

OTYC 2016 Annual Meeting
July 16, 2016 9:00 am EDT OTCY Clubhouse

Attendees

Board Members in attendance included Nancy Cooper, Mike Adelson, Mike Biskupski, Bill Cron, Cathy Heiser, Libby Mustaine, Michael Ray and Cathy Stephenson. Scott Mulligan was unable to attend.

Eighty-eight (85) members in total attended the meeting in person. A total number of 163 members were either present or had submitted proxies. Of the proxies submitted, 29 designated the Board to vote on their behalf and 49 designated another member.

Welcome

Commodore Cooper called the meeting to order at 9:08 am. She reviewed the agenda for the meeting and thanked everyone for their attendance. She next called for a reading of the Minutes from the 2015 Annual Meeting. Peggy Elscott motioned to waive the reading of the Minutes. Mike Mustaine seconded. The motion was approved by the membership. Peggy Elscott then motioned to approve the 2015 Meeting Minutes and Mike Mustaine seconded the motion which the membership approved.

Commodore Cooper stated what an honor it has been serving as Commodore this past year. She said she has come to think of our club as a three-legged stool. Each leg is essential to the strength of the stool. The first leg of the stool is the Board of Directors, the second is the Committees and the third, the Members. Commodore Cooper spoke warmly of each and introduced the individuals who serve on the Board and the Committees.

Board Members - Mike Adelson, Mike Biskupski, Bill Cron, Cathy Heiser, Scott Mulligan, Libby Mustaine, Michael Ray, and Cathy Stephenson termed the "Awesome Eight" by the Commodore for their diligence and commitment in supporting the Club and to participating in the monthly Board meeting.

Committees - Commodore Cooper said without exception the Committees have gone above and beyond in carrying out their tasks, thereby, ensuring another healthy and vibrant year in the life of the OTCY.

Social - Gail Bowden, Betsy Leathery, and Ellen Reister with Caroline Oberndorf (Catered Dinners) and Mary Smart(Potlucks)

Building – Dennis Armbruster

Grounds – Keith Disselkoen

Waterfront - Dennis Turner

Membership –Bill Renz and Suzy Wheeler

Youth – Lisa McKenzie, Amy List and Sara Goldman

Breeze – Dave & Kerry Magrini

Scuttlebutt – Mary Tonneberger

Nominating – Ed Oberndorf, Linda Kemper and Kris North

The members are the unsung heroes who do the jobs that need doing every day. You open and close up; you clean, straighten, and organize; you paint, repair and install; you move boats, tables, chairs and benches, you rake, mulch and plant; you turn on and turn off. What you do may go unmentioned but it does not go unnoticed and we thank you for all of it. So, the Commodore concluded, it's thanks to all in this room that the legs are sturdy and, thus, our Club is strong and stable.

Thank yous were also extended to Susie Goldman and John Smart for their respective contributions to OTYC logowear and the tennis court; to Bob & Karen Gelakoski for their daily opening and closing of the Clubhouse and to the Youth Program Directors Tim Leathery & Connor Wallace and Youth Counselors: Zach Bosco, Jack McKenzie, Tess Edgley, Robbie Magrini and Audrey Saxton. Finally, Commodore Cooper thanked Tom Oehmke for serving as Parliamentarian.

Commodore's Report

Commodore Cooper provided a brief review of all that had been accomplished during the past year. To enhance the membership experience we took on a couple of projects. Late last summer we finalized the purchase of our new PA system. Judy and John Smart's kind gift of the old system had been invaluable for years and it was time for its retirement. This one will take us well into the next several years. Our web site was designed and got up and running. And we initiated a new, streamlined Guest Membership Application process which has gone off without a hitch this year. We also studied and renewed our membership in the Lake Michigan Yachting Association which will offer members reciprocal rights at other yacht clubs nationwide. You will find more information on that in a future Scuttlebutt and on the web site.

The wellbeing of our Clubhouse and property was tended to by our reviewing and updating the Club's insurance program. And with the help of the Edgley family's generous gift, we also completed all but the cosmetic details on the boathouse allowing our Sunfish to winter in the boathouse for the first time. We successfully put into practice a formalized policy for Club event rentals. And of course, you've seen our floating docks which, due to the lack of a beach, were essential for the integrity of our Sunfish. We began that project in September and studied it all winter, placing the order finally on June 15th.

