

**Subject: Special Meeting of the OLSBA Board of Governors on Thursday, January 4, 2024 at 7 pm. via Zoom**

The president of the OLSBA hereby provides this written notice calling for a Special Meeting of the BOG to take place at 7:00 p.m. on Thursday, January 4, 2024 via Zoom. The Zoom meeting credentials will be emailed separately.

**Agenda**

I. Welcome returning BOG members and officers, and newly-appointed BOG members and officers

**Officers:**

Diane Duhaime, President  
Paul Yellen, Vice President  
Norm Yester, Treasurer  
Joanne Gilland, Secretary

**Board of Governors:**

John Mandracchia  
Jay Moynihan  
MaryKate Reynolds  
Scott Rottinghaus  
Kathi Stickley  
Gregory Symon

II. Vote seeking to approve the minutes for the December 6, 2023 Special Meeting of the BOG

**III. WPCA Matters**

a. Vote seeking BOG acknowledgment and approval of the WPCA board vote at its November 21, 2023 meeting which approved the signing of an Amendment #4 to the July 27, 2018 "Owner-Engineer Agreement" between Old Colony Beach Club Association, Miami Beach Association and Old Lyme Shores Beach Association, on the one hand, and Fuss & O'Neill, on the other hand, for the Shared Infrastructure Design.

*The WPCA reported that this amendment: (i) includes reimbursement to Fuss & O'Neill for services previously authorized and provided by Fuss & O'Neill but not included as eligible expenses for State reimbursement in the Clean Water Fund Infrastructure Interim Funding Obligation; (ii) includes expenses for the potential rebid of the Shared Infrastructure, expenses associated with restarting the project, expenses for assistance with required State Treasury process (if needed following project go/no go decision); (iii) has already been reviewed and approved by the State and must be signed according to the timeline driven by the State; (iv) results in a total additional cost of \$88,000 payable to Fuss & O'Neill of which OLSBA will be responsible for 21.1% (\$13,900) under the Clean Water Fund 720-D Shared Infrastructure Design Interim Funding Obligation Infrastructure (after subtracting the 25% grant from the gross amount of \$88,000, and provided that the Town of Old Lyme meets its remaining contingency obligations for joining the Shared Infrastructure).*

b. Vote seeking BOG approval and acknowledgment of the WPCA board vote at its November 21, 2023 meeting which approved the signing of an amendment (CWF No. 720-D1) to the Clean Water Fund 720-D Shared Infrastructure Design Interim Funding Obligation Infrastructure to, among other things, increase the loan obligation to cover all CT Department of Energy and Environmental

Protection (DEEP) approved design costs for the shared infrastructure (eligible expenses qualify for the 25% grant), and to extend the loan maturity date by 12 to 18 months (TBD) beyond the current maturity date of January 30, 2024, per the mutual agreement among and between the Old Lyme Shared Sewer Alliance, the CT DEEP and CT Treasury.

- c. Vote seeking approval of draft [Amended and Restated WPCA Ordinance](#) .
- d. Vote seeking BOG approval to transfer \$12,500 WPCA line item of the OLSBA FY2023-2024 budget to the WPCA budget.

*The \$12,500 is 50% of the \$25,000 WPCA funding amount for FY2023-2024. At a future meeting, the WPCA plans to request the return of \$9,000 for legal expenditures paid from the WPCA account but not approved by the WPCA or BOG board. For additional information, please refer to the FUNDING ALLOCATION - FISCAL YEAR 2023-2024 document prepared by John Cunningham, WPCA Treasurer.*

IV. Vote seeking to reappoint John Mandracchia and Kathi Stickley to the Nominating Committee, and to appoint Diane Duhaime and Paul Yellen to the Nominating Committee

V. Discussion: initial financial information communication sent to membership on December 30, 2023, per the 12-6-2023 BOG unanimous vote to approve ongoing communications from the BOG to all OLSBA members, containing and describing financial information such as mill rate, budget, legal expenses, and **capital reserve account comparisons**. A copy is available at [OLSBA Financial Communication \(2020-2023\)](#).

VI. Ad hoc search committee report on the status of search for independent audit firm of OLSBA's financials and financial processes per BOG unanimous vote of the 12/6/2023 Special Meeting.

VII. Based on the information set forth in the December 30, 2023 Financial Communication sent to the membership, vote seeking to approve the following:

- Standardize all future financial reporting for OLSBA on an accrual basis
- Produce both cash basis and accrual basis financial reports for this current fiscal year and the two prior fiscal years
- Automatically generate by the 15<sup>th</sup> day of each month, a monthly financial report for the prior calendar month to include, at least, the following:
  - o Balance Sheet (Current)
  - o Profit & Loss (Year to Date)
  - o Statement of Cash Flows (Year to Date)
  - o Budget vs. Actuals (Year to Date)
  - o Transaction Report (Prior Month grouped by Vendor)

VIII. Vote seeking to approve payment of the following by our treasurer:

<u>Date Rec.</u>	<u>Vendor Name</u>	<u>For</u>	<u>Amount</u>	<u>Line Item</u>
12/1/2023	Bill Campbell	3 mowings	450.00	Maint

12/8/2023	Greg Symon	Sign repair supplies	133.62	Maint
12/15/2023	Greg Symon	Sign repair supplies	148.18	Maint
12/12/2023	Paul J. Yellen	Sign repair supplies	16.10	Maint
12/11/2023	Conn. Water Co.	00099586, Hydrants	66.38	Utilities
12/10/2023	Eversource	51054582028, street lights	9.62	Utilities
12/12/2023	Eversource	51324992072, street lights	10.46	Utilities
12/19/2023	Eversource	51081003006, street lights	10.50	Utilities

- Romboll, Sheffield Brook Outfall Assessment for Old Colony Beach and OLS, \$4,875 (one-half of \$9,750)
- Any other expenses or bills

**IX.** Vote seeking to approve Vice President coordinating the engagement of one or more contractors to move sand away from the sea wall as and where appropriate, and approve payment by our treasurer in an amount not to exceed \$2,400 from our beach maintenance line item to complete this work.

**X.** Report on Posted Schedule for the 2024 BOG Monthly Regular Meetings, and Association Annual Meeting and Fall Meeting, per the 12-6-2023 BOG unanimous vote for BOG to work with the Secretary to prepare and publish a schedule. Schedule can be located at [OLSBA 2024 Meeting Schedule BOG-WPCA](#)

**XI.** Public Comments

**XII.** Adjournment