



**BOARD OF DIRECTORS MEETING MINUTES**

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

**DATE AND LOCATION:** February 19, 2026

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

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

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

Randy Ambuehl was not present at the beginning of the meeting and was excused from the meeting, then joined via Zoom.

**BOARD MEMBERS EXCUSED ABSENCE:**

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

**COMMUNITY MEMBERS PRESENT:** There were 2 people in person and 3 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: Patrick Ryan      SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED:      TABLED:      DIED:

IN FAVOR: 6      OPPOSED:      ABSTAINED:

There was a brief discussion regarding HR Documents on the agenda and when those would be discussed.

**IV. HOMEOWNER PRESENTATIONS**

**Sue Remaklus (009-026)** raised concerns about the community landscaping and made suggestions that could potentially reduce the landscaping costs.

**David Scheirman** replied that the Board had previously adopted a sustainable landscaping plan and provided some background information.

**V. HEARINGS**

There were no hearings.

**VI. CONSENT AGENDA**

- a. Approval of January 22, 2026 Board Meeting Minutes
- b. ACC- No Minutes
- c. Safety & Security – Minutes of January 12, 2026
- d. Golf Committee – Minutes of January 13, 2026
- e. Finance Committee – Minutes of December 17, 2025 and January 28, 2026
- f. Marina Committee – Minutes of January 27, 2026
- g. Operations Report Review
- h. Action Item List

**MOTION TO:** Approve consent agenda

MOTION BY: Dave Owen      SECONDED BY: David Wilbrecht

APPROVED: X NOT APPROVED:      TABLED:      DIED:

IN FAVOR: 6 OPPOSED: ABSTAINED:

**VII. FINANCIAL REPORTS –**

Financial reports were presented by the General Manager, highlighting that the association is behind on reporting but reconciliations are ongoing, with no significant discrepancies found. The Bookkeeper is focused on completing the 2025 financials by March 15th for the auditor.

The General Manager presented the financial software replacement options, with Dan and Bev Franklin's Finance Committee narrowing it down to three candidates: Vanica, Yardi, and Northstar.

**MOTION TO:** authorize the Board Treasurer and the General Manager to complete the evaluation and select a new HOA software platform for BBVCC, based on staff's review and vendor due diligence, and to present the selected software and implementation plan to the Board of Directors at the next regular Board meeting.

MOTION BY: Bob Whale SECONDED BY: David Wilbrecht

**Discussion** – The Board discussed what this would entail which would be the approval of approximately \$11,000 with this coming up at the next Board meeting. The Board then asked to have a special meeting to approve this subject, but with 64.90 that would require 14 days' notice to the members and it would be about the same time that the next regular schedule Board meeting would be.

APPROVED:     NOT APPROVED: X TABLED: DIED:

IN FAVOR: 1 OPPOSED: 5 ABSTAINED:

This will be a discussion for the March Board meeting.

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

**a. HR Documents – Memo**

The Assistant General Manager (AGM) presented the job descriptions for the General Manager, Assistant General Manager, Harbormaster, and Compliance Officer. The AGM reviewed all of the job descriptions that are on file for each position, compiled them into one job description, reviewed with the employee and then to the Board for approval. These are just the first 4 that were asked for at the last meeting and wanted to make sure that we provided them in a timely manner.

Dave Owen provided some feedback that the job descriptions looked great and had some concerns on the Compliance Officer job description as it should be the Safety and Compliance Officer as it has been that way for a long time. The Board and General Manager discussed how the Board would like to see the HR documents either in one lump or in smaller batches. The Board agreed to see them in smaller batches. The GM stated that he and the AGM would be meeting with an HR consulting firm on Monday. This meeting will help us develop a timeline for completing the HR documents and policies.

The Board reviewed each of the job descriptions separately.

**MOTION TO:** Approve the General Manager job description.

MOTION BY: Dave Owen SECONDED BY: Patrick Ryan

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 6 OPPOSED: ABSTAINED:

**MOTION TO:** Approve the Assistant General Manager job description

MOTION BY: Mathue Totten SECONDED BY: Dave Owen

APPROVED: X NOT APPROVED: TABLED: DIED:

IN FAVOR: 6 OPPOSED: ABSTAINED:

**MOTION TO:** Approve the Harbormaster job description  
**MOTION BY:** Dave Owen                      **SECONDED BY:** Mathue Totten  
**APPROVED:**   X   **NOT APPROVED:**    **TABLED:**            **DIED:**  
**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

There was a discussion regarding the Compliance Officer job description. Dave Owen raised concerns that the job description was only for a Compliance Officer and not the Safety and Compliance Officer and suggested that we change it back to Safety and Compliance Officer and add other changes that include safety inspections, root cause analysis capabilities, and adding the requirements of OSHA certifications.

