

WEST POINT INN ASSOCIATION
BOARD OF DIRECTORS MEETING
Monday, January 10, 2022, 7:00 PM
Via Video/Teleconferencing

FINAL MINUTES

AGENDA: Meeting called to order at 7:03 pm by President Don Keeley

Board Attendees: Nancy Fox, Alyssa Jorgensen, Chris Marcuse, Michael Jefferies, Dan Ciccarone, Talia Friedman, Pete Martin, Jim Parton

Prospective Board Members: Patricia Schmidt, Pete Karlen

Board Members Absent: None

Others present:

Mark Northcross - Treasurer

Wing Pepper – Secretary

FIRST ORDER OF BUSINESS

- Installation of New Board Members
 - President Don Keeley asked for the new board member election results from the fall '21 members meeting which approved:
 - Peter Karlen
 - Mark Northcross
 - Patricia Schmidt
 - No board objections so Peter, Mark and Patricia are officially installed as WPIA board members for a two year term starting in 2022
 - As a result, Jim Parton, Chris Marcuse, and Don Keeley are designated to leave the board
- Pete Martin has also requested to be replaced on the board
 - Pete's term expires in Jan 2022.
 - Requested that Don Keeley be reinstated as a board member to replace Pete and carry out his term
 - Motion
 - Motion to approve: Alyssa
 - Second: Nancy
 - All in favor
- Election of President

- Former President Don Keely turned control of the meeting over to the current Vice President, Alyssa Jorgensen.
- Alyssa proposed a motion to re-nominate Don Keeley as President of the WPIA for a term of one year (fulfilling the remainder of Pete Martin's term on the board)
- All approved Don Keeley as the new President of the WPIA for 2022.
- Election of Vice President
 - Alyssa Jorgenson re-nominated as Vice President of the WPIA
 - Motion to approve: Patricia
 - Second: Dan
 - All in favor
- Election of Parliamentarian (to replace Jim Parton)
 - No nominations - will look to outside to fill role
 - Recommended to ask Wayne Koide for the role - or as a source for leads
- Confirmation of Treasurer
 - Mark Northcross approved - Mark will try to recruit a successor in 2022
- Confirmation of Secretary
 - Wing Pepper approved - Board and Wing will look for a successor in Q1 2022
- Confirmation of Committee Chairs
 - Motion to reconfirm all committee chairs
 - Motion to approve: Nancy
 - Second: Patricia
 - All approve
 - NOTE: Two open committee's
 - B&G
 - Activities & Events

APPROVAL OF MINUTES

November 8, 2021 Board Meeting

- Motion to pass: Don
- Motion to approve: Alyssa
- Second: Nancy
- All Approve

PRESIDENT'S REPORT

- Primary objective for 2022: Negotiate a new lease with the MMWD
 - The lease expires in December 2022
 - Mark and Don have met with an attorney. He is retained to represent WPIA in the negotiations
 - Also in contact with Sean Horne - MMWD water manager
 - Looking to set dates and times for initial meetings

- 30 year reserve study
 - Architects creating a report on the status of the Inn structurally, electrically, etc including a list of recommendations / projects
 - Report will
 - Help organize and prioritize the work plan
 - Support the development committee in future fundraising efforts

TREASURER'S REPORT, Mark Northcross

- Overnight use fee's
 - In december 2021: set an all time record. Almost \$40k net of refunds
 - Total for year: \$200k - 3rd highest total ever (and no revenue in January 2021)
 - 2021 = Highest 11 months in history
 - Considerations
 - Opened the 90 - 120 day window and are now using higher prices.
 - Team will watch reservation flow once that window of reservations is realized
- Cash position
 - \$63+k - higher than January 2021 (\$21k was PPP)
 - Starting 2021 - \$232K in the bank - in great shape
- P&L
 - Total income \$388k - biggest ever in history - reservations, donations, and more
- Expenses
 - Insurance remains biggest cost and still must be addressed in MMWD negotiations
 - Payroll costs are up - wage and restructuring cost increase
 - Professional fee's up - 30 year reserve study is a big driver of that cost
 - \$292k total expenses - up \$13k over 2021

OLD BUSINESS

- Reopening Update
 - 100% Occupancy February 1
 - Despite Omicron, sticking with this plan
 - Member perk of 30 day book ahead of public still in place
 - Discussion - Eliminate the covid/liability forms currently required. We would revert to the booking party to take the responsibility
 - Or keep it mandatory until we pass Omicron to avoid liability
 - We feel it's too much responsibility to continue to ask the innkeepers
 - Explore a single page for all members signed when they come to the Inn
 - Discussion ended on it's a hassle but it's still a best practice and industry standard - so continue the form

- Will review with innkeepers to get their continued input
 - Indoor mask policy will continue to be enforced - per marin county
- Status of 30-Year Reserve Study
 - Met with team doing the study
 - Issues in last meeting
 - Water storage and supply situation - will provide recommendations
 - Hoping to find people in MMWD who will be more sympathetic
 - Report has 13 different trades that will be involved in future repairs
 - They will present a process for all future work.
 - They will also recommend hiring a project manager to save the Innkeepers from being distracted from day-to-day Inn operations
 - We also asked for fire hardening recommendations
 - Ebig cabin south facing windows need to be replaced
 - Also looked at cost to upgrade the solar system and battery storage for greater efficiency
 - All these costs will be included in the final report within the next month.
 - Important to note there were no “critical” issues that needed to be addressed immediately.
 - All seismic work - strength of main structure, etc - is up to the WPIA to decide whether to address
 - 30-Year Study group will present 3 options - “scenarios” - for all work priorities. This means they will consider all the projects and bundle them into different scenarios based on sequence. priority, and price. Board will be able to choose which best suits the board's preferences.
- Search for a new Board Secretary
 - Wing will reach out to Mill Valley/Bay Area friends for leads
 - All others will continue to search
 - Willing to waive membership requirement - and use as fast-track to membership

