

BIS/CC Board of Directors

Minutes of April 9, 2025, Regular Meeting

Called to order at 9:00 am by Eleanor Weinel

PRESENT: Eleanor Weinel, Barbara Ochota, Tressa Johnson, Mike McCloud, Sue Coble Bunn, Linda Holt, Kimi Kinoshita (Zoom), John Stephens, Roy Wallace

ABSENT: Gerry Worley, David Huether, Sheila Curwen

STAFF: Reed, Mary, Todd Girouard (Major Gifts Officer)

GUESTS: Clarence Moriwaki (City Council)

Suquamish Acknowledgment Eleanor

Consent Agenda Eleanor

Board Minutes

Committee Minutes - no Nominating committee, no Facilities committee

Executive Report

Treasurer Report

Adopted.

COBI/ City Council Report Clarence Moriwaki

The council purchased a mobile home for the use of city staff.

Since BI was incorporated, the city has not regulated utilities (including Bainbridge Disposal.) For the last year the council has been having executive sessions with representatives from Bainbridge Disposal, discussing a contract. The council wants an agreement; the contract draft is on the city's website. The contract can't be *discussed* in public.

Building Project Reed

The city planning department continues to review our application.

BPTF continues to do outreach to outside groups for their input; BYS, teens. VIP, etc.

Capital Campaign Todd

Todd has met with the entire Board, and almost the entire capital campaign committee.

Thurs far, everyone he's spoken to thinks it's possible to have a successful campaign.

There are a few serious concerns due to economic uncertainty in the country, but optimism about a successful campaign.

Todd encourages us to do more one-on-one marketing. Telling personal stories, making connections. How can we make Splash more of a marketing document?

Senior Center is the anchor tenant – we include everyone.

History: COBI was renting this building (Waterfront Center) City was renting the building at no charge to a non-profit, the Senior Center. BI Parks & Rec provided the staffing. The rental agreement included the provision if Parks & Rec were to remove themselves from

the equation, the non-profit tenant would have first right of refusal. At that point, the Senior Center Board stepped up and chose to become the primary tenant.

BREAK 5 minutes

Governing Documents & Learning Agenda Tressa/Eleanor
Draft Bylaws Revision 05
Internal governing document, 'Board of Directors'

Board Leadership: the process of guiding and directing a board to ensure that the organization achieves its goals effectively and efficiently.

The bylaws review came about with the realization that it describes a Board role that no longer matched reality 'on the ground.' For example, the current (rev 04) bylaws refer to each board member being responsible for programs...which used to be the case, but we don't do it that way anymore. Board members may propose a program, but it's no longer a responsibility of the position.

This Board has transitioned from one that ran the institution to a Board that oversees the running of the institution. From a kitchen table board to an advisory board. The Bylaws draft (rev 05) reflects that transition.

We will have a second opportunity to ask questions about the proposed bylaws draft at our next meeting, May 14, when Kimi makes the motion to accept the updated bylaws. Following any questions, the Board will vote.

Once the bylaws are in place, the 'Board of Directors' document will no longer be needed, as the information is integrated within the bylaws. Linda will make the motion to sunset that document. Following any questions, the Board will vote.

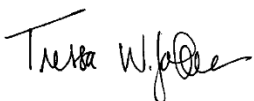
New Business Eleanor
None.

Announcements

- **April 26, 5-7pm**
Time & Tide Pizza Party! \$5. Must register to attend. Pizza served at intermission.
- **May 14, 9-10:30am**
Board meeting

Adjourned at 10:25 a.m.

Respectfully submitted,



Tressa Johnson, Secretary

May 14, 2025
Date of Approval