The Board and GM discussed who should have the safety and training requirements in their job descriptions, and decided the Management all should have that training, especially the individual that is in charge of the Safety Manual

**MOTION TO:** Approved the Safety and Compliance Officer job description with the discussed changed.

**MOTION BY:** Dave Owen                      **SECONDED BY:** Patrick Ryan  
**APPROVED:**   X   **NOT APPROVED:**    **TABLED:**            **DIED:**  
**IN FAVOR:**   6   **OPPOSED:**            **ABSTAINED:**

**b. Board Policies and Procedures**

The Board discussed and reviewed the strawman of Board Policies and Procedures. This would help with the development of the organizational policies and procedures, which would help with consistency across Boards and Management. Dave Owen had some concerns that 90-95% of this already exists in the Bylaws, making it inappropriate to adopt as an amendment.

The Board agreed that this is a great document to have and with the changes in 64.90 would be great to develop and incorporate its content along with the development of the future Bylaw updates.

**c. Update on Su Sez Sinking & Recovery**

The Board discussed the status of recovering the Su Sez, the boat that sank in the marina. The General Manager has been in contact with the property owner and the boat owner. The GM noted that the BBVCC insurance would cover the costs of the recovery if the process with the owners fails. The Board will discuss this further in executive session.

**d. Golf Cart Registration Decal Clarification**

The AGM presented a request for clarification regarding the stickers on the golf carts. As the members are finding issues with putting 3 stickers on their carts. The Board discussed the size of the stickers and the placement, deciding to have the Safety and Security Committee reconsider the size, placement, and number of stickers, with the suggestion to consider making owners responsible for the cost of the stickers.

**e. Volunteer Dinner Budget**

The GM and Dave Owen presented the volunteer appreciation dinner budget. Dave Owen has offered to cook a whole hog, and others suggested other options to accommodate different dietary preferences. The Board discussed allocating \$8,000 for the event but will further discuss at the March Board meeting when we can get a head count and a plate cost.

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

**a. Committee and Club Fair Proposal**

This proposal was put together by David Scheirman and within the proposal it was recommended to have the Committee and Club Fair the same day as the volunteer dinner. The Board reviewed dates

to have the events and David Scheirman noted that he had dates in the proposal already, which were Saturday, May 16<sup>th</sup> or 30<sup>th</sup> from 10 am to 2 pm.

**MOTION TO:** approve the committee and club fair proposal for May 30<sup>th</sup> from 10 am to 2 pm and have the volunteer dinner that evening.

MOTION BY: David Wilbrecht    SECONDED BY: Dan Nedved

APPROVED: X NOT APPROVED:    TABLED:    DIED:

IN FAVOR: 7    OPPOSED:    ABSTAINED:

**b. Cliff Mallory Funeral Request**

The AGM presented the request for a 21-gun salute at a funeral in April. The Board discussed this request and wanted to approve it, noting that the current covenants prohibit firearm discharges, and they agreed to consult legal counsel about potentially allowing blank ammunition.

**X. AUTHORIZATIONS AND RESOLUTIONS**

**a. Reserve Transfers – None for this meeting**

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

At the January Board meeting, the Board authorized the Finance Committee to review the transfer of excess member income from fiscal year 2025 and to make a recommendation to the Board regarding the appropriate allocation of the transfer between reserve funds.

**MOTION:** move that the Board authorize the General Manager to transfer \$260,000 from General Reserves to Marina Reserves, representing fiscal year excess member income funds previously transferred from the Operating Fund on December 31, 2025, based on the recommendation of the Finance Committee

MOTION BY: Mathue Totten    SECONDED BY: Patrick Ryan

APPROVED: X NOT APPROVED:    TABLED:    DIED:

IN FAVOR: 7    OPPOSED:    ABSTAINED:

**c. Banking Resolution**

The Board reviewed the banking resolution adding the AGM and adding restricted access to the Bookkeeper. The only difference is the addition of the bookkeeper, and this is so they could access statements without having to go through the GM or AGM. The Board appreciates the forward thinking of making everyone’s time count.