NEW BUSINESS

- Approve 2022 Calendar
 - Monthly board meetings
 - Work parties
 - Pancake breakfasts starting in May and ending in October.
 - Calendar still needs members meetings added for April and October 2022
- Motion
 - Motion to approve: Dan
 - Second: Alyssa
 - All approve
- Membership Renewal Update

- New membership system
- Frustrations with fact we can't add a donation above the membership fee when membership fees are submitted
 - We need a way to add \$ to the membership charge
 - As a result donations are down in the membership process
- 120 members have not yet paid dues for 2022 after 3 emails
 - Late fees assessed if not paid by Jan 31
 - By End of Feb membership terminated (in theory)
- Work Party on Saturday, January 15
 - So far 15 people signed up
 - Discussion: Should we cancel the work party in Jan due to Omicron?
 - Planning to have all activities outside
 - Decision: Go ahead and have lunch as well
- MMWD annual Meeting in February (not related to negotiations)
 - Status update on Inn finances and operations
 - Will need support from the board for the Feb annual meeting prep
- Honoring Pete Martin
 - Motion to make Pete a emeritus non-voting board member as a way of recognition
 - Motion to pass: Don
 - Motoin: Mark
 - Second: Dan
 - All Approve
- Jim Parton
 - Due to health reasons, Jim Parton is in our hearts. Sending love, Jim. From everyone. :)

COMMITTEE REPORTS

Buildings & Grounds: OPEN

Communications/Website Committee: Jan Gauthier

Development Committee: Jim Parton & Dan Ciccarone

Election Committee: Chris Marcuse & Lin Johanson

Event Committee: Gail Shahan & Fran Rondeau

Fire & Safety: Pete Martin & Scott Halsted

Garden Committee: Kathleen Kopp

Heritage/History Committee/ Historian: Fred Runner

Housekeeping: Fran Rondeau & Bonnie Jones

Lease Negotiation: Don Keeley & Alyssa Jorgensen

Membership: Talia Friedman

Mountain Tam Organization Liaison: Bob Newcomer

Newsletter: Alison Bricker

Old Timer's Liaison: Marilyn Skaff

Pancake Breakfasts: Lin Johanson

Personnel: Lin Johnson & Fran Rondeau

Policy & Procedures: Wayne Koide

Reservations: Alyssa Jorgensen & Jennifer Greene

Technology: Nate Lee

Water Committee: Tom Banning

Water Tank/System: Bonnie Jones

Work Parties: Don Keeley

ADJOURN

- Motion to Adjourn: Don
- Motion to approve:
- Second:
- All in favor

EXECUTIVE SESSION (Executive Session was activated).

KEY DECISIONS + OFFICIAL MOTIONS PASSED IN JANUARY 2022 BOARD MEETING:

Motion	Description
Approval of Minutes	<ul style="list-style-type: none">● November 8, 2021 Board Meeting<ul style="list-style-type: none">○ Motion to pass: Don○ Motion to approve:○ Second:○ All Approve
New Board Members	<ul style="list-style-type: none">● Peter Karlen● Mark Northcross● Patricia Schmidt● No board objections so Peter, Mark and Patricia are officially installed as WPIA board members for a two year term starting in 2022
Board Replacement	<ul style="list-style-type: none">● Don Keeley be reinstated as a board member to replace Pete<ul style="list-style-type: none">○ Motion<ul style="list-style-type: none">■ Motion to approve: Alyssa■ Second: Nancy■ All in favor
President Election	<ul style="list-style-type: none">● Alyssa proposed a motion to re-nominate Don Keeley as President of the WPIA for a term of one year (fulfilling the remainder of Pete Martin’s term on the board)● All approved Don Keeley as the new President of the WPIA for 2022.

<p>Election of Vice President</p>	<ul style="list-style-type: none"> ● Alyssa Jorgenson re-nominated as Vice President of the WPIA <ul style="list-style-type: none"> ○ Motion to approve: Patricia ○ Second: Dan ○ All in favor
<p>Confirmation of Treasurer</p>	<ul style="list-style-type: none"> ● Mark Northcross approved - Mark will try to recruit a successor
<p>Confirmation of Secretary</p>	<ul style="list-style-type: none"> ● Wing Pepper approved - Board will look for a successor in Q1 2022
<p>Confirmation of Committee Chairs</p>	<ul style="list-style-type: none"> ● Motion to reconfirm all committee chairs <ul style="list-style-type: none"> ● Motion to approve: Nancy ● Second: Patricia ● All approve
<p>2022 Calendar Approval</p>	<ul style="list-style-type: none"> ● Monthly board meetings ● Work parties ● Pancake breakfasts starting in May and ending in October. ● Calendar still needs members meetings added for April and October 2022 ● Motion <ul style="list-style-type: none"> ○ Motion to approve: Dan ○ Second: Alyssa ○ All approve
<p>Honoring Pete Martin</p>	<ul style="list-style-type: none"> ● Motion to make Pete a emeritus non-voting board member as a way of recognition <ul style="list-style-type: none"> ■ Motion to pass: Don ■ Motoin: Mark ■ Second: Dan ■ All Approve