

Special Meeting of the Old Lyme Shores Board of Governors
December 6, 2023
Via Zoom

Board of Governors and Association Officers in attendance: Mary Kate Reynolds (**MKR**), John Mandracchia (**JM**), Kathi Stickley (**KS**), Paul Yellen (**PY**), Greg Symon (**GS**), Joanne Gilland (**JG**)

35 participants including Officers and Board Members

- I. Call to order 7:32 PM
- II. Quorum verified with a roll call.
- III. Nominating Committee report on submissions received in response to BOG's emails soliciting interest from all OLSBA members for open officer and BOG positions

Discussion of the candidate search by KS and JM. Open officer and BOG positions to be filled this evening. Tax collector and treasurer position will not be filled tonight because Norm Yester (NY) graciously agreed to complete his term which ends on June 30, 2023. JM thanked Norm Yester for all of his years of service as treasurer and for his generosity in providing his firm's accounting service gratis to the association for the past several years.

- IV. **Vote** to appoint a WPCA member to fill the vacant position left by the resignation of Tom Annulli, to serve until June 30, 2026 (the unexpired portion of the term of said vacant position)

Motion made by KS to appoint Paul Graml (PG) to fill the vacant position/ seconded by MKR.

Discussion: JM commented on PG and his leadership on board in the past and his attendance at meetings.

Vote- YEA JM, GS, KS, MKR Motion passed.

- V. **Vote** to approve the Minutes for the November 15, 2023 Special Meeting of the BOG

Motion made by MKR to approve the minutes / seconded by JM.

Vote- YEA-GS, JM, MKR, KS Motion passed.

- VI. The BOG is preparing to solicit interested persons from the OLSBA membership to fill the upcoming vacancy for treasurer and for tax collector per the BOG's acceptance (at the November 15, 2023 special meeting) of resignation of current treasurer and tax collector to take effect at the OLSBA 2024 annual meeting. PY reached out to a municipal tax collector to see if there are any experienced tax collectors who would be able to perhaps do part time work.GS will look into licensure status for our accounting software.

- VII. Status of responses received from resigned officers and BOG member to the BOG's written requests to return and preserve all OLSBA documents, records, etc.

All responded to written requests. Documents returned and commitment was made to return invoices from attorneys. Information will be returned electronically. History of Sheffield Brook issues passed on. Equipment will be returned and stored in ballfield shed. Keys to notification boxes were returned. Post office combination shared and mail picked up by PY weekly.

- VIII. Search is ongoing to solicit interested persons from the OLSBA membership to serve on an ad hoc parliamentary committee to advise the officers and BOG concerning Robert's Rules of Order, including during regular and special meetings of the BOG, and all meetings of the OLSBA, to serve until the conclusion of the 2024 OLSBA Fall Meeting.

- IX. **Vote** to appoint an ad hoc committee to develop for BOG review an orientation process for new officers and BOG members, and a service manual for officers and BOG members

JM stated that the need exists for a process to assist the onboarding of new members. It was determined that in the past there was an unofficial packet shared with new board and something similar such as a service manual could be created.

Motion made by JM / seconded by GS.

Vote- YEA- GS, JM, MKR, KS Motion passed.

- X. **Vote** to approve ongoing communications from the BOG to all OLSBA members (expected to commence within the next 4 weeks) containing and describing financial information aggregated from the OLSBA accounting system commencing with past fiscal years to be determined by the BOG, and continuing through the then-current date, including but not limited to, such information as mill rate, budget, legal expenses, and capital reserve account comparisons.

GS owners want more understanding of our finances; concerned about the mill rate; what are the expenses going into 2024; wants transparency as a board; looking to create a document for the community.

A motion was made by GS/ seconded by JM.

Discussion: Questions were asked about the assembly and dissemination of the report to the community. Report will be written and agreed upon by BOG. KS asked if it would be best if it was sent out after auditors were hired to review the financials. GS stated that 4 more months of data was important information for the community. Important for the report to be factual and not have editorializing.

Vote- YEA- GS, JM, MKR, KS Motion passed.

