



OCEAN PINES ASSOCIATION, INC.
BOARD OF DIRECTORS
REGULAR MEETING
Saturday, March 28, 2015
9:00 AM, Assateague Room, Community Center

Present-Dave Stevens, Marty Clarke, Pat Renaud, Tom Terry, Sharyn O' Hare and Bill Cordwell. Jack Collins was absent.
Also present: Bob Thompson, Teresa Travatello, and Michelle Bennett, 3 members of the press and 22 Association members.

Call to Order – Dave Stevens called the meeting to order at 9:00 am with the Pledge of Allegiance.

Approval of Agenda

The Agenda was approved with changes as moved by Mr. Renaud, under Old Business #3 & #4 should read "defer" instead of release as well as adding John O'Conner and Steven Smith to appointments, all in favor.

Approval of Minutes

February 20, 2015 Special Meeting- Ms. O'Hare moved to accept, Mr. Terry seconded, motion was approved unanimously.

President's Remarks – Dave Stevens- Mr. Stevens had no statement, however, Ms. O'Hare stated Betty Brey former OP resident and Olympic swimmer passed away.

General Manager's Report – Bob Thompson (attached)

Financials

W H Boat ramp

Marina Fuel Pumps

S & R Splash pad-Mr. Terry asked what our options are. Mr. Thompson said we are talking to the contractor about fixing. Mr. Clarke suggested having an outside expert look at it, claim it defective then sue the contractor for what we've already paid. Mr. Stevens said he was surprised with our experience with this contractor that we would continue with them. The Board suspended the rules. Ginny Reister stated she thought we were looking into other contractors not the current one. Kathy Grimes said she thought we were looking at other contractors; she suggests using a different contractor because of the problems. Mr. Thompson requested 14 days to bring more options to the Board. Mr. Stevens asked Mr. Thompson to bring a final synopsis and recommendations to the Board in 14 days, we will hold a Special Meeting if necessary.

S & R Pool

Propane Tanks

Roadside trimming

Mumford Landing Pool- Ms. O'Hare moved to accept the bid for \$129, 028 from Pools & Spas. Mr. Stevens asked if we are ignoring the recommendation of the Hynes report to use specific grout or fill and that they should oversee the project. Mr. Thompson answered; the contractors used the report to determine their bid. Mr. Stevens preferred to have Hynes oversee the project and grout product. Ms. O'Hare amended her motion to include the recommendations included in the Hynes report. Mr. Terry seconded, all in favor.

Tennis Court- Mr. Clarke moved to accept the recommendation of American Tennis for the \$35,637, which is a 3 year contract, Mr. Terry seconded, all in favor.

Golf- Mr. Clarke disagrees with Mr. Thompson's statement and believes the bookings are not affected. Mr. Terry stated the GM's statement is perfectly reasonable. Mr. Clarke & Mr. Stevens believe Mr. Thompson should share specific information with the Board.

Yacht Club- Mr. Clarke asked Mr. Thompson if he has considered closing the facility after September now that we've been through the winter. Mr. Thompson answered we are working on the payroll and utility costs as well as events to improve; he has not considered closing. Mr. Stevens asked how much trivia night is profiting, Mr. Thompson answered he does not know but could find out. Mr. Clarke said it was the worst February in the history of the YC.

Aquatics- Mr. Clarke commented this is the second worst year in the past 7 years. Mr. Terry said there is more ways gauge success other than making money.

CPI Violations- None

Public Comments

Helen Hunter- 3 Haven End- She bought property in 2000 and retired here in 2003. The Board is having same arguments as back then. She believes Mr. Thompson is being argumentative with the Board, which is not his job. When did OP take over the running and maintenance of Mumford Landing pool? Sports Core pool was supposed to be self sustaining. She reminded the Board they represent the members, they are stewards of their money. Events should not be held at the YC, it is a restaurant. If it is losing money, close it during the winter. She suggested running it like a restaurant. They liked the specialty nights. She said the bookkeeper should be able to answer the Boards question of how much a specific night made.

Bill Wentworth- 7 Trinity Place- We are all stakeholders we knew that when we bought here. Every year we debate how much each amenity makes. The corporation as a whole very seldom finishes in the red.

Bill Zawacki- 111 Tail of the Fox- 2 motions were passed prior to Public Comments. He came to comment on one but now it's too late. The Board is not following Roberts Rules of Order. If YC is losing money it should close. The GM should be looking for Board direction and policy instead of setting it himself.

Jeff Knepper-1210 Carrollton Lane- He reminded them the YC has not been open a year, we've had this discussion. Urges them to stop looking at each event, day by day, etc, it's too narrow; we need a longer track record.

Roelof "Dutch" Oostveen - 12 Lord Guy Terrace- doesn't like Mr. Thompson as GM. He is upset his comments were not included in last set of Board minutes. YC is never going to make money. Mr. Thompson is not a bad man but as GM he is like a dictator. Board needs to work together especially with things like Sandpiper.

