

**DRAFT Meeting Minutes**

**Regular Meeting of the OLSBA Board of Governors on Wednesday, February 21, 2024 at 7 pm. via Zoom**

Meeting called to order at 7:03 PM

President Diane Duhaime (**Diane D**) welcomed BOG members and officers, *all of whom* were ultimately present.

Quorum verified with roll call.

**Officers:**

Paul Yellen (**Paul Y**), Vice President

Norm Yester (**Norm Y**), Treasurer

Joanne Gilland (**Joanne G**), Secretary

**Board of Governors:**

John Mandracchia (**John M**)

Jay Moynihan (**Jay M**) arr. 7:08 pm

MaryKate Reynolds (**MaryKate R**)

Kathi Stickley (**Kathi S**)

Gregory Symon (**Greg S**)

Scott Rottinghaus (**Scott R**) arr.7:20 pm

35 attendees were in on the Zoom call.

I. **Vote** seeking to approve the minutes for the January 24, 2024 Regular Meeting of the BOG:

A motion made by **Greg S** / seconded by **John M**

Roll Call:

YES - John M, Mary Kate R, Kathi S, Greg S      NO- none      ABSTAIN- none

Motion passes.

II. **Expenses.**

**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>	<u>Line Item Balance Remaining</u>
1/19/2024	Eversource	51051003006, Canty Lane	\$10.60	Utilities	\$2,401.83
2/2/2024	Eversource	51054582028, Brightwater	\$9.62	Utilities	\$2,392.21

<u>Date Rec.</u>	<u>Vendor Name</u>	<u>For</u>	<u>Amount</u>	<u>Line Item</u>	<u>Line Item Balance Remaining</u>
1/30/2024	CT Water	119549 Hydrants	\$290.60	Utilities	\$2,101.61
2/1/2024	Nickerson Landscaping	Plowing 1/16/2024	\$1,250.00	Beach/Maintenance	\$18,811.39
2/7/2024	Anthony's Property Service	Sand relocation	\$925.00	Beach/Maintenance	\$17,561.39

A motion made by **Greg S**/ seconded by **John M**

Discussion on if there was a different price point for plowing vs sanding/salting.

Roll Call:

YES -John M, Mary Kate R, Kathi S, Greg S            NO- none    ABSTAIN- none

Motion passes.

III. **Treasurer's Report** -Norm Y gave overview of financials. Compared current status vs last year.

Discussion on stipend from the town of Old Lyme and the possibility of moving some of our reserve funds into higher yielding accounts. Norm Y is in the process of speaking with bank personnel regarding this. Discussion on collection of outstanding tax bill.

Jay M. requested clarification of the budget. When the 2023-2024 budget was rejected during the annual meeting, the default was to operate under the prior year's budget.

Paul Y had questions on cash reserves.

IV. **Committees**

A. Beach Committee Report- Paul Y discussed the unprecedented amount of excess sand and the need for removal or movement by the contractor. Larger debris will not be moved until later in the spring

B. Infrastructure Committee

1. **Vote** seeking approval to appoint the following to the Infrastructure Committee: Rob Cappellucci, Dave Rosenberg, Cheryl Pattaio

A motion made by **John** / seconded by **Jay M**

Roll Call:

YES - John M, Jay M, Mary Kate R, Kathi S, Greg S, Scott R            NO- none    ABSTAIN- none

Motion passes.

2. Report - John M reported - Will assess the roads, benches, signs, gates, boat racks, shed, ball fields; subcommittee to look at the signage for the beach rules. Will be looking for volunteers for painting benches and racks and cleaning out the shed.

C. Finance Committee Report- Paul Y -not too early to put numbers together in advance of annual meeting. Looking closely into the line items to see if there is a need for more detailed line items or if there is a need to add or reduce line items. Finance Committee is meeting via Zoom on March 6, 2024 to commence work on FY2024-2025 budget and other items.

D. Communications Committee Report  
MaryKate R discussed recent post on social media for OLS items on sale for July 4<sup>th</sup> event fundraising. Had no updates on the OLS website. Greg S discussed the newsletter the inaugural edition of which went out in January. The next one should be in April. Community members can send in ideas/photos/new members' names for the newsletter by emailing [governance@oldlymeshores.org](mailto:governance@oldlymeshores.org)

E. Nominating Committee  
John M- intentions for board members and officers to rotate off the board; anticipate sending solicitation notice to membership by middle of March for open positions; draw from the bylaws and charter about official descriptions and encourage people to apply for the positions  
Paul Y- Treasurers' position, and a separate Tax Collector's position (not a board level or officer position)  
John M- is tax collector a volunteer position?  
Paul Y- thinks it is recommended to have the positions separate  
John M- please let the committee know what information for these two positions should go into the posting  
Diane M- Secretary position will be open as well; Finance Committee to advise board on roles for the Treasurer and Tax Collector positions

V. **Voting Operations Committee.**

**Vote** seeking approval to appoint the following to this new standing committee: Diane Duhaime, Len Javinett, Polly Merritt Maglio, John Mandracchia, Paul Graml

A motion made by **MaryKate R** / seconded by **Jay M**

Roll Call:

YES -MaryKate R, Jay M, Kathi S, Greg S, Scott R NO- none ABSTAIN- John M

Motion passes.

