

Chesterbrook Swim & Tennis Club
Annual Meeting
CST Upper Pumphouse Pavilion
August 28, 2016, 5 pm

Minutes

Board in attendance: Paul, Laurie, Erin, Robin, Jamie, Roger, Mike, Suzanne, Keith, Stuart, Kim, Ridgely, Melissa, Laurel, Tricia

Candidates: Candy Penn, Rona Ramsey, Josh Frey, April Wade Turk, Heather Pearce, Marsha Camp, Jennifer Mallard, Illy Perotti, Houda Lohman, Lee Bishop

Board members absent: Cary, Christine, Jo, Tara, Brian

Candidates Absent: Bob Coates, Katy Beach, Chris Kuzmuk, Lori Wright

Call to Order and Introductions - Paul called the meeting to order at 5:03. He introduced all the present board members and individually thanked each member who was stepping off the board.

Paul, in consultation with Mike, announced that the pool would close Monday at 8 pm.

Bylaw Changes - Keith described the bylaw changes as primarily clarifying roles of Board members. Other changes surround financial governance and clarified some gaps in the Bylaws discovered during state and federal reporting. Finally, updates clarified that the VP of operations and maintenance covered operations, which was lacking in the previous version.

Board of Directors Candidates - Erin introduced each of the candidates for each position.

Financial Report - Roger reported that the club is in excellent financial condition. Roger can share the P&L through July and the current tax form 990. 990s are available by asking Roger and on guidestar.com. Paul clarified that anyone can ask for these items.

Master Plan - Jamie asked members of the Strategic Planning committee in attendance to stand and be recognized (Mike Moriarty, Jen Mallard, Stuart Hamilton, Trisha Downey, Rona Ramsey, Paul Hedrick, Erin Shaffer)

Jamie proceeded to review the progress made so far on the plan, including significant updates to the plan since last year (6th tennis court, moving pavilion, redoing parking lot and Kirby Road entrance/exit, lowering upper pool deck). Jamie is excited about Bob Coates taking over. He is eminently qualified. A public hearing will be scheduled in approximately 90 days, and a Site Review (engineering proposal) will also be scheduled soon. The following steps include construction bids for Phase 1 (upper pool and tennis courts) which account for over half of the overall project. Doing these together is important because of grading and heavy equipment

getting to the back of the property. This phase will probably cost in excess of \$2 million, but we won't know without construction details.

Question: There is a safety concern because the drawings don't show a barrier between wading pool and other pools. Toddlers tend to bolt. She also asked about age restrictions for the small pool, i.e., what will keep bigger kids from jumping in during break. Another parent of small children said that has been the big talk in the baby pool. Jamie responded that safety is paramount and the committee will address these issues. Someone pointed out that fences are required by law around wading pools. Another person asked about shade coverage. Jamie responded that shade structures are planned and will be added to drawings.

Question: Are we voting to increase the certificate on the conceptual plan or final? Jamie: we are voting to increase certificate to be able to move forward. Before we sign a contract, we will have another meeting to discuss to actual plans. Stuart: we take your requirements and translate them into a design, so people need to let committee know what their concerns are and the committee will combine with operational aspects and come up with the best design. There is still lots of work to be done on our facility even if we don't vote for increase. The lower pumphouse must be replaced, parking lot needs repaving, upper pool is nearing its 50 year lifetime. The genesis of the master plan was to avoid doing these things piecemeal.

Question: How much is whole, full renovation? Roger: \$4-5 million over 10 years. We are trying to stretch out plan over multiple years to allow for improvements to plan as we go along, to avoid total shutdown, and to avoid a large assessment. Member: Is a new clubhouse part of plan? Jamie: In phase 5, the interior will be redone as new clubhouse goes up over current snack bar/grass area.

Question: Are we moving this (new) pumphouse and taking lower one down? Yes, phase 2 takes lower pump house out and moves all mechanicals (including upper pool heater) to one pumphouse. Also an ADA bathroom has been added between tennis courts and upper pool. Bathroom will be accessible outside the pool enclosure so tennis players can use during off season. Another 2 bathrooms will be added to pool-side of the structure. Sewer is in parking lot.

Question: What will membership vote on later? Paul: membership has charged board to manage the pool. We elect board members to execute plan, including strategic planning director and committee. We bring back to membership periodically. The detailed plans will be voted on through the financing. We cannot get full financing without cash. We can't raise dues more than 10% without membership vote. If we need to sell property, we need a vote. If we need a capital call, we need a membership vote. Mike Moriarty: members cannot vote on specific design. Moving the pavilion is to accommodate the new upper pool and making sure the wading pool is not too close. The space can include a hedge, fence, guard stands, etc. Jamie has kept membership informed in a variety of ways. Please read and respond to plans as they are posted. Keep the committee informed. Comments need to be included before construction documents are created. Paul: when we replaced lower pool, there wasn't a vote. When we

renovated clubhouse, there wasn't a vote. According to the Bylaws a vote is required for money. All members are welcome to board meetings and committee meetings.

Question: is certificate increase sufficient for Phase 1? No. Certificate is to show to bank that we have cash. We have to pay for drawings before we can get a loan. The idea is that the bank will see we have cash for the loan.

Roger: the key to certificate increase is allow people to get it back, whereas a capital call would not work that way. The certificate allows members to use a very expensive piece of capital. We considered three financing options:

- 100% financed
- 100% financed with certificate increase
- 90% financed with certificate increase

The size of membership is based on zoning and has not been considered to increase.

Ballots - Laurie announced the ballot counts.

New Board members are:

- Lee Bishop - Treasurer
- Jen Mallard - VP Personnel
- Bob Coates - Strategic Planning
- Houda Lohman - Membership/Secretary
- Illy Perotti - Social
- Rona Ramsey - Pool Activities
- April Wade Turk - Communications
- Marsha Camp - Tennis Team
- Heather Pearce - Tennis Team
- Lori Wright - Tennis Activities
- Chris Kuzmuk - Swim Team
- Katy Beach - Dive Team

The bylaws revisions and Certificate Increase passed by wide margins.

Adjournment: There being no new business, the Annual Meeting was adjourned at 6:50 pm.