



Ferry Beach Park Association

5 Morris Avenue, Saco, Maine 04072

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MINUTES, FBPA Board meeting April 30, 2016

3:00 p.m., Internet teleconference via Zoom (Google program)

Minutes recorded by Ron Willett

Participating: Cathy Stackpole Ron Willett, David Beseda, Deb Best, Barbara Crowley, Steve Fogg, Paul Provencher, Janet Bringola, and Carolyn Hodges.

- * The **Agenda** offered by Cathy Stackpole and Paul Provencher was approved unanimously.
- * Deb Best volunteered to be the meeting **timekeeper and Moderator** for the meeting. Ron Willett volunteered to take notes for the Minutes in the absence of Board Secy. Marty Burgess.
- * **Minutes** of the Board's meeting of 31 Jan. 2016: Approval was deferred to the Board's next meeting to address questions raised about the Draft Minutes put forward.
- * **Finance Report:** Carolyn had distributed copies of her report materials via e-mail prior to the meeting and the documents were also displayed onscreen during the meeting as Carolyn explained and commented on each:
 - 2015 audit: Carolyn noted that the Assn. received a cleared audit and also noted that it was accompanied by a separate commentary addressing a minor internal control deficiency relating to restricted donations. She assured the Board that an appropriate modification will be made to correct the deficiency.
 - December 2015 Overview and Expense Analysis: Carolyn offered comments on various points of the summaries. A question was raised as to whether the Board has taken up discussion/consideration of the endowment trust's provision enabling the use of up to 5% for operating expenses. It was agreed (no vote) to take up this issue at the next Board meeting.
 - Bookkeeper update: Carolyn reported that CR will assume duties next week for the 25-hour position, as Ann Peterson is leaving the position for health reasons.
- * **Management Report:** E.D. Cathy Stackpole provided an oral report and commented from a report document that was displayed onscreen, highlights as follows:
 - Lawsuit settled: The p.i. lawsuit filed by the woman who fell on FBPA property has been settled.
 - New bookkeeper CR coming onboard soon;
 - The Request for Proposals for food services will go out on Monday, May 2. Cathy expects Pangea to submit a proposal.
 - Mission Statement: Cathy noted that our work on a Mission Statement remains incomplete, and she will be sending the Board selections for voting within the next week, with requests to expedite.

- HR Manual: Cathy reported that a draft Human Resources Manual is now available for review, which she will be sending in the next week for approval/disapproval by each Board member.
- Facilities: Cross Cottage finishes in process, new heater in Dolphin Room purchased with FBPA funds, renovated Morris upstairs bathroom, new flags by summer.
- Form 990: Cathy recommends that the Board begin to look at the Form 990 and its process in the fall as a potential management and/or policy tool.
- Marketing: FBPA presence in Boston Pride parade initiated by GAYLA, month of experience with MPBN radio, work with Saco Chamber of Commerce;
- Philanthropy: Fall Harvest to be replaced by 12x12 silent auction and art show, recent gift of \$15K from estate of Mel Polisher, summer goals for sustainers;
- Cathy is convening a task force of church leaders who bring retreats here for feedback in prep for 2019.
- Cathy recommends the Board consider options for Board development, possibly retooling Nominating Committee.

* **President's report** (Paul Provencher)

- **Nominations:** Paul submitted the Nominating Committee's slate of nominations for Director and Officer positions to be filled at the 2016 Annual Meeting:
 - Caitlyn Peale Sloan, nominated to an open board position for a 3 year term,
 - Cynthia Melcher, nominated to a board position for a 3 year term,
 - Barbara Crowley, nominated to position of Board President for a 3 year term,
 - Marty Burgess, nominated to a position of Board Vice President for a 3 year term,
 - Ronald Willett, nominated to a position of Board Secretary for a 3 year term,
 - Marty Burgess, nominated to a position of Board Clerk for a 3 year term (must be a Maine Resident),
 - Paul Provencher, nominated to a position on the Nominating Committee for a 3 year term."

It was noted that Steve Fogg's position expires this year and that he has expressed a desire to continue on the Board. Paul will add his name to the slate and report that to the Nominating Committee. Paul noted that he will join the Committee after his Board position expires in June.

- **Annual Meeting:** Paul is coordinating agenda and meeting details with Cathy for the Assn's Annual Meeting on June 12.
- **Bylaws Revision:** Paul noted that Cyd Melcher had distributed to the Board members copies of the revision proposals offered and approved by the Bylaws Committee. After discussion it was moved by Carolyn, seconded by Deb, and approved unanimously by the Board to offer the following passages for approval at the Annual Meeting:

Section 4 – Elections

A. At the Annual Meeting the FBPA members in good standing shall elect Directors to fill vacancies on the Board. The Board of Directors may authorize procedures to enable the timely submission of ballots electronically or by postal mail.

Section 7 – Responsibilities of the Clerk

The Clerk will record the minutes of all meetings of the Corporation and give notice of such meetings. The Clerk will receive from the Nominating Committee its report of nominees as described in Article IV, Section 9 and cause the report to be distributed to the membership electronically and/or by other means. For the

Annual Meeting, the Clerk will prepare a ballot of the names of said nominees for election at the Annual Meeting. Only nominees appearing on such ballot will be eligible for election at the Annual Meeting. Nothing stated in this or any other bylaw will be construed to permit nominations by members in attendance at an Annual Meeting of any person not appearing on such ballot for the stated office. *[The recorder of these Minutes notes that these proposals failed (1) to identify the Articles of the Bylaws to be so amended, and (2) to set forth the existing language proposed for amendment. Is preparing a corrective proposal that will be submitted for Board approval before the Annual Meeting.]*

* **Update on Mission Statement:** Cathy discussed the work on Mission Statement since the Board's January retreat weekend. She will circulate final versions via e-mail for Board votes.

* **Other/New Business:** Carolyn recommended an Executive Committee meeting before the June 12 Annual Meeting, perhaps May 16 or 23. E.C. members will coordinate and proceed.