

**MINUTES OF MEETING OF THE BOARD OF DIRECTORS
PEARL RIVER-NAURAUSHAUN SWIM CLUB, INC.
December 10, 2024**

A regular meeting of the Board of Directors of the Pearl River-Nauraushaun Swim Club, Inc. was held on December 10, 2024 at the Pearl River High School. Participating were:

Board members:

John Manning, President
Larry DeGennaro
Maria DiBlasi
Tom Morrissey

PRNSC employees:

Kevin Bottini
Mike Glynn

PRNSC members who signed in (note, there were additional members present who did not sign in and not listed here):

Jean Bleich
Dan Delaney
Marie Delaney
Vincentia Dondero
Maureen Donlon
Mary G. Fusco
Arlene Noonan
Eamonn Noonan
Janine O'Connor
Martha Patterson
Anthony Russo (past President)
Diane Ranaghan
Patrick Watson

Open Discussion with Members Present

Mr. Manning opened the meeting welcoming the members present and acknowledging that while the Board welcomes any issues that the members may want to discuss, the assumption is that the members are interested in discussing the two proposed Bylaw amendments that the Board has approved and will be submitted to the membership for a vote.

In response to member questions:

- Ms. DiBlasi stated that the Club currently has 46 open membership positions.

- Mr. DeGennaro stated that the 2 proposed Bylaw amendments are separate and not contingent on each other.
- Mr. DeGennaro stated that if the Club is able to reach the maximum membership capacity of 520, subsequent applicants would be placed on a waiting list with preference given to those prospective members within the geographic boundary of the Town of Orangetown and any part of Pearl River Fire/School District outside of the Town of Orangetown.
- Mr. Manning stated that there are currently no plans to add food service and emphasized that it would be a significant endeavor involving Department of Health permits and inspections and hiring dedicated staff. Mr. DeGennaro further added that the Club has looked into contracting with local caterers in the past but those caterers wanted exclusivity and a prohibition on bringing in outside food. The Club does not want to be in a position to police food that members may be eating.

Mr. Manning advised the members present that the Board would be moving to the business agenda section of the meeting and advised that members were welcome to stay. All of the members present left the meeting at the close of the open discussion portion.

Minutes from November 2024 Board Meeting

Mr. Manning made a motion, seconded by Mr. Morrissey, to waive the reading of and approve the minutes of the November 2024 Board of Directors meeting as presented. All Board members present voted to approve the minutes.

It was acknowledged that the Board held a separate meeting on November 26 to discuss the proposed amendments to the Club's Bylaws regarding the proposed single adult membership and the revision to the Club's residency requirements. Mr. Manning made a motion, seconded by Mr. Morrissey, to waive the reading of and approve the minutes from that November 26 meeting. All Board members present voted to approve the minutes.

Board Membership

Mr. Manning acknowledged that Pat Lenihan has submitted his resignation from the Board effective immediately and accepted his resignation. As previously discussed, Mr. Lenihan had planned to resign at the start of the 2025 season but his work schedule has prevented him from participating in recent meetings. Mr. Lenihan believes that that would continue and did not want to be an absentee or non-participating member. The Board asked that the minutes reflect their collective appreciation of Mr. Lenihan's substantial contributions to the Club during his tenure as a Board member.

The Board stated that new Board members are needed and that outreach will be conducted to identify potential members with legal or finance expertise.

Manager's Report

Mr. Bottini stated that several of the lifeguard rescue tubes have been damaged. Mr. Bottini stated that sleeves can be purchased for the tubes for approximately \$20 apiece. He suggests that the Club purchase 6 sleeves and 3 new tubes for an approximate total cost of \$350.

Mr. Bottini stated that he will speak to Mr. Barron regarding ongoing work at the Club and any equipment needs that Mr. Barron feels that the Club should address during the offseason. Mr. Bottini stated that the Club should consider purchasing a small vacuum for spot cleaning of the pool. Mr. DeGennaro stated that he previously requested that Mr. Barron obtain an estimate for repairs to the existing vacuum and to get a quote for a potential replacement, if necessary.

Membership

Ms. DiBlasi stated that she contacted a member who submitted resignation paperwork during the week to learn as to her reasons for resignation and whether she would consider maintaining her membership because it will most likely be at least 9 months until she is reimbursed for her capital investment. The member stated the common reason of “the children don’t want to go anymore” as the primary reason for her resignation. The member also stated that she would like to see expanded food options.

The Board discussed the feedback from the open discussion portion of the meeting and determined that the proposed Bylaw amendments should be presented to the members for a vote during the week of December 15 – 20 with a deadline for voting of January 10, 2025. The Board suggested that a 30-minute Zoom session be scheduled in early January 2025 to respond to any member questions if it seems that members are confused as to the proposals.

Personnel

Mr. Morrissey stated that he and Mr. Bottini would discuss which employees from the 2024 season would be asked to return prior to the January 2025 meeting of the Board of Directors. The plan is that the Club to prioritize employing children of Club members as an incentive for members to retain their membership.

The Board acknowledged the efforts of Mr. Bottini in lessening the hours worked during the 2024 season to assist in offsetting the budget shortfall created by the membership not being at maximum capacity. Mr. Bottini stated that in 2025, he would like to add a few additional hours to help with maintenance issues.

Maintenance/Capital Project

Mr. DeGennaro stated that he was at the Club the day prior and shared pictures of the progress of the capital project. Mr. DeGennaro stated that the coping and grating placement is ongoing, and the large crack repair has been completed and the small crack repair will be done in the Spring. Mr. DeGennaro stated that B&B Pool & Spa remains confident that all work will be completed prior to the Club's opening on Memorial Day weekend.

Nautilus Swimming Pool Services has shut off the water and winterized. The only water available at the Club is from inside the pump house. B&B Spa and Pool requires the water for its work, but the water will be shut down once temperatures are below freezing for an extended period and the work will be shut down until the Spring.

Finance

Mr. Glynn presented the Club's financial statements as of and for the period ended December 10, 2024. Mr. Glynn stated that the Club currently has cash on hand totaling \$328,724 between the accounts at KeyBank and M&T Bank.

Mr. Glynn stated that to date the Club has incurred \$597,919 on the capital project and the current loan balance is \$136,884.

Mr. Glynn stated that he and Ms. Gerondel will work on the 2025 budget prior to the January Board meeting. The most significant issue is the assumption regarding membership capacity in 2025. Mr. Glynn stated that he believes it is not realistic to assume that the Club will maximize membership in 2025 and suggested that it is more realistic to assume that the Club will be at least 50 members short.

Social

Ms. Gleeson was not present, but it was noted that she will need a budget number in order to determine social events for the 2025 season.

Insurance

The Board discussed correspondence received from its insurance carrier regarding the general liability policy. Mr. Manning stated that he would contact the Club's agent to discuss what the Club needs to do to maintain its current policy. Mr. DeGennaro stated that he will address the electrical needs addressed in the correspondence.

The meeting was adjourned at 8:37 pm.