**MOTION:** Approve the banking resolution as presented.

MOTION BY: Mathue Totten    SECONDED BY: Bob Whale

APPROVED: X NOT APPROVED:    TABLED:    DIED:

IN FAVOR: 7    OPPOSED:    ABSTAINED:

**d. Authorization – Boat Launch RFP**

The GM presented the Boat Ramp Replacement Engineering expenditure request. Staff and members of the marina committee developed a scoring matrix to evaluate the proposals and then individuals scores were aggregated into a final scoring matrix. One of the Committee members has done work with proPHS who is the company that provided the lowest bid, provided the most detailed task description ensuring that scope requirements were met.

**MOTION:** I move that the Board of Directors of the Birch Bay Village Community Club approve an expenditure authorization and authorize the General Manager to execute a contract with proHNS for engineering, design and bid package development for the Marina Boat Ramp Replacement Project in the amount not to exceed \$24,000 with funding from the Marina Reserve Fund. Authorize the GM to sign the contracts.

MOTION BY: David Wilbrecht SECONDED BY: David Owen  
APPROVED: X NOT APPROVED: Tabled: DIED:  
IN FAVOR: 7 OPPOSED: ABSTAINED:

**e. Authorization – Expenditure for Drainage Upgrades**

The GM presented the expenditure for stormwater pipe replacement surveying, step one of the drainage upgrades. BBVCC is responsible for over 100 stormwater culverts and their maintenance, repairs and replacement. There are currently 25 of those that have been identified as in critical need of replacement. There are 3 of the 25 are considered challenging due to either 1) larger capacity, 2) deeply buried, 3) involve utility lines, and/or 4) in critical areas. Each one of these attributes requires additional surveying, engineering, studies, permitting, and expense.

**MOTION:** I move that the Birch Bay Village Community Club Board of Directors approve the expenditure authorization and Authorize the General Manager to execute a contract with Northwest Surveying for surveying work related to stormwater culvert replacement and a log boom at Rogers Slough in the amount to not exceed \$14,000 to be paid from the Roads and Drainage Reserve Fund.

MOTION BY: David Wilbrecht SECONDED BY: Patrick Ryan  
APPROVED: X NOT APPROVED: Tabled: DIED:  
IN FAVOR: 7 OPPOSED: ABSTAINED:

**f. Authorization – Expenditure for Paving**

The GM presented the expenditure for paving. The Maintenance Director reached out to multiple asphalt companies who provided bids on a scope of work provided to them. This project is a continuation of the 2023 pavement assessment with the paving starting in 2024 and continuing to 2033.

**MOTION TO:** I move that the Birch Bay Village Community Club Board of Directors approve an expense authorization and authorize the General Manager to enter into a contract with Lakeside Industries for the 2026 Asphalt Paving Project in the amount not to exceed \$784,386 including a 3% contingency and applicable sales tax, to be paid from the Roads and Drainage Reserve Fund, subject to final quantities and standard contract terms.

MOTION BY: David Wilbrecht SECONDED BY: Mathue Totten  
APPROVED: X NOT APPROVED: Tabled: DIED:  
IN FAVOR: 7 OPPOSED: ABSTAINED:

**XI. DIRECTORS COMMENTS**

None.

**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 3:54 pm to discuss personnel matters, possible violations of governing documents and possible legal issues.

MOTION BY: David Wilbrecht SECONDED BY: Mathue Totten  
APPROVED: X NOT APPROVED: Tabled: DIED:



IN FAVOR: 7 OPPOSED: ABSTAINED:

The Board moved out of executive session at 5:31 pm.

No actions were taken during executive session.

**XIV. ADJOURNMENT**

a. The meeting was adjourned at 5:32 pm.

**MOTION TO:** adjourn

MOTION BY: Dave Owen                      SECONDED BY: Dan Nedved

APPROVED: X NOT APPROVED:      TABLED:      DIED:

IN FAVOR: 5 OPPOSED:              ABSTAINED:

Only 5 board members were present at the end of the meeting, 2 had to leave for prior engagements.

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