Our fiduciary responsibility led us to establish a budget, allocating funds for operating expenses while identifying funds for future large expenditures, and developing a multi-year program. We also established our Capital Projects List, which will help us plan for the future while allowing us to be prepared for any unexpected surprises. These were all collaborative efforts and kept us plenty busy all fall, winter and spring.

Website Report - Michael Ray

The new website, www.otyc.club, was displayed on a large screen for all to see. Michael demonstrated how to log onto the site, navigating to the different pages and giving members a broad overview of the content now posted for all members. He noted that some sections are accessible only to OTYC members who log on with the password. Michael credited Ruth Steele Walker for designing the website and for Scott Mulligan for his significant contribution and collaboration with Ruth. He confirmed that this will be a great resource for the Club and will also house fun photographs. If there are photos or announcements to be posted, please forward them

to Michael and he will do so. He noted the Board hopes that this will be an active website and encouraged all members to use it regularly - please submit photos!

Projects Report - Commodore Cooper stated that there are always many projects that must be completed at the Club. Some are minor and more ordinary, others are more complex. A building of this age will sooner or later have needs that are expensive and involve study and consideration....such as a new well or roof. So, this past winter the Board initiated a list of potential projects and will continue to research costs and viability. We want to be out in front of these needs so if an immediate necessity arises we will be prepared. We want members' suggestions and ideas so that our list of capital projects encompasses thoughts and opinions from all who are interested. Please reach out to Kanda McKee or Bill Cron who will spearhead this important initiative.

Treasurer's Report - Cathy Heiser

In giving the 2016 Treasurer's Report, Cathy said her objective was to share how the Club's finances run from year to year. She referred to two spreadsheets she had prepared of OTYC Annual Profit Loss Review: 1) Actual 2015 v 2014 with Projected 2016; and, 2) 3 Year Projections (2016 - 2018). 2015 was a robust year for the Club. Revenues were up due to new members and rental activity for the year, in addition to the generous donation by the Edgleys towards the construction of the Boathouse. Increased expenses reflected the construction of the Boathouse and the associated costs of permitting and increase in the liability insurance, cleaning due to the rentals, and repairs and maintenance items. Additional increases were attributed to previous years' bills for potlucks payable to the Omena Bay Country Store and increased compensation paid to the Youth Counselors. This activity resulted in a net loss in 2015 of (\$18,709.61) which was funded by our cash reserves leaving a balance in the cash reserves of \$72,540.00 as of December 31, 2015. The Club also has 3 Certificates of Deposits at 5/3 Bank totaling an additional \$18,000.

Cathy reviewed the importance of maintaining a reserve for major expenditures. Such might include a new well, tennis court, roof. She pointed out that to maintain our not-for-profit status we must earmark our funds and not simply accumulate cash for cash sake. Cathy has proposed and the Board approved a minimum cash reserve of \$40,000.

Cathy noted that the three-year projection did not include any major capital projects. She will update the projections once direction specific projects have been provided by Bill Cron and Kanda McKee. At present, using reasonable assumptions regarding new members and rentals, and expenses based on our historical average with a modest inflation factor, Cathy said we would be basically covering our expenses and would not need a dues increase in 2017. She noted that the types of expenses that we would likely incur are construction in nature which rise faster than general inflation, so we need to expect dues increases in the future.

Bill Renz asked why if we had projected to be in the black in 2015 why the year ended up with such a loss. Cathy responded that the YTD expense represented at the Annual Meeting did not fully reflect the full Boathouse expense. Barb Harris asked for more detail on the expense. Bill Cron noted that a decision was made to use wood siding versus vinyl to be more consistent with the OTYC Clubhouse design. Tish Renz inquired about the cost of racks, Commodore Cooper confirmed that Dennis Turner had agreed to build storage racks at financial

benefit to the Club. John Ray asked about the bad debt, to which Cathy responded that they were associated with resignations and bad debt was at a much lower level than in previous years.

Jim Miller motioned to approve the Treasurer's Report as presented, Bill McMenemy seconded; the motion passed.

Committee Reports were next presented by each of the Committee Chairs.

