

## October Minutes of the 2016 Board of Directors Meeting

The regular monthly meeting of the TRC Board of Directors was held on Saturday, October 10th, 2015, at Site 500 of Triangle Recreation Camp. The meeting was chaired by President Craig Maynard, and supported by the executive committee, all of whom were in attendance save the Vice President of Operations, Don Young, whose absence was excused. All the Board of Directors were in attendance and included Dean Carey, Larry Clark, Travis Clinton, Lawrence Cummings, Dale Morgan, Eric Moss, Ted Stanczak, Ross Tremblay, and Brandon Walker.

The meeting was called to order at 12:00 pm by the President after establishing a quorum (at least 8) had been reached. The Board quickly reviewed the proposed Agenda. After amending the Agenda to accurately represent the items to be addressed and their order; Brandon Walker moved “that the amended Agenda be approved.” The motion passed unanimously.

The Three (3) Minutes of the Meetings held on September 19<sup>th</sup>, 2015, (Pre-AGM, AGM, and special Post-AGM) were distributed and read for approval. Qevin Lutra moved “to accept the Minutes of the September 15 Board of Directors Meeting (pre-AGM)” which passed. Qevin Lutra moved “to accept the Minutes of the First 2016 Board of Directors Meeting (post-AGM)” which passed. Qevin Lutra moved “to accept the Minutes of the 2015 Annual General Meeting” which passed unanimously.

The 2014 Audit Committee, chaired by Jeff Bachman, presented their Letter of Certification that the Financial Statements of 2014 were without error and filed it with the Secretary. The 2015 Audit Committee was created to begin auditing the 2015 Financial Statements of TRC after October 31<sup>st</sup>, 2015. The 2015 Audit Committee will have Jeff Bachman (Chair) and Chas Johnston as its members.

The Rules Committee (Travis Clinton, Chair) had the following members appointed to it: Larry Clark, Don Young, Brandon Walker, and Tom Widmark. Under this Committee an Ethics and Privacy Subcommittee, chaired by Qevin Lutra, will be addressing ethics, privacy, and email resource policies. Appointed to this Subcommittee were Eric Moss and Austin Wheat. The Rules Committee will be meeting over-winter and intends to have recommendations to the Board by the March 2016 Board of Directors Meeting.

The Executive Committee announced that an Exec. Subcommittee for Turner Property Acquisition will be created to assist the President in his representation of TRC, and its dealings, with the Acquisition process. Dana Williams and Kelly Campagne have been appointed to this Exec. Subcommittee.

President Craig Maynard started his report with an update of the lawsuit against the campground. Our lawyer is currently involved in negotiating a settlement value that meets TRC's stated and approved amount of "up to \$7500".

On behalf of the Vice President of Operations, Dale Morgan gave an oral report on the current operational tasks. There will be a work party on Saturday 17<sup>th</sup>, October, to remove the footbridge over the wash and finish locking up all containers for the winter. The TRC Generator has been removed to a secure storage area for the winter. There will be no more power or internet provided by TRC as of Sunday 11<sup>th</sup>, October.

Vice President of Marketing, Jeff Bachman plans to have the dates for next year's events announced by January 1<sup>st</sup>, 2016.

Secretary Qevin Lutra announced the appointment of Larry Clark and Austin Wheat to his Office's Secretarial Affairs Committee.

Treasurer Kelly Campagne announced the 2015 Financial Statements will be closed and ready to hand over to the 2015 Audit Committee for review as of October 31<sup>st</sup>. An interim 2016 Budget was presented stating approved amounts for ongoing expenditures over-

winter (property acquisition, mitigation, tree felling, etc.). Qevin Lutra moved “to add \$3500 to Line item 4130” which passed unanimously. Eric Moss then moved “to approve the budget as amended” which passed unanimously.

The Membership Fees Committee (2016), chaired by Brandon Walker, announced the appointment of Travis Clinton, Kelly Campagne, Lawrence Cummings, and Dale Morgan to its members. The Committee will be meeting over the winter to review our membership and fees structure and will be making recommendations by the March 2016 Board of Directors Meeting.

