

FINAL

Bainbridge Island Rowing
BOARD OF DIRECTORS MEETING
MINUTES OF THE MEETING - March 27, 2024



Location: SPRC/Boathouse

Board Members Present: Jennifer Ames-Karreman, Sheelagh Carleton, Celia Clark, Kim Dalan, Ben Drury, Melanie Edenholt, Brandon Fleet, John Foy, Kathy Kalstrup, Kris Kutchera, Stacey Nordgren, Gracie Payne, Gabriela Pinto, Joanie Ransom, Scott Roesch

Absent: Jill Bamburg, Andrew Block

Quorum: Yes (15 /17)

Others Present: Bruce Beall, Lindsay Browning, Mirén First

Proceedings:

Meeting was called to order at 7:15 PM by Kris K.

Attendees went around the room and introduced themselves.

MOTION to approve the Agenda.

Moved by John F. 2nd by Jennifer A-K.

Motion passed unanimously.

Secretary sought approval of past minutes and other business:

MOTION to approve February 28, 2024, Meeting Minutes.

Moved by Kris K. 2nd by Melanie E.

Discussion: Correction sought by Melanie E regarding reference to bank balance. They are in the BLACK, not the red as currently mis-stated.

Motion carries. Abstaining: Brandon Fleet, Joanie Ransom.

MOTION to approve the March 13, 2024, Annual Member Meeting Minutes.

There were no corrections or discussion.

Moved by John F. 2nd by Brandon F.

Motion carries. Abstained: Celia C.

MOTION to Approve the 2024 BOD meeting schedule as proposed: 4th Wednesday of each month except 11/20 and 12/11.

Moved by Celia C. 2nd by Kris K.

Motion passes unanimously.

Report by Past President – Kris K.

- Spring programs are in full swing with our first two regattas: Green Lake Regatta on March 16 for adult novices, and the Lakeside Scrimmage last Saturday with junior varsity competing at BIR and novices at Lakeside.
- Programs Coordinator, Danielle Scheibe is working with Lindsay Browning, junior parents, and coaches to improve communications with parents and juniors with weekly team updates.
- The Junior Regatta Travel Committee put on a successful presentation with all parents outlining the upcoming regattas and expectations of parents and juniors.

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- For summer coaching, Bruce Beall is talking with Nicolai and four BIR alums, who have expressed interest.
- Melanie Edholm is working with both junior parents and adult rowers on scholarships. Helpline House should have all the interviews and assessments completed next month. Scholarship funds are coming in from individuals, work parties and merchandise sales.
- Adult BIR members volunteered for a work party with Bainbridge Parks and Trails Foundation to beautify the area around the rowing center with native plantings and generated \$700 for the BIR scholarship fund.
- Mike Kalstrup, Tim Goss, Bruce and others have been hard at work getting our equipment in shape for the season and making repairs as needed.
- Thanks to grants from Bainbridge Community Foundation, Rotary, One Call For All, and private donations, we have taken delivery of the new Pure Watercraft electric motor for the new Stillwater Launch.
- Jennifer Ames-Karreman submitted a Bainbridge Community Foundation grant to help fund a new sweep/sculling Pocock 4.
- Jennifer, Bruce, Sue Entress and Lindsay Browning are working on a sponsorship proposal for a junior and adult regatta on September 28th or 29th.
- Jennifer and Lindsay are working on an overall sponsorship framework and kicking off discussions around Dream Big.
- Jennifer and Gabriella Pinto are working with Lynn Chun and Sue Pocock on a 2024 plan for the “Friends of Stan Group”.
- Lindsay is making great progress filling the 2024 venue rental calendar and now is a great time to remind friends, neighbors and colleagues about booking events!
- John Foy is working with the Clark Construction warranty department, Mike Kalstrup, Jim Cutler, and various trades people to obtain estimates for items on the construction punch list. Repairs to restroom floor molding and flooring seams are in progress. He is also working to line up reasonably priced HVAC annual maintenance and an electrician for various projects.
- Kathy Kalstrup is taking on responsibilities in the areas of space planning, private boat storage, volunteer coordination and onboarding new board members, and working with John Foy on facilities management processes.
- Amy Burton is assisting Jill Bamburg, Kathy, and me to finalize the Director of Rowing job description and search process, with a goal of hiring someone by June.
- The Annual Meeting of Members was held on March 13. We reviewed financials and elected new Board members, Sheelagh Carleton, Ben Drury, Kathy Kalstrup, Gabriela Pinto, Scott Roesch, and Gracie Payne. Many thanks to Stacey Nordgren for organizing the logistics!
- Jill Bamburg incorporated coach and Board member input to the Strategic Plan and presented it to members at the Annual Meeting.

List of board members and proposed tentative roles were sent out in the Board packet and presented by Kris K. for discussion and approval.