Building - Dennis Armbruster

Main Building All is well with the main building, with no serious issues to report. This winter was relatively kind to the building. As with any older building, ongoing maintenance is necessary and expected. The front porch is again showing wear after the winter. It was repainted spring of 2015, but has areas where the paint is again peeling. One board needed replacement and several areas were repainted. It may need repainting next year. Pest control is an ongoing issue. We have one company who does twice yearly preventative applications. Last winter the main issue was mice, and we had some critters in the ceiling over the balcony area, but damage was limited. We also need to again paint a portion of the outside of the building, as we have in previous years. Our painter from past years is no longer available, so we are scheduling a new painter.

The existing old shallow well remains a potential problem issue, as the water supply is not aesthetically pleasing. The water is high in iron, resulting in red color and deposits in the sinks and toilets. It is also very hard water. However, based on tests last fall, it does meet State drinking water standards. Because of the age of the well, its shallow depth, and unappealing water appearance, a new well and conditioning system is being considered. In the interim, we have a drinking water cooler located in the bar area.

A new sound system was purchased last fall, based on recommendations by Rob Mulligan and Michael Ray. The system was installed this spring for use at all events, both for making announcements and amplifying music. Directions for its use are posted near the unit.

Housekeeping and Kitchen The old freezer was replaced this spring and we are in good shape with the appliances. Minor repairs were made to maintain, organize and update the kitchen, bar and restrooms. Housekeeping staff is doing a great job cleaning the main building (Sarah Radiske) and the kitchen (Rosie McNeil). We should appreciate their work in keeping the building looking great. Also, thanks to Mary and Ralph Skrocki for purchasing needed supplies and checking stock. If anyone notices supplies are needed, they should write a note on the sheet in the kitchen. Also, all the work done by event chairs and others in cleaning up after events is greatly appreciated.

Boathouse This is a great addition to the property, allowing the nautical and outdoor equipment to be properly stored (and not inside the main building), and freeing up much needed space in the main building storage room. Many thanks to all who helped in the project, particularly Jim Miller, and Bill Krusel who helped finish painting the building this spring.

Thanks First, thanks to Kathy and Jim Miller for transitioning from last year to this year with the many responsibilities of taking care of the building. And thanks to the many persons who contribute efforts to maintain, improve, and assist with the use of the building throughout the year. They are too numerous to mention, but it certainly is a team effort. I also appreciate Kim's help and ideas in this effort as well. It is a pleasure to help in the work of keeping this grand lady in good shape for all to enjoy.

OTYC Breeze - Kerry & David Magrini

Kerry noted that this past Breeze was the Magrini's last. They have enjoyed putting the Breeze together for the last six years, and encourage anyone interested to get involved. Their Breeze box is in Omena and will be left for the next editors. It includes the past editions of the Breeze and a short write up of how each edition was planned. Kerry would like to meet with the new editors before departing in August, but if that doesn't work a transition can be conducted over the phone or email. Thanks again to all who sent in updates and pictures over the years. Kerry & David have enjoyed being editors and look forward to staying involved in OTYC.

Grounds - Keith Disselkoen

The Grounds committee work began with the removal of three trees in February, two live cedars leaning in the direction of the new boathouse and a dead pine along the sidewalk on the south end of the property. We also removed a large dead branch from the birch tree that shades the children's play area on the northeast corner.

We had our OTYC cleanup day on June 11 with about 25 volunteer participants. The mild winter treated our bushes well so there was little winter kill to remove. We were able to clean the shrubs, distribute the flowers and mulch as well as the beach sand in various locations and clean all the planted areas. We also began the landscape plan around the new boathouse with some soil and myrtle. The completion of this plan should be done this year with the extension of the water source from the tennis court to the boathouse, allowing for easy cleaning of both the building and the boats. This work will be completed shortly.

We completed the driveway dust reduction and continue to address the problem of geese grazing on our property. We have begun to apply various substances designed to discourage their visitation with mixed results. We continue to benefit from the dedicated work of both Steve and Corrine Egeler who attend to our site at least twice weekly to remove goose droppings and many other tasks related to maintenance of our site. A new geese repellent has been identified and Keith is currently assessing its effectiveness.

