Club went to Krista at the Pro Shop for scheduling. The Chess Club can meet on Wednesdays weekly from 2pm to 4pm upon Board approval.

**MOTION TO:** Approve the Chess Club

**MOTION BY:** Dave Owen                      **SECONDED BY:** Bob Whale

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

**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

**e. Fishing Survey Results**

The Board discussed the fishing survey results, some were surprised by the fact that members were in support of fishing, they thought members would be wanting to protect the lakes. The Board discussed concerns with policies and rules including signage for the Lakes, it was noted that the Lakes Committee would be discussing and drafting those at their next meeting.

**MOTION TO:** Approve fishing on the lakes for a trial in 2026 and the Lakes Committee will draft the policies for fishing on the lakes.

MOTION BY: Mathue Totten      SECONDED BY: Patrick Ryan

APPROVED:   X   NOT APPROVED:      TABLED:      DIED:

IN FAVOR:   6        OPPOSED:      ABSTAINED:

**f. Board Policies and Procedures**

The Board President, David Wilbrecht, presented that there should be policies and procedures for the Board to follow during their meetings and keeping the meetings to the two hours that they have been scheduled for. He mentioned the current process that Executive Secretary, Justine Brooks, puts the agenda together from previous meetings, committee meetings, and new items then sends the agenda to the President for approval or changing of the agenda to go out. In recent months Patrick Ryan has been reviewing and adding times to the agendas to keep the meetings moving along in a timely manner. He appreciates that there are many things that the Board cares about and has asked the Board to send their questions to the GM or Justine so that they are prepared at the meetings and not caught off guard. With the new state laws that are in place there should be plenty of time for those questions to be asked beforehand.

The General Manager showed the Board the policies and procedures that Shelter Bay had/has in place when he worked there. The policies give job descriptions for positions on the Board, how meetings are run, these are the same things that the Board has been worried about and will send these documents to the Board for review.

Dave O. mentioned that it is currently against the Bylaws to have time limits on agenda items. An option that could happen to keep the time limits down is to have the Safety and Security Committee review the speed citations as they have done in the past. With 64.90 the Board questioned whether the Safety and Security Committee could legally make those decisions regarding speed citations. The Board asked the General Manager to ask the legal team if with adding an additional Board member on the Safety and Security Committee, having 2 Board members, would allow them to take those actions. The Board will discuss this further after the legal team has reviewed this question.

**g. Audit Engagement Letter**

The General Manager presented to the Board the Audit Engagement Letter explaining that this is the same auditor that we used for last years audit. Yes, there have been issues with that audit but with the complexities of Birch Bay Village the General Manager believes that it is best that we stick with this auditor through the software conversion as they know what the issues are.

**MOTION TO:** Approve the audit engagement letter.

MOTION BY: Patrick Ryan      SECONDED BY: Mathue Totten

APPROVED:   X   NOT APPROVED:      TABLED:      DIED:

IN FAVOR:   6        OPPOSED:      ABSTAINED:

**X. AUTHORIZATIONS AND RESOLUTIONS**

**a. Reserve Transfers**

**MOTION:** I move that the BBVCC board authorizes the General Manager to transfer \$2,964.88 from Operating to Marina Reserves, \$1,800.00 from Roads & Drainage to Operating Reserves, and \$3,234.56 from General Reserves to Operating Reserves to balance inter fund transfers for the month of December 2025.

MOTION BY: David Wilbrecht      SECONDED BY: Patrick Ryan

APPROVED:  X  NOT APPROVED:    TABLED:        DIED:  
IN FAVOR:  6     OPPOSED:        ABSTAINED:

**b. Authorization – Transfer Operating Income to Reserves**

The General Manager presented explaining that the Board approved the Treasurer and General Manager to transfer at the last board meeting to work with the auditor to determine fiscal year 2025 excess member income over member expense and transfer those funds from operating to reserves to preserve the potential to limit taxable income in both 2025 and 2026. They transferred \$260,000 from the operating fund to the reserve fund on or before December 31, 2025. The auditor recommends that the following also occur:

1. The operating and reserve budgets for 2025 would need to be updated to reflect the transfer from operating to reserves.
2. Meeting minutes should document the board decision for the transfer
3. The next reserve study prepared should reflect the 2025 transfer from reserve to operating.

The General Manager recommends that the Board allow the Finance Committee to review the transfer and make a recommendation to the Board for allocations of the funds.

The Board discussed that as per their understanding this is why the Finance Committee was formed and will wait for their recommendation for allocating the funds.

**c. Resolution – BBVCC Volunteer Recognition Dinner**

Dave Owen presented the resolution for volunteer recognition dinner with the changes that were discussed at the last Board meeting. This dinner would be put on by the Board to recognize the assistance and millions saved by having volunteers completing the work that they do for the Village. There was a brief discussion between Board members as to who this would include standing committee members, special volunteers, sub committees, etc.

**MOTION TO:** Accept and implement a Board recognition dinner.

**MOTION BY:** Dave Owen                      **SECONDED BY:** Bob Whale

APPROVED:  X  NOT APPROVED:    TABLED:        DIED:

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The Board will discuss the budget for this dinner at the next meeting.

**XI. DIRECTORS COMMENTS**

Dave Owen let the Board know that there have been 2 reports of dog attack in the Village and that he has assisted with investigating one of them with compliance Ron, and that it really was a non-incident and that there will be a letter going out to the owners, not a warning, that will include the rules regarding dogs. The second complaint is regarding a german shepherd and that complaint has just come in and will be under investigation.

Dave Owen also wanted to note that with Zoom there is a time option, to have a clock posted on the screen to show time limits so all are aware.

**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:** Patrick Ryan      **SECONDED BY:** Mathue Totten

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

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The Board moved out of executive session at 4:31 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 citation issued to division 009 lot 093

**MOTION BY:** David Wilbrecht    **SECONDED BY:** Bob Whale

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

**IN FAVOR:**   6   **OPPOSED:**      **ABSTAINED:**

**XV. ADJOURNMENT**

a. The meeting was adjourned at 4:32 pm.

**MOTION TO:** adjourn

**MOTION BY:** Dave Owen      **SECONDED BY:** Bob Whale

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

**IN FAVOR:**   6   **OPPOSED:**      **ABSTAINED:**

Minutes Approved By: \_\_\_\_\_  
Board Secretary