- XI. **Vote** to approve directing the tax collector to apply an overpayment credit on the next OLSBA tax bill issued to each member who paid the full amount on their 2023 tax bill (as announced at each 2023 special meeting to date, a new budget and mill rate for 2023 were not approved by the membership and thus remain unchanged from 2022)

PY explained that former owners (sellers of houses since then) will receive a check for the credit amount. JM wants to make sure that the new accounting firm will ensure that the credits will be configured to the owners who have paid.

Motion made by JM/ seconded by GS

Vote- YEA- GS; JM; MKR; KS Motion passed.

- XII. **Vote** to approve, consistent with the CT Freedom of Information Act, the current treasurer shall provide any member of the BOG with reports and financial information upon a BOG member's request, to expire at the 2024 annual meeting (the current treasurer's view is that Section 6 of the charter prevents the treasurer from providing any financial information unless there first is a request from majority of the Board of Governors).

Motion made by GS/ seconded by KS

Vote- Yea- GS, JM, MKR, KS Motion passed.

- XIII. **Vote** to appoint ad hoc search committee(s) for independent audit firm of OLSBA's financials and financial processes, accounting firm(s) (for treasurer and/or tax collector responsibilities) and legal counsel (for legal services as may be needed)

Motion made by MKR / seconded by KS

Vote- YEA KS, MKR, JM, GS Motion passed.

- XIV. **Vote** to approve BOG initiating and continuing communications with Hinckley Allen law firm and others concerning OLSBA officer resignations and BOG approvals for work

Motion made by GS /seconded by KS

Discussion- GS wants to understand the current engagements that we have with law firms and any other relationships with others by past officers and if there are outstanding invoices.

Vote- YEA- GS, JM, MKR, KS Motion passed.

- XV. **Vote** to approve beach cleaning contract received from current contractor for 2024.

Motion made by KS/ seconded by JM.

Discussion- Discussion of Anthony Property services quote which did not include catastrophic storm work. George Finley (GF) is happy with this vendor and his work;

JM asked for costs of last summers record storm when there was a huge amount of debris from the storm.

Vote- YEA- GS, JM, MKR, KS Motion passed.

XVI. **Vote** to approve snow plowing contract received from current contractor for 2023-2024.

Motion made by GS/ seconded by JM.

Discussion- For many years the town of Old Lyme plowed our streets as a courtesy. After the town voted to cease plowing private roads, OLS had to provide their own plowing and salting services. Nickerson Landscaping provides the current services. Contract set up per plow, provide deicing and sand and salt application.

Vote-YEA- GS, JM, KS, MKR Motion passed.

XVII. **Vote** to approve payment by treasurer of the following bills:

Eversource - \$10.33
Eversource - \$10.33
Connecticut Water - \$290.60

Motion made by JM / seconded by KS

Discussion to allow latitude to pay bills on time without waiting for approval at a monthly meeting. Need to identify recurring bills that can be paid automatically.

Vote- YEA- GS, JM, MKR, KS

KS made motion to amend the motion to include a bill that was not written in the agenda (Bill Campbell lawn mowing \$450) /seconded by GS

Discussion: Paul Yellen asked if Diane Duhaime was on the Zoom, and she replied that the board may only address business that is on the agenda. She suggested that the agenda could include a broader statement about bills rather than only identifying specific ones.

Vote- YEA-GS, JM, KS, MKR Motion passed.

XVIII. Discussion of OLSBA Near-Term Maintenance Actions:

- a. Road maintenance, pothole repair actions (2023- 2024)
- b. Signage damage and repair actions (2023-2024)
- c. OLSBA gates and repairs needed (spring)
- d. Beach clean-up and removal of boats and racks (fall & winter)
- e. ORDINANCE REMINDER: Abandonment of any personal property (such as boats, kayaks, paddleboards, chairs, umbrellas) on the beach after November 1st of any calendar year may result in the BOG arranging for storage (in ballpark shed, at owner's risk) or other disposition of the abandoned property at the cost of the offender
- f. Practice of removing sand from the beach - sand removal agreement and whether it needs to be evaluated for retaining sand within our beach (spring)

Looking to do repairs of signs at a minimal cost; JM- wants signs for safety and thinks roads with the many potholes should be a priority; gate repair for next spring;

PY- kayak racks were left on beach last winter and took a beating from winter storms; thinks racks should be moved near the sea wall or could be brought up to the shed. One boat left on Sea Spray. Will be brought up to the shed and stored at the owner's risk. Discussion with GF regarding how DEEP allows us to move our sand to where we need it prior to April 1 down to the low tide line; after April 1 we can only go to the high tide line. We will look further into being able to relocate the sand within our own beach.