We have completed the installation of sand at the South Beach location, next to the boat launch and it is now ready for the construction skills of your grandchildren in building the best sand castles. This was a suggestion of several members who do not have sandy beach access and wanted a place to entertain their grandchildren who want to march between the water and the sand. Try it out with yours the next time they visit!

Spots of color were added to the plantings this year and the grass near the seawall has received special attention this year. All the flags have been replaced so now wave crisply and colorfully from the pole.

Membership - Bill Renz and Suzy Wheeler

OTYC 2016 Annual Membership Report July 2015 - June 2016

Type of Membership

Full Members

Family new

Sue Anderson & Gina Harder

Evan Uhlick & Ashton Abbot

Matt Mitchell & Candice Korkis

Dan & Mary Ziegeler

Ty & Kathy Wessell

Phil & Catherine (Buchholz) McLaughlin change in status

Single new

Helen Putnam Bradley

Tami Bosco change in status

Guest Members

Joe & Susan (Smith) DeMarco

Peter & Danielle Moore

Greg & Marcia McMorrow

Lifetime Memberships

Alis Robinson

Bill and Marilyn Graf

Bill Sandt

Bob and Trudy Lewis

Carolyn Marbach

Mary Cone

Jay Grosmark

Dick and Nana Kennedy

Resignations/Terminations

Margy Lyon

Delcie White

Deaths

Nancy Sandt

Joan Kiersey

	2016		2015	
	# of Memberships	# of People	# of Memberships	# of People
Summary				
Family	122	242	114	226
Single	48	48	53	53
Lifetime	8	11	8	12
Guest	3	6	3	5
	181	307	178	296

In response to a question, Bill confirmed that the total number of 307 members excludes children. In the past year the membership committee has worked with the Board to implement a new, streamlined process of admitting new members. Under this system one can now go from submitting a guest application to full membership in about 6 months. Our new deadline for guest member applications is April 1st. After the summer season the guest member is then eligible to be considered for full membership.

Scuttlebutt - Mary Tonneberger

Mary reviewed that Scuttlebutt is distributed by email to 207 members. As of June 28, 2015, about 40 issues have been sent out since the 2015 Annual Meeting and since the season is in full swing, more are being issued each week. Topics covered in Scuttlebutt include Board requests, Social Events, pertinent news for club members relative to community events. If you are not receiving Scuttlebutt, please reach out to Mary to ensure she has the correct email address. (Also, please make sure Suzy Wheeler has your correct email address, too!) Rat Renz noted there is no need to alert about broad county issues or events and Scuttlebutt should be limited to club news.

Social - Gail Bowden

The 2016 OTYC social calendar was sent out with the spring issue of The Breeze. Mary Tonneberger has sent out emails with updates to the calendar and reminders of special events in The Scuttlebutt. The most updated calendar is available at the club and on our website.

The 2016 season opened with the Memorial Day Cocktail Party hosted by John and Judy Smart. This was the 4th year John and Judy have hosted this celebration and we had great attendance as usual. The Opening Dinner was hosted by the Varleys with help from other volunteers and had a Spanish theme. Cate reported 77 people in attendance but did have two no shows. Reminder that for opening or catered dinner, cancellation needs to be several days in advance. The 4th of July picnic was hosted by the Turners with good attendance and beautiful weather.

Caroline Oberndorf is the catered dinner chair for the 3rd year in a row and we have five scheduled this year. Everyone needs to remember these dinners should be signed up for in advance in order for the correct amount of food to be prepared and appropriate number of table settings. Information on future catered dinners will be in the Scuttlebutt and posted on the social calendar on our website. Caroline encouraged members to sign up to host next year.

Mary Smart is our potluck chair again this year and has eight potlucks scheduled. She has been working with Cathy Heiser who is the potluck entertainment chair. They have a variety of entertainment planned including the Boathouse Ribbon Cutting and flag dedication, The Jazz Stompers and adult bingo with vodka tasting. Other entertainment includes Ruby John duo, Team Trivia, Square Dancing. A potluck hostess is still needed for August 10th.