MOTION to Elect the 2024 Board Officers as follows:

- **President – Jill Bamburg**
- **Vice President – Kathy Kalstrup**
- **Treasurer – Melanie Edholm**
- **Secretary – Stacey Nordgren**
- **Development Officer – Jennifer Ames- Karreman**
- **Safety Officer – Ben Drury**

MOVED by Kris K. 2nd by John F.

Discussion: A sincere *Thank You* was called out to retiring Board members!

All in favor. No abstentions.

Kris honored departing Vice President, John Foy:

- John initially joined the board in 2002 and was president for 2 years. He rejoined the board in 2014 and has served as VP since 2017. That's 12 terms as a board member - a BIR record!!
- Since I've known John, he has been our technology expert and deeply involved with safety, facilities, construction.
- John is smart, passionate, persistent, and thoughtful.
- He never hesitates to dive in and learn something new at a very deep level. I saw this time and again during the construction project – learning about HVAC, power, lighting, plumbing – you name it. He saved tens of thousands of dollars through his research.
- John, it's been my pleasure to work side by side with you for the last 4 years. Thank you!!

Kris K. presents the proposed slate for EC.

MOTION to Appoint the Executive Committee to consist of the officers elected above and the following other members:

- **Bruce Beall (Director of Rowing, non-voting)**
- **Lindsay Browning (Business Director, non-voting)**
- **Kris Kutchera (past president, Voting)**

Moved by Kris K. 2nd by Kathy K.

Discussion: When there is a new DOR, will Bruce remain on the EC as well? This will be determined when the time comes. Kris K. should be a Voting member of the EC.

All in Favor. No abstentions.

Kris noted other important Board roles as:

- Financial Advisor – Kurt Frost (past treasurer, non-board member)
- Adult Program Board Liaison – Kim Dalan
- Juniors Program Board Liaison – Andrew Block & Joanie Ransom
- Junior Representative – Gracie Payne

At the April BOD meeting we will do a deep dive into Committees, such as Safety (Ben D.) and Equipment (Brandon F.).

Report on Financials – Melanie Edholm

- Our bank accounts are in the BLACK!
- Melanie has been working on the new launch and motor, equipment expenditures, & changing signature cards at the bank.
- There is much excitement around Learn to Row and the number for future adult rowers could be bolstered by this.
- Discussion of the amendment of the terms of the Promissory Note that our member-lenders hold.
 - We have lenders for the rowing center and lenders for our legal expenses. However, this Promissory Note is for the rowing center lenders.
 - Melanie stated the essence of the proposed new terms as: 7-year term, based in an interest rate for the prior year, principal will have no pre-payment penalty.

MOTION to Approve the terms of the amended and restated promissory note as included in the March 2024 Consolidated Board Report.

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MOVED by Melanie E. 2nd by Joanie R.

Discussion: The projections by Kurt Frost show that 7 years is reasonable to satisfy repayment. The eight member-lenders are aware that this is coming, and the essence of what changes are proposed. An advanced read is that they will be favorable to these terms. Note that it is important to communicate to membership that the main method of repayment of this debt will be from annual fundraising (Dream Big), but not from the rowing fees and dues. Also, cultivation of major donors and a capital campaign is still ongoing and targeted to repayment. Therefore, even a successful Dream Big does not translate to lower rower fees--YET. Venue rental profit (beyond all building operations) will go into a building maintenance fund. Today a percentage is already going into such a fund. There is appetite to explore more options for clarity of all of this (how and what pays for what?) and communicate this to junior parents, in particular.

VOTE: All in favor. No abstentions.

Mirén First joined the meeting at 8:07.

Business Director Update – Lindsay Browning

Lindsay presented the following:

- 2024 Daytime Recurring Rental Income
- Projected v. Actual Daytime Rental Income - is slightly short of projected. The reason we are not concerned is because of the 2024 Special Event Rental Income to Date – which put us today at 80% of our 2024 Revenue goal. Surplus venue rental revenue can then go back to fill in our budget. Even if we hit our venue rental goal – there is still room for additional rentals in the venue calendar.
- 2025 Venue Rental Pricing is still not available. There is a proposal to increase 20-30% for each type/slot of rental offered.
- An increase in the cleaning fee will be necessary. This is important and not a place where we should lose money.
- Lindsay shared posted accolades with shout out to staff member, Mary Aglium. This is good news for returns and business referrals.
- Lindsay presented the newsletter, website, and social media actions and 2024 calendar of proposed communications.
- Lindsay announced she is moving on as BIR Business Director at the end of June.

MOTION to adjourn the Regular Meeting and move to Executive Session.

Moved by Kris K. 2nd by Jennifer A-K.

All in Favor. Meeting adjourned to Executive Session at 8:26 pm.

Minutes Submitted by Stacey Nordgren, BIR Secretary.

-END-