

***MINUTES OF MEETING OF THE BOARD OF DIRECTORS
PEARL RIVER-NAURAUSHAUN SWIM CLUB, INC.
November 15, 2023***

A regular meeting of the Board of Directors of the Pearl River-Nauraushaun Swim Club, Inc. was held on November 15, 2023 at the Pearl River High School teachers' lunchroom. Participating were:

Board members:

John Manning, President
Larry DeGennaro
Carrie Gleeson
Rob Kalaf
Pat Lenihan

PRNSC employees:

Kevin Bottini
Mike Glynn

Note: Additional PRNSC members attended this meeting. Those members' names are not listed.

Floor Opened to Members Present

Mr. Manning welcomed the members present and opened the floor for questions and comments. A member stated that he wanted to go on record that he believes that the Board is "doing a great job." Another member stated that he has been discussing the capital project with other members and that there remain significant concerns regarding the potential impact of the project on member dues and potential future capital assessments as well as the current status of the project. In addition, that same member stated that members are concerned that the number of members may be increased in order to generate additional revenue.

In response to the member's concerns, Mr. DeGennaro stated that the capital project will not commence until after the 2024 season and that the Board expects that the Club will open on time with the project completed by May of 2025. A major reason why the project did not start as originally planned in September 2023 was due to the Club having difficulties obtaining financing. Mr. DeGennaro further stated that, primarily to be prudent with the Club's financial resources, the decision was made to go with the masonry option instead of the stainless-steel option. The masonry option will work similar to the stainless-steel option and will recycle the water back into the pool. The stainless-steel option became less practical as the cost of the raw material raised dramatically.

With respect to the capital assessment, Mr. DeGennaro stated that it is expected that it will continue into 2024 but that an amount has not yet been determined. The charged amount is dependent on how much borrowing is incurred and the payoff amounts and schedule. Mr. Kalaf stated that it is anticipated that the capital assessment will be consistent with the amount charged in 2022 and 2023 – which was \$80 per member. A member present stated that it is his understanding that some members may resign if an additional assessment is charged.

Mr. Kalaf advised that the loan under consideration is a construction loan whereby the payments will be interest only during the construction period. The current rate under consideration is 7.5 – 8%. It is anticipated that the total loan will be approximately \$250,000 and that the loan will be obtained from M&T Bank.

A member present suggested that the Board consider investing its available cash in short-term treasury notes.

Regarding the concern that the Board will look to increase the number of members, Mr. DeGennaro clarified that the Board is not considering increasing the size of the membership but instead, to expand the boundaries of the Club's geographic area from which members can be drawn. Mr. Lenihan stated that real estate transactions in the Pearl River area are down.

A member present suggested that the Board consider removing the 5 year membership requirement for members to qualify for the adults-only membership.

Minutes from October 2023 Board of Directors Meeting

Mr. Manning stated that the minutes from the October 2023 Board of Directors meeting had been approved and posted to the members' only section of the Club's website. A motion was made and seconded to formally approve the October 2023 Board of Directors minutes. The motion passed unanimously.

Manager's Report

Mr. Bottini stated that he met with the other members of the management team regarding the 2023 employees and have determined that "a handful" will not be offered employment for the 2024 season. Mr. Bottini stated that he will speak to Mr. Morrissey and finalize the roster of potential 2024 employees.

Mr. Bottini stated that Ms. Lange is willing to serve as a lifeguard instructor at the Club. To be certified as an instructor, Ms. Lange would need to renew her own lifeguard certification and then take an instructor orientation course. The lifeguard certification and the orientation course would cost approximately \$385 and \$500, respectively. In addition, Mr. Bottini stated that the Club should purchase mannequins for the lifeguard/CPR training. A package of mannequins consisting of an adult, a child, and a toddler

would cost \$685. If Ms. Lange successfully completes the lifeguard orientation course, the plan would be to offer lifeguard training in May and again halfway through the season. Training could be quickly scheduled if necessary. A motion was made and seconded to approve the purchase of the mannequins and to pay \$885 for Ms. Lange's lifeguard and lifeguard training courses. The motion passed unanimously. The Board asked Mr. Bottini to look into obtaining cases for the proper storage and safeguarding of the mannequins.

Membership

Mr. Kalaf reported that there are currently 16 prospective members on the Club's waiting list and that membership has been offered to 14 of those prospective members.

Mr. Kalaf stated that he will speak to local nurseries regarding new families in the area and attempt to raise awareness of the Club.

With respect to the potential increase in the Club's geographic boundaries for membership residency, Mr. Kalaf stated that he is partial to increasing the boundaries to include all of Orangeburg, Blauvelt, and Tappan at this time as opposed to the broader proposal to increase to include all of the South Orangetown School District – which would also include Grandview-on-Hudson, Palisades, Piermont, and Sparkill. Mr. DeGennaro stated that he prefers a proposal that would result in the increase in the geographic boundary to include all of the South Orangetown School District.

Personnel

The Personnel report was waived due to Mr. Morrissey not being available for the meeting. Mr. Lenihan stated that the Club should consider giving priority to the children of members for employment as an incentive for retaining membership.

Maintenance/Capital Project

With respect to maintenance issues unrelated to the capital project, Mr. DeGennaro reported that Frank Miller Landscaping has completed the fall clean-up and that the Club will receive an invoice in the coming weeks. Mr. DeGennaro also advised that GB Irrigation had completed the winterization of the sprinkler system and directed that the submitted invoice should be paid.

Social

Mr. Lenihan stated that there will be more daytime events in 2024. A member present requested that the Board post a calendar of scheduled events as soon as possible.

Website/Social Media

Ms. Gleeson stated that the Club's website will be enhanced during the offseason.

Ms. Gleeson stated that late fees have not yet been charged to those members who have not yet paid their 2023 in-season fees for vending and guests.

Subsequent Meeting of the Board of Directors

The Board directed that the next meeting be scheduled for December 18, 2023 and held at the Pearl River High School teachers' lunchroom.

The meeting was adjourned at 8:20 pm.