Caryn DeVries, Georgie Disselkoen, and Charlotte Read hosted the Ladies Social Meeting on July 14th. Reports and updates were given by all committee chairs and host. The Ladies luncheon will be held Tuesday, August 16 at Doni's house with Doni Lysta, Linda Kemper, and Karen Edgely hosting.

Toddy times continue on Thursday and remain a great time for friends to get together. Laurie Remter, our summer Toddy Time chair is still looking hosts for several open dates in August. Joan Blount was the Toddy Time chair for the winter. Susie Goldman continues to be our Logo Wear sales person.

Waterfront - Dennis Turner

The following is a list of the major waterfront activities for the past year.

1. A new slip policy was drafted which established a lottery system for the four available boat slips. The lottery was held on February 1, 2016. A video of the drawing is available on line.

- a) The fee for the slips was raised to \$1000 for the season.
 - b) All four slips are filled and rental fees paid.
 - c) A new more comprehensive slip rental agreement was drafted.
2. All the Sunfish were stored in the new Boat House along with the club chase boat.
 3. A load of sand was deposited on the OTYC beach south of the boat ramp. It is hoped that the newly named "South Beach" will be better for children playing in the sand and swimming etc. Parents are encouraged to supply their children with lots of buckets and shovels so they can try out their sand castle skills on the new beach, and, at the same time spread out the sand piles in a more even way. We will not add sand to the old north beach since it will only wash away, especially in this high-water year.
 4. We are trying out a new goose spray on the pier and the grass. Keep your feathers crossed.
 5. Installation of the new floating Sunfish docks for four Sunfish. At the end of the season the docks will be towed over to South Beach and pulled up above any possible high water until next season when they will be towed back and attached to the sea wall. He added that we received a \$1000 rebate to the change the in the configuration of the docks.

Dennis added that a ladder has been ordered to ensure sturdy access to the floating docs from the seawall. Dennis has also agreed to build racks in the Boat House on which to store the sunfish. Finally, he noted the annual sunfish regatta to be held on July 31st at 2 pm.

Brenda Anderson asked if sunfish could be used by all members to which Dennis said "Yes - that's encouraged". Dennis responded to a question by Charlotte Read, that he will establish a time to train members on how to access the floating docks with sunfish. Another question was raised regarding the replacement of the boat launch. The chain seems to be busy work and is not needed.

Youth Program - Linda McKenzie

Linda reviewed the program for this summer for which adult supervision is being provided by: Linda McKenzie, Sara Goldman, and Amy List. The 2016 Staff includes:

Tim Leathery/Connor Wallace – Co-Directors/Tennis
 Zach Bosco – Head Sailing Instructor (CPR/Lifeguard cert.)
 Jack McKenzie – Sailing Instructor (CPR/Lifeguard cert.)
 Audrey Saxton – Administrator/Floater (CPR/Lifeguard cert.)
 Robbie Magrini – Tennis/Sailing
 Tess Edgley – Jr. Counselor Tennis/Sailing (First Aid cert.)
 Jacob Evans – Counselor – 5th week
 Hannah Evans – Counselor – 5th week

Themes:

Week 1 – Around the World (16 campers)
 Week 2 – Pirate Week (20 campers)
 Week 3 – Challenge Week/Disney (15 campers)
 Week 4 – Super Hero Week (21 campers)
 Week 5 – Outer Space Week (12 campers)

Expenses averaged about \$75 per week for supplies & snacks. Additional seasonal expenses were incurred for tennis balls, staff shirts, staff whistles, photo paper & camper prizes. One unusual expense occurred this season for 3 lifeguard buoy/belts to replace those that were broken or torn.

Linda conveyed heartfelt Thank Yous to -

- Don Leathery – Purchased cute t-shirts for all of the campers. Each Friday campers were given an OTYC camp tshirt.
- Karen Edgley and family – Donation of the Boat House as well as first aid kits at the beginning of the season for camp staff to use – needed the first aid kits the first day due to a camper's skinned knee!
- Tommy Newland – He and his crew were very helpful in getting the sunfish out of storage and rigged in time for camp to begin.
- Dennis Turner – Helped train the staff on the use of the new sailboat docking system as well as getting the dock ladder repaired so kids can happily jump off the dock and climb back up!
- Parents – Each Friday parents volunteered to bring lunch to the campers – pizza was gobbled up quickly.
- OTYC – Thank you for the new sailboat dock – while still learning to moor them, the staff greatly appreciates the new docks –, that provide much safer storage for the boats.
- Dean Wallace – Donation of his boat and time to take the campers tubing one day.

