

**COMMUNITY BOATING, INCORPORATED
REGULAR MEETING OF THE BOARD OF DIRECTORS
NOVEMBER 27, 2018**

MINUTES

The meeting was called to order at 6:30pm at the boathouse with Mr. Bates presiding and Mr. Kline recording. Other directors present were Mr. McManus, Mr. Gaysunas, Ms. O'Sullivan, Mr. Robinson, Ms. Chrenko, and Ms. Boudreau.

CONSENT AGENDA

The consent agenda was approved. The consent agenda included the following resolutions:

1. Minutes of the October 23rd Annual Meeting Minutes.
2. Update to CBI Whistleblower Policy

Replacing the current sentence in the first paragraph under No Retaliation with;

CBI will not retaliate against an employee, director or officer who in good faith, has made a protest or raised a complaint against some practice of CBI, or of another individual or entity with whom CBI has a business relationship, on the basis of a reasonable belief that the practice is in violation of law or a clear mandate of public policy, or is in conflict with the high standards of business and personal ethics held by CBI.

The original sentence reads;

CBI will not retaliate against an employee, director or officer who in good faith, has made a protest or raised a complaint against some practice of CBI, or of another individual or entity with whom CBI has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy or is in conflict with the high standards of business and personal ethics held by CBI.

3. Bank Authorizations.

The board adopts the Fidelity standard corporate authorization resolution and authorizes the following individuals as signers:

President: John Bates

Treasurer: Clifford Gaysunas

The board adopts the Citizen's Bank standard corporate resolution for checking accounts and authorizes the following individuals as signers:

Executive Director: Charlie Zechel

President: John Bates

Vice President: Brian McManus

Treasurer: Clifford Gaysunas

The board adopts the Belmont Savings Bank's standard corporate authorization resolution and authorizes the following individuals as signers:

President: John Bates

Vice President: Brian McManus
Treasurer: Clifford Gaysunas

REPORTS

Junior Program Director.

Niko Kotsatos presented to the Board after attending the 2018 Northeast Regional Sailing Symposium.

Secretary

Mr. Kline reported that the Annual Meeting Notice and Change of Board of Directors have been filed with the State of Massachusetts. He also noted the CBI calendar and website have been updated with the new 2018/2019 Board Members and Board Meeting schedule.

President

Mr. Bates confirmed the gift from Seth Priebatsch in memory of his father. \$250,000 is to go towards the existing Norman Priebatsch Windsurfing Fund. The rest of the total gift is to go to the Norman Priebatsch Fund we hope to establish tonight, of which amount up to \$100,000 will be used to fund a permanent shade structure on the CBI Dock.

He confirmed the Board retreat on January 26 and noted that part of the retreat will be dedicated to kicking off the next strategic plan, also welcoming additional topics from the Board.

He reminded the compensation committee that bonus criteria were due this week and that the recruitment committee would be meeting sometime before Christmas.

Mr. Bates will be scheduling individual meetings with board members over the next few weeks, to get individual input on what each member feels is important to the organization.

He confirmed the end of year Cheers party was scheduled for December 13th.

And he noted the annual appeal letter has been sent out; he encourages all board members to respond with the goal of 100% board participation.

Treasurer

Mr. Gaysunas reported that Bufcom has been focusing on the budget, that will be discussed later this meeting.

He reported that October financials showed that operating income and cash were both slightly behind budget and behind last year at this point. Noting that as of the end of October, CBI's cash position is a little tighter than planned and this is reflected in the budget.

Executive Director

Mr. Zechel reported that after 2 successful work parties, the fleet was out of the water and most preparations for winter were completed. He expected the staff to finish bottom painting by the end of the week.

He did not have final numbers for the Annual Raise the Sails Gala, he did note it was a very nice event though turnout was a little disappointing.

Gift certificates for next year have gone on sale, as have Junior Program memberships.
DCR sent an updated draft of the management agreement.

NEW BUSINESS

Norman Priebatsch Fund.

The Board passed the motion to establish the Norman Priebatsch fund as submitted.
The full motion is included at the end of the minutes.

Proposal to sell or otherwise deaccession three (3) Rhodes 19s.

General discussion with no Board action.

EXECUTIVE SESSION

The Board went into Executive Session at 7:42 pm and returned to normal business at 7:55 pm.

New Corporation Member

The Board approved Nick Afshartous as a new Member of the Corporation.

2019 Budget Guidance.

The Board discussed and provided feedback to the 2019 budget.

ADJOURNMENT

The meeting adjourned at 10:20 pm.

Submitted:

Scott Kline