Charbonneau Country Club Board of Directors
Minutes of the Monthly Meeting
September 1, 2020 – 2:00pm

A meeting of the Charbonneau Country Club Board of Directors, an Oregon nonprofit corporation, was called by President Gene Tish via audio/video conferencing in Wilsonville, Oregon.

Board Directors Present:		**Staff:**
Gene Tish, President	**John McLain**	Jim Meierotto, General Manager
Gary Newbore, Vice President	**Linda Owen**	Kim Hosford
Lindy Anderson, Treasurer	**Anne Shevlin**	Karen Pratt
Pat Tewell, Secretary	**Steve Switzer**	Rick Schram, Property Manager
Jim Gibbons		

Call to Order: President Tish called the September 1, 2020 meeting to order at 2:00pm and stated that this meeting is convened in accordance with the Coronavirus Resolution passed on April 7, 2020 regarding audio conferencing for board meetings. President Tish welcomed Bob Beauchemin of BC Group along with approximately 15 other visitors who joined the meeting via audio and video conferencing.

Review of Agenda:
There were no changes to the Agenda.

Approval of Meeting Minutes:
The July 29, 2020 Annual Meeting minutes were submitted for board review along with three sets of minutes submitted for board approval.

July 29, 2020 Annual General Meeting Minutes. President Tish stated that these are for board review and that the community will vote on these at the 2021 Annual General Meeting. General Manager Meierotto said that Kim Hosford's name should be removed from the attendance list. President Tish requested that the following changes be made to the answers regarding pools. The corrections are as follows, distinguished by underlining:

- A: The limited use qualification for pools is based on the number of residents that own the pools. If more than 4 residents own a pool that makes it <u>a limited access pool, not a private pool</u>, and therefore falls under the government's phase restrictions.
- A: We are following the restrictions set forth by Clackamas County which approves the use permits for all CCC pools. <u>Limited access pools (all of those in our community) are not being issued operating permits at this time.</u>
  There being no other corrections, President Tish requested General Manager Meierotto mark these Minutes as reviewed and submit them next year for approval at the 2021 Annual General Meeting.

July 29, 2020 Special Meeting Minutes: Director Anderson motioned to approve the minutes as submitted. The motion was seconded and unanimously approved.

August 4, 2020 Board Meeting Minutes: President Tish requested that the paragraph the deals with Executive Session should read; President Tish moved the board into Executive Session at 2:50pm for discussion of an employment related issue and moved the meeting back into regular session at 3:40pm. With this change, Director Newbore motioned to approve the minutes. The motion was seconded and unanimously approved.

August 20, 2020 Special Board Meeting Minutes: Director Gibbons motioned to approve the minutes as submitted. The motion was seconded and approved unanimously.

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Bob Beauchemin, BC Group:
Bob Beauchemin, BC Group, CCC's representative, was in attendance to present to the board various Activity Center building design considerations including LEED Certification, solar panels and seismic ratings.

Treasurer's Report:
Director Anderson gave the Treasurer's Report which updated the Board on the account balances in the operating and reserve funds through July 31. Overall, expenditures are under budget for the year, but legal spending is over budget for the year.

Village Center Development Task Force:
After amendment, Director John McLain motioned that it is hereby resolved that the Village Center Development Task Force is authorized to create a timeline and plan for moving forward with the design and construction of a structure for the outdoor tennis court(s) (allowing all weather play). Development of the timeline and plan will be undertaken in collaboration with the Tennis Club Board. The estimated budget is not to exceed $500,000 without board approval. The motion was seconded and passed unanimously.
Director Newbore clarified that this motion gives the task force permission to start gathering data, create a timeline and a planning process for this project and then they will submit a final recommendation to the board for approval.

President Tish requested that General Manager Meierotto note that this motion does not limit the pickleball courts to the current location.

After amendment, Director Gibbons motioned that it is hereby resolved that the Village Center Development Task Force is authorized to create a timeline and plan(s) for moving forward with the design and construction of a renovation project of the existing clubhouse to include an upgraded kitchen with cook-to-order restaurant and catering capability, a scalable upscale casual restaurant with indoor seating and indoor/outdoor patio seating and service. Development of the timeline and plan(s) will be undertaken in collaboration with Charbonneau Golf Club, Inc., and will include development of an operating/license agreement with Charbonneau Golf Club, Inc. as the operator/licensee of the facility including on premises catering rights. The estimated budget is not to exceed $1,500,000 without board approval. The motion was seconded and approved unanimously.

Director Newbore clarified that these motions give the task force permission to start gathering data, creating timelines and planning processes for these projects. The task force will submit final recommendations for both projects to the board for approval.

Board Goals/Priorities and Committee Structures and Assignments:
Director Newbore motioned to adopt the 2020-2021 Board Goals and Priorities that were set forth in the September board packet. The motion was seconded and approved unanimously.
John McLain motioned to adopt the standing committee members list including committee members that were discussed during this meeting. The motion was seconded and approved unanimously.

General Manager's Report:
First Response: General Manager Meierotto reported that Officer Cutler, who has been a security officer here in Charbonneau with First Response for nearly 14 years, has accepted a new job. Officers Petke and Snipes have been hired by First Response to fill Officer Cutler's place.
Budget: The budget process is in motion and committee chairs will be receiving their budget worksheets this week. This year, the process will change to include a three-year budget plan.

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President's Report:
President Tish would like board directors to consider having a Charbonneau Country Club board email address. After discussion, the board has given General Manager Meierotto authorization to create Charbonneau Country Club emails for those board directors who wish to have one. Director's Gibbons, McLain, Owen, Shevlin, Switzer and Tewell have requested that a board email be set up for them.

Executive Session:
President Tish moved the board into Executive Session at 4:10pm to discuss financing contracts and respective offers in those contracts. President Tish recalled the September Board Meeting to Regular Session at 5:11pm. There were 3 visitors in attendance.

Director Newbore motioned the board give authorization to Director Newbore, and General Manager Meierottto, with support from Ryan Fraunfelder, to secure loan documents in the amount of $6,700,000 from Columbia Bank and First Citizen Bank and negotiate a loan agreement in that amount with either firm that offers the best value for Charbonneau County Club. Such agreement will be subject to CCC board approval. The motion was seconded and approved unanimously.

The next board meeting will be held on October 6, 2020 at 2pm via audio and video conferencing.

Adjournment: No other business came before the board. The meeting adjourned at 5:16pm.

Pat Tewell, Pat Tewell, CCC Secretary