While it is always a bit tough finding staff old enough to direct the camp each year, we are pleased to report the staff hired this year has done an outstanding job. They have worked well together and have done an amazing job juggling the variety of ages of campers. Kids are always happy to arrive at camp each day and have been greeted by 5 staff members the first week and 7 staff member the remaining weeks. We are happy to report we will be able to run the 5th week of camp with Linda McKenzie supervising (Amy and Sara will have returned home at that point in the season).

The staff have come up with some creative activities for the kids to do and have kept it interesting. One rainy day they organized a trip to Northport for the kids to go bowling and another day Dean Wallace generously donated his time and boat to take the kids tubing. Our main purpose of this camp is to encourage lifelong friendships. The staff have a tough job at times since they have all grown up in Omena and know each other's families well. Some staff have siblings in the program and have been able to maintain friendly, professional relationships all while being sure to keep the safety of the children as their top priority. We are also proud to report we have 3 lifeguards with CPR training on staff and many other staff members have some sort of first aid certification too.

Nominating Committee - Ed Oberndorf

The Nominating Committee included Linda Kemper and Kris North. Ed reviewed the proposed slate for three year terms: Bob DeVries, Cathy Heiser and Kanda McKee Ed recognized Michael Ray and Bill Cron's 2 terms on the Board, thanking them for their contributions to the OTYC program. Commodore Cooper asked if there were nominations from the floor and there were none. Caroline Oberndorf moved that the nominations be closed and the slate be accepted as presented, Ellie Stephenson seconded the motion. The motion carried. The effective date of the change in directors is August 15th.

Proposed Amendment to the Bylaws

Tish Renz previously proposed an amendment to the Bylaws so that the right to change the Bylaws would reside only with the members and remove the right of the Board to change the Bylaws that exists in the current Bylaws. The proposal was circulated to members via Scuttlebutt within the required window prior to the Annual Meeting.

To enable a more complete context for the changes to the OTYC Bylaws, Tom Oehmke reviewed a history of the power to amend the Bylaws from the inception of the Club. A document that he had prepared had been distributed to Annual Meeting attendees. Tom highlighted that over the 68-year history of the OTYC, the authority of the Board to amend the Bylaws had changed from time to time, noting that in 2014 Michigan law changed allowing either the members or the Board to amend the Bylaws by a majority vote. Tom further addressed the need to amend the Bylaws between Annual Membership Meetings citing two specific circumstances in 2014 (to eliminate personal liability of volunteers, members, officers, directors and employees) and 2015 (to grant immediate Guest Membership to three applicants). Lastly, Tom reviewed the 2014-2015 Amendments, noting that at the 2014 Annual Meeting, the Members voted to authorize the Board to update, coordinate, and bring current the Bylaws and Articles. The restated Bylaws included several failsafe measures to protect the Members. The restated Bylaws were published in the December 2014 Omena-Traverse Breeze and comments were solicited but none were received. Lacking objections, in April 2015, the Board adopted the restated Bylaws and, again, raise the quorum requirement) at the 2015 Annual Meeting held in July, no objections were raised to any Bylaw provisions.

Commodore Cooper followed, noting that the 2015 Annual Meeting ended in a very acrimonious fashion with a great deal of misunderstanding which she wanted to clarify. During the membership report, which was the final report of the meeting, a vocal minority argued that 3 applicants for Guest Membership had been held up unnecessarily and they insisted the applicants be accepted immediately. The Board was not unsympathetic to their wishes. However, this action was not in compliance with the Bylaws as the Membership Committee maintained that the Guest Membership application packages had not been reviewed by the Committee because the complete paperwork had not been received by the Membership Chair. The debate continued at length and, at times, was very heated. Because the meeting had gone on over 3 hours, the meeting was adjourned with no resolution. Following the adjournment, small group discussions continued throughout the Clubhouse and parking lot with accusations made to the Board that it had not taken care of the business at hand. Needless to say, it was not the Club's finest hour.