- XIX. Discussion of recent OLSBA vandalism notification (Sea Spray and Billow) and update from OL Police regarding leads and any additional recommendations to the community. Sharing home surveillance videos with police/community
Discuss any proactive actions community members can take for greater security of homes/belongings

JM- There were a few houses broken into which resulted in police activity and an investigation led by Officer Wayne Collins. A ring video is currently being analyzed. Recommendations to the community include to be vigilant, monitor security cameras when possible, use flood lights with motion sensors. Consider installing security cameras so that you have ability to monitor your own property from afar.

- XX. Update from WPCA on their Actions, Meetings, Plans; Receipt of Proposed Amended WPCA Ordinance for BOG review and input

Al Roy updated participants on WPCA meeting with election of officers; Al Roy- chairman, Greg Symon- vice chair, John Cunningham- treasurer, DeDe DeRosa- secretary, interim ex officio board member Paul Yellen, current members Bob Palazzo and Sue Mahoney and new member Paul Graml.

Encourages residents to participate and become informed. New email address for residents to use. askthewpca@oldlymeshores.org

Al Roy described objectives and a change in planned BOG updates going forward as outlined in a recent [email \(WPCA Going Forward Communications Objectives and BOG Update for 12/06/2023\)](#) to the BOG.

- XXI. Discussion of Sheffield Brook drainage correspondence including its history and cost sharing arrangements with Old Colony Beach.

- XXII. **Vote** to approve date for OLSBA Annual Meeting in June 2024 and OLSBA Fall Meeting in September 2024

Motion made by GS to approve June 15, 2024 for the OLSBA Annual Meeting and September 14, 2024 for the OLSBA Fall Meeting /seconded by MKR

Discussion- MKR-early notice is good to improve attendance at the meetings; GS- critical to know ahead of time; implement zoom or teams to have video conferencing at these meetings and at a minimum something to allow members to listen in; if venue doesn't support wifi, need a better venue

GS- wants hard copies available and electronic copies sent out ten days prior.

Vote- YEA- GS, JM, MKR, KS Motion passed.

XXIII. **Vote** to authorize BOG to work with the Secretary to prepare and publish a schedule for 2024 BOG Monthly Regular Meetings

Vote to approve next BOG Monthly Regular Meeting Date

Motion made by GS / seconded by JM

Discussion- Scheduled meetings will be synched with secretary who needs to be available and date of next regular OLS BOG meeting will be 1/24/24

Vote- YEA- GS, JM, MKR, KS Motions passed.

XXIV. **Vote** to fill President, Vice President vacancies, and BOG vacancy(ies) to serve until Annual Meeting in June 2024:

Motion made by GS to nominate Diane Duhaime for President of OLSBA/seconded by MKR

Vote YEA- GS, JM, MKR, KS Motion passed.

Motion made by MKR to nominate Paul Yellen for Vice President of OLSBA/ seconded by KS

Vote- YEA- GS, MKR, JM, KS Motion passed

Motion made by KS to nominate Jay Moynihan to OLS BOG /seconded by MKR

Vote- YEA- GS, JM, MKR, KS Motion passed.

Motion made by JM to nominate Scott Rottinghaus to OLS BOG/ seconded by GS

Vote - YEA- GS, JM, MKR, KS Motion passed.

XXV. Public Comments

PY thankful to Bryan and Tom and Lou. Welcomes new WPCA member and new board members

Duane Duhaime thanked the board for their nomination and vote
GS appreciates PY help

XXVI. Adjournment

Motion made by KS to adjourn /seconded by MKR Meeting
adjourned at 9:37 PM

Meeting Minutes submitted by Joanne Gilland
Secretary of OLSBA