Committee activities include:

- Ensuring that a proxy form is included in each annual meeting package that is sent via e-mail to the membership, per Section 3 of our bylaws which requires that "The Secretary of the Association shall solicit, annually, the names of the proxy voters from each owner." Using a proxy form is a method by which members who do not attend the meeting in person may vote. Members use the form to appoint a proxyholder who, in turn, attends the meeting in person and votes for the member.
- Developing for BOG review and approval, a methodical check-in and verification process for membership meetings . For example, verifying one vote per home against a roster of addresses with the named owner(s) for each address, and making sure only one set of YES and NO laminated voting cards is distributed to only one named owner (or proxyholder) per address.

- Researching and analyzing additional methods by which members could vote on issues that come before the membership at meetings (other than voting in-person or using the proxy form), such as secure online voting, mail-in voting and/or voting if attending via Zoom; developing a recommended new budget line item for implementing the option(s) the committee advises be adopted. Implementing any remote voting options would be a major change for OLS, such that the BOG would not attempt to implement any new voting methods without first: (a) obtaining a membership approval vote at an annual meeting; and (b) conducting extensive testing of the option(s) approved by the membership, with demonstrated flawlessness of those option(s) before going live with the entire membership.
- Developing and recommending a budget line item with regard to its activities
- Memorializing its activities to guide the membership in future years
- Any other activities related thereto as may be requested by the BOG

#### VI. **WPCAs – New London**

**Vote** (a) seeking BOG acknowledgment of the WPCA unanimous vote at its 11/21/2023 meeting which authorized WPCA Chairman, Al Roy, to continue to work with OCBA, MBA and the Town of Old Lyme to finalize an extension to the New London intermunicipal agreement (IMA), with final terms to be reviewed by the WPCA Board prior to signing; (b) seeking BOG approval for Diane Duhaime, OLSBA President, to work with OLSBA WPCA, OCBA, MBA (the Beach Associations) and the Town of Old Lyme on negotiating to conclusion a final version of the terms and conditions under which New London would provide wastewater collection and sewage treatment to said beach associations and the Town of Old Lyme, with the final version to be presented to the BOG for review and approval prior to signing by OLSBA President; and (c) seeking BOG approval of the following items with regard to the New London IMA:

1. The Beach Association's connection fee (i.e., buy-in amount) increases from \$1,440,000 to \$1,512,000 - \$72,000 or 5%. The stated amount is already reduced by the earnest money described in item 4 below.

2. The Town of Old Lyme's connection fee (i.e., buy-in amount) increases from \$642,049 to \$674,151 - \$32,102 or 5%. The stated amount is already reduced by the earnest money described in item 4 below.

3. The buy-in amount would still be payable over twenty years, but the interest to be compounded yearly increases from 2% to 2.5%, and the payment schedule changes from two times per year, to a quarterly basis.

4. Earnest money to be paid upon signing –\$10,000 from Town of Old Lyme, and \$10,000 in the aggregate from the three Beach Associations. \$20,000 earnest money was already paid by the Town of Old Lyme (\$10,000), and the Beach Associations in the aggregate (\$10,000), to City of New London under the IMA.

5. Town of Old Lyme and Beach Associations "to pay for all reasonable attorney's fees and costs" incurred by the City of New London in preparing the amendment to the original agreement. However, OLSSPA to counter that the amount must be capped at \$2,500.

6. The start date for the quarterly payments of the buy-in amount would be extended by 5 years, from September 1, 2023 to September 1, 2028, and New London would remain obligated to "enter into negotiations to extend the start date ... in the event that the project has been delayed through no fault" of the Beach Associations or the Town of Old Lyme such that flow will not commence by September 1, 2028.

7. Agreement to the foregoing items by OLSBA is, however, subject to OLSBA agreeing with all of the other terms and conditions set forth in the proposed final version of

the IMA. That is, if any of the other terms and conditions are not acceptable to OLSBA, OLSBA is free to reject any or all of the foregoing items.

A motion made by **Greg S** / seconded by **MaryKate R**

Discussion: Questions were asked about necessity of vote if WPCA is empowered to do this anyway. Questions also regarding termination clauses. Diane D says that signatures are called for by both the WPCA Chair and the beach association President, and wants the board to understand and approve of the signing by the beach association President. Concerns were raised about rising costs.

Roll Call:

YES – John M, MaryKate R, Kathi S, Greg S, Scott R      NO- Jay M      ABSTAIN- none

Motion passes.

VII.      The next Regular Meeting of the BOG is scheduled to take place via Zoom on Wednesday, March 20, 2024 at 7 p.m.

VIII.     Public Comments- none

IX.      A motion made by **Greg S** / seconded by **Mary Kate R** to adjourn the meeting.

Roll Call:

YES - John M, MaryKate R, Kathi S, Greg S, Scott R, Jay M      NO- none      ABSTAIN- none

Motion passes.

Adjournment at 8:32 PM

Minutes submitted by Joanne Gilland  
Secretary, OLSBA