After a few minutes, the Board gathered and tried to work out a time it could meet in the next day or two in order to make sense of what just occurred. This was not possible because several of the Board members were going out of town and others were hosting family and guests that week. It was decided the Board would meet immediately upstairs where it could have some privacy.

At that meeting, the Board voted to change the Bylaws for 30 minutes in which time it could add a provision making it possible to fast track the 3 applications in question. The Board reviewed the 3 candidates and unanimously voted to accept them into Guest Membership. Board members all knew 1 or all of the candidates, knew them to be fine people and were sure they would be an enhancement and bring great value to our Club. The Board simply expedited the procedure; this was the only way in which the applicants could be accepted for the season. After the 30 minutes were up, the Bylaws reverted back to their prior version and Guest Membership Application procedure.

The Board recognized that the mood and disposition following the Annual Meeting was unhealthy. To go into the height of the summer season in that manner would have been devastating to the life of the Club and the community of the membership. Commodore Cooper affirmed that she knew then, and knew now, that the action the Board took at that meeting was in the best interest of our applicants and the best interests of the Club.

This was a unique situation. Will the Board need to change the Bylaws again? Possibly. Will it be needed often? No. But, this is not the club of the Commodore's grandfather (an early Commodore) or her mother. When they were members the OTYC closed its doors and its business on Labor Day and opened up on Memorial Day. Today, the Club is a year-round shop now and the Board works 12 months a year to be good stewards of the Club. The Board opposes the amendment proposal because since it carries the responsibility, the Board must own the authority to conduct the business for which it is elected.

Tish Renz said that changes were made after the 2014 Annual Meeting and that people did not realize what was being changed. She asked if we could merely change the process versus the Bylaws? The OTYC was started in 1948 and changes could be made by a 2/3 vote. The organization operated that way until March 2015. If the Bylaws approved that only membership can vote a change in the Bylaws, the Board can vote a Special Meeting to be held in 10 days. Proxy votes may be used if members cannot attend a Special Meeting. Tish also said the Bylaws weren't changed after a previous contentious period and questioned why they should now be changed.

Comments in favor of the proposed amendment included:

- Do we want the Board to have the right to change the Bylaws at will or be bound by the Bylaws?
- The members should control the Club. Look to change only the areas where members are shackled.
- Omena Woods Association contacted all members to acquire a piece of property and it only took 3 weeks to obtain a straw vote.
- This is about the future of the Club. We want to protect the Club through checks and balances in the Bylaws. The Board should operate within the Bylaws and not change them.
- The Board can change; Bylaws don't change. Board should make recommendations as to where in the Bylaws leniency is needed. Why are we making it more complicated?
- I don't know of any other board where the bylaws can be changed without membership approval. Look at the things that might not need to be within the Bylaws and make those guidelines.

Comments not in favor of the proposed amendment included:

- We need to preserve and protect the Club for the future. We are running a small business and are both responsible and accountable to members, campers, and local governments. No actions are taken arbitrarily or without full counsel among the Board. Directors are elected; policies are clear; membership meets annually; and, state law provides redress. The Board takes its responsibilities very seriously.
- The members elect the Board to run the organization. Membership should support the Board and let them do its job.
- The OTYC is far more complicated than it was years ago and there may be situations that require a quick response to protect the Club, as happened recently.
- This right is in compliance with Michigan state law.
- There are checks and balances in the Bylaws that are appropriate protections for the Membership. One such is that the Board cannot then change any amendment approved by the Members.
- The OTYC is neither a federal nor Leelanau County government. The OTYC's only purpose is for friends to gather and enjoy this fabulous place. The membership is lucky to have friends on the Board who

address and support members' needs; to think there is malfeasance is ridiculous. If membership elects a Board, it must trust them to do the right thing.

Peggy Elscott motioned to call the vote; Mike Mustaine seconded. Members voted to "approve" or "not approve" the proposed amendment on paper ballots which were distributed to each member present. The votes were collected and tallied by the Parliamentarian who then announced the results that the Amendment (to reserve solely to the Members the right to amend the Bylaws) was defeated by a vote of 103 against and 60 in favor.

Meeting Adjournment

With all business concluded, Commodore Cooper adjourned the 2016 Annual Meeting at 11:50 am.