William Spano- 18 Teal Circle- He is disturbed by this meeting; ask the members if the YC should be open or closed, effective management would result in breakeven; put out a referendum asking the members opinion.

Old Business

2014 OPA Election Report- Bill Wentworth- (attached) - The Committee needs Board direction on the proxy situation. He suggested if less than 100 members show for the annual meeting, conduct meeting as usual then to go into a Special Session to receive the Election results. This will eliminate mailing and dealing with the proxies. It would save approximately \$2000. Jim Tummel was asked how to implement. He said he did not have M-06 but does not believe it states proxies must be used. Mr. Stevens, Bill Wentworth and Mr. Terry will discuss with Jim Trummel and Joe Moore to come up with a Board approved recommendation.

Second reading of Resolution F-05- Dave Stevens- I move that the Board rescind Board Resolution F-05. - Mr. Terry seconded, motion passed, all in favor.

Motion to Release the Request for Proposal (RFP) for Audit Services- Tom Terry- The Board of Directors hereby: Directs the General Manager, to develop a proposed contract for services with TGM Group for the next 12 months, and to submit such contract to the Board for approval by April 15th. - Mr. Clarke seconded, Mr. Stevens offered an amendment to the Motion- add "The Board also directs the General Manager to prepare within the next month, a Request for Information and Interest, for release to area auditing firms. Submit to the Board for approval a copy of the Request and a list of the intended recipients.", Mr. Renaud seconded the amendment. Mr. Clarke suggested Sept. 2015. Mr. Thompson will email a copy of current contract to Board on Monday. Mr. Cordwell disagrees with changing auditors without reason. Amendment passed, 4 in favor (Stevens, Renaud, Clarke and Terry), 2 opposed (O' Hare and Cordwell), Main motion passed, all in favor.

Motion to Release the Request for Proposal (RFP) for Legal Services- Pat Renaud - The Board of Directors hereby: Directs the General Manager, to develop a proposed contract for services with Williams, Moore, Shockley and Harrison, LLP (WMSH) for the next 12 months, and to submit such contract to the Board for approval by April 15th. - Ms. O'Hare seconded, * Mr. Stevens offered an amendment to the Motion- "The Board also directs the General Manager to

prepare within the next month, a Request for Information and Interest, for release to qualified area attorneys. Submit to the Board for approval a copy of the Request and a list of the intended recipients." Mr. Clarke seconded the amendment. Amendment passed, 4 in favor (Stevens, Clarke, Renaud and Terry), 2 opposed (O'Hare & Cordwell), Main motion all in favor.

CIP Presentation- Ted Moroney and Jerry Aveta- (Attached)- Mr. Clarke questioned some terms in the turnover agreement of Rt. 90 bridge, he will get a copy to Jerry. Ted requested Mr. Thompson and the PW team be included in drafting the RFP for Reserve Study.

New Business

Motion to hire Salisbury University to assist in Comprehensive Plan – Pat Renaud- To activate a project team from Salisbury University to design a series of planning analysis models and accompanying decision support tools to assist the Board of Directors of Ocean Pines Association to explore costs, benefits, consequences and fiscal outcomes of a variety of community planning scenarios. Specifically, this effort will strategically assist the Capital Improvement Planning process, resulting in a more effective outcome for the community. - Ms. O'Hare seconded; Mr. Renaud gave background on getting to this point: Dr. Diriker gave a brief synopsis of what their analysis would include. Mr. Terry asked if Stage 1 would get results of potential scenarios. Dr. Diriker said then the Board would decide how to proceed. Mr. Cordwell believes doing this & the reserve study would counteract each other. Mr. Thompson commented the quality of the questions result in final output; how do you help guide us in the initial questions. Dr. Diriker answered they advise on the quality of each question. Jeff Knepper shared; he was liaison to the Committee last year and didn't realize he needed to add the study to the budget; this is a starting point. Joe Reynolds is concerned about the questions; focus groups would not represent the Community as a whole. Ted Moroney asked about the cost; he believes controlling the questions is critical; how important is this to Comprehensive Plan Committee. Steve Cohen replied this is an investment; it gives us direction. Motion passed, 5 in favor (Stevens, Renaud, Clarke, Terry, and O'Hare), 1 opposed (Cordwell).

Pending Actions

None

Liaison reports

None

Appointments – Dave Stevens

Tom Butler- 2nd Term- Comprehensive Plan

Ken Wolfe- 2nd Term- Environment & Natural Assets

Kathy Grimes- Chair- Aquatics

John O'Connor- 2nd Term- Budget & Finance

Steven Smith- 1st Term- Elections

The above nominations were approved unanimously.

Media Questions- None

Adjournment

The meeting was adjourned unanimously at 12:35 pm.

Respectfully submitted:

Pat Renaud, Secretary