Travis Clinton moved “to create a closed 2016 Board of Directors Facebook group consisting solely of the Board of Directors” which passed.

Kelly Campagne moved that “Effective Nov. 1<sup>st</sup>, 2015, Seasonal yearly memberships be increased from \$150 to \$240 per year.” After discussion, Jeff Bachman moved to amend the motion to “Effective Nov. 1<sup>st</sup>, 2015, Seasonal yearly memberships will be combined with the Seasonal Assessment Fee to a total of \$240 per year.” The amended motion was voted on and passed with a vote count of 9 ‘for’ and 4 ‘against’.

Craig Maynard moved “to call special meetings of the Board of Directors to meet in person, or proxy, to discuss any developments regarding the Turner Property Acquisition over-winter.” The motion passed unanimously.

The next regular Board Meeting will be held at 12 pm on Saturday, March 21<sup>st</sup>, 2016, at a location that will be determined by February 27<sup>th</sup>.

The meeting was adjourned at 1:31 pm.

Signed,  
Qevin Lutra  
TRC Secretary

## *All About the Process – Letter of Dissent (Eric Moss)*

Dear Fellow Board Members and Executive Committee,

As allowed in Robert's Rules of Order, I am expressing in writing my viewpoint on a couple of matters of concern to me. The intent of this viewpoint isn't to debate what has already been voted on and passed, but is to submit an official objection on record.

First let me say that I fully understand that TRC is a completely volunteer organization, and the governing of a membership based organization is not easy and is very often under appreciated. I also recognize the institutional knowledge and acknowledge the service of the members who have served at TRC longer than I have even lived in Washington. With a smaller board than we are accustomed to this year, things are bound to be a little confusing and different for a lot of us. That being said, I believe we are setting a dangerous precedence that has kept pace in the last two recorded board meetings of this new 2016 TRC Board of Directors.

### **The Process Matters**

Process matters more than ever now that we are a much smaller group of people acting on behalf of the membership at large. There are fewer overall voices for a growing number of members. When we break from the process we are doing a disservice to the people who elected us and are counting on us to do our due diligence to consider all other members. The first occurrence where I believe we are out of order was with the first board meeting of the 2016 Board of Directors, where there was absolutely no conversation or discussion about the new process or about how it would be documented to be repeatable in the future. There was no parliamentary order at all in the appointment of the Executive Committee. In fact, even when there was objection at the time about the process it was discouraged by the same people who almost appeared to be dictating who would be in which roles. At either point when the objections were made by more than one person, there was no action

made by any executive roll to remedy the breach of process. Although the outcome of the vote would likely not be different than the very informal appointments, the process would have been followed and there would be no room for scrutiny from the membership. The end doesn't always justify the means in this case.

The second occurrence was in the second meeting of 2016 TRC Board of Directors meeting, when the board passed a membership increase without process of the active and formed Membership Fees Committee. The complaint was made that the active committee was slow to offer a suggestion to the board, and the board should just take action. This is wrong. The changing of the membership fees was not time critical or an emergency matter that required immediate action by the board, and therefore, should have gone through the committee process. There was no justifiable reason to push the vote, especially after more than three of the present (and one absent through email) members of the board asked to "table" or "hold off on" the vote until the Membership Fees Committee could address the changes. There was a motion made to table the vote, which was disregarded almost immediately. My issues with the changing or combining of the seasonal site fee and the membership fees thereby creating one larger membership fee aside, which I will briefly address later, the process was disregarded again for no justifiable reason. When you have a committee structure in a parliamentary organization - sometimes things can get tied up in committee, and that's just the way it is. Taking the conversation away from the committee is removing them of their purpose and authority to explore the question, investigate, and offer suggestions for the board to consider in regular business. We have seen ourselves get in serious trouble before when executives and board members broke process, skipped the committee process and took matters into their own hands. We are still paying the financial cost of that.

