



Tuesday, May 16, 2023

At the regular monthly meeting of the Mt. Gretna Campmeeting Association Board of Managers, held on Tuesday evening, May 16, 2023, in person at the Mt. Gretna United Methodist Church and via Zoom Webinar, Pat Wilmsen presided.

A quorum was present including the following: (in person) Miles Bojanic, George Leyh, Marcie Lloyd, Ted Martin, Esther Mefferd, Jeff Minnich, Kevin Wells, (and via Zoom) Kevin Burd, Don Dale (joined late), Joe Lamont, and Pat Wilmsen.

Two Members (one household) were represented in person, and 11 Members (11 households) attended via Zoom. Dave Lloyd/Bill Linton guests

### 1) Call to Order, Pat Wilmsen

The President called the meeting to order at 6:30 p.m. Marcie Lloyd conducted the roll call.

### 2) Approval of Minutes

- a) Since the Minutes were distributed to Board members prior to the time of this regular monthly meeting, the reading of the Minutes was dispensed with and the revised April 18, 2023 were approved on a motion by Kevin Burd, seconded and approved by 10 votes.

### 3) President's Report

We've received some comments from Members over the past few weeks that I'd like to address this evening.

After our April meeting, we received a communication the point of which was reiterated during the Open Forum, stating that we did not follow the By-Laws by putting a Member's spouse, whose name is not on their property deed, on a Committee. The Member stated that we were either ignorant of the rules, and we needed to read them, or we blatantly ignored them. None of this is accurate. We thoroughly reviewed the By-Laws before making the changes and then sought legal counsel before making any decisions. We followed the legal advice of our attorney when making this decision. Our attorney also advised us to clarify some areas of our By-Laws and not leave them so vague, and to clarify the use of Roberts Rules of Order.

A Member suggested that Members should have the ability to vote on changes to our By-Laws. Again, we sought our attorney's advice on this matter. Later in the meeting you will hear the first reading to move us in that direction.

Another comment that was received is that there are inconsistencies in Board actions and operations. I truly believe that any inconsistency that may occur comes from the constant change in our Board and Committees. In the last three years:

- Five Board Members have not completed their three-year term;
- Only five of the 13 Committees have had a consistent chair;
- We have had three different Presidents (one who did not complete the entire year);
- We had three different Treasurers (one who did not complete their full term), after having the same Treasurer for many years; and,
- We have had three different Secretaries.

I truly believe we need some consistency in our Board and Committees. Every time leadership changes, whether on a Committee or on the Board, priorities, communication methods, etc. change. It is not because something was done incorrectly in the past, it is just that every individual has a different way of getting things done, different priorities and yes, different interpretations of the rules. This turnover is also very hard on our employees who must adjust to constant change in leadership.

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Filename: 2023.05.16 Minutes Final



Speaking of employees, we have also had four different Superintendents in the past three years. We are now blessed with an amazing Superintendent who is working very, very hard for this community. The only consistency within our organization has been our Office Manager, and thank goodness for her, and her knowledge of the past.

I believe the primary reason for this exceptional level of regrettable turnover of our volunteers on the Board and on these Committees is because of how they are treated by some Members of the community. It's not so much what is being said, it's how it's being said. Some Members seem to have a lack of faith and understanding that we do take our By-Laws and rules very seriously and seek legal counsel before making most major decisions. No decision is going to be agreed-upon 100% by the Mt. Gretna Campmeeting Association membership. We understand that, but we will never go against our attorney's advice just to please some members. You have every right to disagree and to voice that disagreement in a kind, courteous and thoughtful manner.

There were several times during the Open Forum that people were asked to speak in a more respectful manner. Every Board Member who came out that day gave up their time with family and friends to do so. They truly want to understand the needs and desires of the community. Many of those who did not finish their term on Committees or the Board over the past three years left because of the way they were treated, several even sold properties and moved out of Campmeeting. I don't think that's the kind of community any of us want to live in. I truly believe as the one Member said during the Open Forum that there is a lot of passion in this community, but that passion does not have to convert to anger towards the Board or members of Committees. It can be expressed in a kind, respectful and passionate manner.

This month we've had a couple of Members who came to us with disputes about issues with their neighbors. I can't stress enough the importance of knowing your property lines. Many of you don't have surveys and I advise you to find those lines even if it means you need a survey. Please also note that the Board cannot resolve neighbor to neighbor disputes.

The Board has also been told we are not transparent. I don't know how to make us any more transparent. Yes, we have a "working session" before the Board Meeting. The "working session" is to bring the Board up to speed and to discuss communications that have come in from Members or our attorney. Some of the things our lawyer tells us are attorney-client privileged communications and we have been told they should not be shared with the community.

The "working session" also provides an opportunity to toss around ideas, create our agenda for the Board Meeting, brainstorm, and decide if there are issues that need to be sent to our attorney for advice, etc. Nothing in that "working session" is binding. The only thing binding are the motions that are passed in the actual Board Meetings that all Members of the community can attend. We have made Board Meetings very accessible to all Members by holding hybrid meetings, and very transparent by sending everything that we know will be discussed at the meeting to Members in draft form prior to the meeting.

Each and every Board Member and Committee Member works tirelessly for this community. And I personally want to thank them for their time and effort. None of us got an orientation before starting these roles, (but this Board is working to change that) and I want to thank you all for the hard-work and time you put in on behalf of your fellow Members.

#### **4) Treasurer's Report**

- a) The April balance sheet, income/expense report, budget year-to-date report, and fund/project report were shared with the Board prior to the meeting and are attached to these minutes.
- b) Balance Sheet
  - (1) The Sweep account shows all the incoming and outgoing financial activity.



- c) April Income & Expense Sheet
  - (1) This report reflects that there was a light month in activity.
- d) April YTD Budget Notes
  - (1) The water production cost is a small fraction of the budget because the loan repayment has not yet started. However, the water operation expenses are within the expected budget.
  - (2) The overall expenses are 39% of budget, but this includes 100% of fund transfers to capital projects.
- e) Fund/Class Activity
  - (1) The Tree Fund expenditures were for Earth Day activities.
  - (2) The Library Fund expenditures were for improvements to the Library, specifically the building of a retaining wall.
  - (3) Water Tower Project/PENNVEST Loan (\$1.6 million)
    - (a) On May 1<sup>st</sup> the Association received a draw on the loan in the amount of \$143,636.99 to cover ongoing project expenses. This was the sixth draw on the PENNVEST loan.
    - (b) To date, we have requested and received \$583,704.50 from the loan, and the Association continues to make timely payments on the interest.

## 5) Committee Reports

### a) Buildings & Grounds –Chair, Miles Bojanic

- (1) The B&G May meeting report was made available to the Board and to the Membership prior to the evening's meeting. That report is attached to these minutes.
  - (a) Hackman Paving will start patching work on the roads and walking paths this week. Preparation will start on Thursday with the paving taking place on Friday.
  - (b) A recommendation was given within the committee to inspect the sewer pipe on Markwood Avenue before proceeding with plans to rebuild the road. This is being undertaken.
  - (c) Two building permits will be presented under New Business.
- (2) Ad-Hoc Tree Health & Maintenance Committee – Pat Wilmsen
  - (a) Bartlett Trees has taken over the business of Houser's Plant Health Care and have started treating for Ash Borer.

### b) Communications Committee – Kevin Wells & Marcie Lloyd

- (1) Kevin expressed his gratitude to those who have taken part of the photo submissions. The images submitted showcase the beauty and spirit of our community. Submissions can be forwarded to the Campmeeting office, "Let's stay connected through the lens of our collective experience."
- (2) In the upcoming June Newsletter, you'll read about some great opportunities. One is with the Archive committee who are seeking a volunteer(s) to assist with a project.
- (3) Additionally, the summer book reviews will be featured.
- (4) Lastly, he extended his thanks for the feedback that they have received about the newsletter.

### c) Community Activities & Recreation Committees – Kevin Wells & Marcie Lloyd

- (1) Kevin thanked Yasmin Brown and Joy Linton for the book discussion they led over the last three months.
- (2) Our next event is the community Porch Sale on May 27<sup>th</sup>.
- (3) Soon after, the 20<sup>th</sup> Annual Heritage Music Festival begins. It showcases the talent of local performers.
- (4) Ad-Hoc Library Committee –Sally Marisic
  - (a) The Library Committee report is attached to these minutes.



**d) Executive Committee**

- (1) The Executive Committee minutes are attached to these minutes.
- (2) Water Tower Working Group – Joe Lamont
  - (a) Report attached to these minutes.
  - (b) There are a lot of moving pieces to the project at this point. The Pump House roof replacement will be done within budget.
  - (c) Out of concern for the safety of the workers and our Members, we are discouraging anyone from coming up to watch the lifting of the tank. Please wait for the pictures to be made available.
  - (d) We're coming up to the end of the water tower project. We expect it to go a few weeks beyond the expected date, but we are contractually protected from higher costs, specifically the cost of purchasing water from the Authority.
- (3) Ad-Hoc Archives Committee – Don Miller
  - (a) The Archive Committee report is attached to these minutes.
- (4) Ad-Hoc Policy & Procedure Committee – Ted Martin
  - (a) There are two proposed changes to the By-Laws that will have their 1<sup>st</sup> reading at tonight's meeting. Both these changes are a result of input from our attorney, to reflect the fact that the MGCA operates under the PA Nonprofit Corporation Law, and to bring our By-Laws into compliance with this law.
    - (i) The first is a clarification of the role of *Robert's Rules of Order*.

**The 1<sup>st</sup> reading follows:**

Article VI: Management – Board of Managers  
Section 21. Rules of Order.