Like I said in the meeting, and I stated above, the process on how we make decisions as a small group matters.

## **Membership Fees and Seasonal Site Assessment Fee Combination**

This is an area where we need to look at how we are assessing the fees, collecting them, and the policies and enforcement of the fees. I am not going to get into that. Despite the process not being followed I have a number of issues with the combination.

1) First and foremost is it is creating a class structure at TRC. One trait of membership, is that it was equal for all people, seasonal site or not. With the exception of pricing discounts for senior and disabled and the very few exceptions for lifetime members, **all** members had the same fee. It is a mutual experience and an equalizer. The burden of **membership** was the same for everyone. Setting up a different pricing structure for seasonal site holders and nonseasonal site members creates a tiered type of membership, which inevitably leads to classing people by the type of membership they purchase.

2) Placing the seasonal site assessment fee as part of the membership dues changes or eliminates the classification of the fee. While the seasonal site assessments were not part of membership, they were collected separately as to distinguish the two fees with at least a fuzzy definition of who the assessment fee applied to.

3) It unfairly burdens the seasonal site holders with an additional condition of membership that those who are not seasonal site members do not have. Now seasonal site holders must pull together \$240 in one time to meet the requirement of membership, while nonseasonal site members do not. The argument has been made over and over again that "the membership fees are low and what people get is a huge value for the cost". We need to make sure on a membership level that the cost of membership has the same value for all. If we raise fees for some people, we should raise fees for all people. This might appear that some people are personally benefiting from resources that only some pay for. I know it was verbally offered that if people can't afford the fee all at once, payments or arrangements can be made with the treasurer to make those

payments. We should not be making decisions where *this* would be the likely scenario for some.

### **In Conclusion**

We are stewards of the general memberships resources. They have elected us to handle the operations, planning, development, and administration of the camp in their stead. We owe them the courtesy of observing process and having the conversations that need to be had, and we owe them more thought into major changes and practices.

Respectfully,

Eric Moss

*The President's Response – About the Process – Letter of Dissent  
(Craig Maynard)*

Hi folks.

As chairman of the Board, I do not agree with the notion that there is a precedence with the way resolutions are addressed by the Board. The Board is not bound by precedence and it retains jurisdiction to revisit and re-decide most matters that it previously decided. This is a matter that can be revisited - not that I'm recommending it.

That said, Eric raises a good point that the board has addressed a matter that was in committee. Rightly or wrongly, that is the prerogative of a democratically elected board. Can the committee come up with a (better) resolution for the Board to consider in the future? - of course it can. This motion was a go-forward matter that appears to be largely an administrative matter, with a minor policy shift around membership classifications. However, I see little in it that is ominous.

The take away on yesterday's vote, I think, is that the board will continue to be challenged by increasingly complex issues, which in theory should take longer to decide. The Board may choose to send issues to committee, or not; and, a committee can take up an issue on its own, then later refer its recommendations to the Board. The sequence of activity by the board or its committees is not precedent setting.

As to the statement that there was a breach of process in the election of the officers at the first Board meeting, I would point out that no process had been established. The members were silent at the AGM, and there was no motion coming from the floor that was calling for a process. Rushed was it? That's a matter of opinion. But, I'll say everyone spoke, and had a chance to speak, at the meeting.

We also decided other matters at that meeting, such as one year and two year terms based on a suggestion by yours truly. Ideally, such



significant matters as allocating power to serve a second year cuts at the heart of representational democracy. If ever there was a matter that should have been referred to committee, one could easily argue, THAT was it.

Democracy can be blemished and lacking perfection. Many have compared it to making sausage. Whatever imperfections that occur along the way can be resolved later, albeit with some contrition, if needed.

My last point, Eric's arguments are examples of matters where reasonable people can disagree. I concede he made some very good points. He certainly has set a very good precedence, if I can use that word, of how to be critical of an issue without bring personal. For that, I'm truly grateful.

I look forward to hearing his thoughts in the future.

Craig