The provisions of these By-Laws and the Pennsylvania Nonprofit Corporation Law, 15 Pa.C.S.A. § 5101 et seq., shall govern the organization and conduct of all meetings of the Board of Managers. The Board of Managers may follow the procedural guidance of the latest edition of *Robert's Rules of Order Newly Revised*.

- (ii) The second change is to acknowledge that under the PA Nonprofit Corporation Law, there are certain changes to the By-Laws that must be made by the Membership, not the Board. There has been considerable background research done by the Archive Committee and staff into how the community has changed By-Laws in the past. We've found no historical example of By-Law changes being voted on at an annual meeting, but have found evidence back through the 1940s that show the Board was voting on changes to the By-Laws. But this proposal would bring a significant change to the way the MGCA changes the By-Laws. After two readings, certain changes would go before the Membership as determined by the PA Nonprofit Law. There is a list from the PA Nonprofit Law of items on which the community must vote, that current list can be made available upon request.

**The 1<sup>st</sup> reading follows:**

Article XIII: Amendment of By-Laws

These By-Laws may be amended or repealed, or new, amended or restated By-Laws may be adopted, after two (2) readings at regular business meetings, either

(A) With respect to those matters that are not by statute committed exclusively to the MGCA Members, and regardless of whether the shareholders have previously adopted or approved



the By-Law being amended or repealed, by a vote of two-thirds (2/3) of the Board of Managers.

(B) With respect to those matters that are by statute committed exclusively to the MGCA Members, by a two-thirds (2/3) vote of the MGCA Members present, including MGCA Members present via telephone or other electronic technology which shall constitute presence in person at the meeting, at any duly-organized annual or special meeting of the MGCA Membership.

Any change in these By-Laws shall take effect when adopted unless otherwise provided in the resolution effecting the change.

(5) **Ad-Hoc Grants & Funding Committee – Ted Martin**

- (a) The Grants Committee met with Miles Bojanic to identify projects that may be able to be matched with funding opportunities.
- (b) Happy to report, that thanks to the help of Pat Brosious, we received a \$10,000 grant from the Mount Gretna United Methodist Church to assist with the Tabernacle tension ring project.
- (c) The committee is also exploring other grant possibilities.

e) **Finance Committee – Kevin Burd**

- (1) The Finance Committee minutes are attached to these minutes.

f) **Nominations Committee – Esther Mefferd**

- (1) Esther encouraged Members to think about running for the Board. Names need to be submitted along with a picture and bio into the office by June 20<sup>th</sup>.

g) **Property Ownership Committee – Kevin Burd**

- (1) There were two property transfers since the last regular board meeting and new member orientations were completed; as of today, there are no active listing in the Campmeeting.
- (2) Of the 72 short-term rental permits permitted by Rule 20 and the associated policy, 45 permits have been issued to date or 63% of the permits.

h) **Mt. Gretna Tabernacle Board of Trustees (MGTA) – Esther Mefferd**

- (1) Need an additional Trustee; a candidate has been approached.
- (2) Thanks to Ben Slotznick for a donation which enabled the purchase of equipment to assist in hybrid Zoom meetings.
- (3) The MGTA formed an audit committee to review all the financial records of the MGTA and Bible Festival, both audit reports stated the records were sound. That report is attached to these minutes.
- (4) Bible Festival Newsletter was sent out.

**6) Unfinished Business**

- a) None.

**7) New Business**

- a) Miles Bojanic made a motion that the Building Permit Application as submitted by the owners of 714 3<sup>rd</sup> Street to install an HVAC system and to build a deck above an existing enclosed porch, be approved by the Board of Managers. After due deliberation, the motion was passed by the Board of Managers with 10 votes in favor. **Resolution #2023.05.16-01**
- b) Miles Bojanic made a motion that the Building Permit Application as submitted by the owner of 9 Batdorf Avenue to tear down and rebuild a carport as an enclosed garage space and already approved by West Cornwall Township, be approved by the Board of Managers. After due deliberation, the motion was passed by the Board of Managers with 10 votes in favor. **Resolution #2023.05.16-02**



**8) Community Comment**

a) No comments were presented.

**9) Adjournment**

The meeting adjourned at 7:14 p.m. on a motion by Kevin Burd, seconded and passed.

The next regular meeting will be held Tuesday, June 20, 2023, at 6:30 p.m.

This meeting was recorded and will be available on the MGCA website for one month.

**Attachments:**

Agenda

April Treasurer's Report

May B&G Committee Meeting Minutes

Build Permit Application – 714 3<sup>rd</sup> Street

Build Permit Application – 9 Batdorf Avenue

Executive Committee Minutes

Library Committee Report

Water Tank Project Working Group Report

Archive Committee Report

Policy & Procedure Committee – By-Laws proposed change 1<sup>st</sup> Reading

Finance Committee Minutes

MGTA Audit Report

  
Secretary

  
Chairman