



Tuesday, April 16, 2024

At the regular monthly meeting of the Mt. Gretna Campmeeting Association Board of Managers, held on Tuesday evening, April 16, 2024, via Zoom Webinar, Pat Wilmsen presided.

A quorum was present including the following: Miles Bojanic, Kevin Burd, Joe Lamont, Marcie Lloyd, Ted Martin, Jeff Minnich, Kevin Wells, and Pat Wilmsen. George Leyh and Esther Mefferd joined late, and Ann Bering was excused.

26 households attended via Zoom.

1) **Call to Order, Pat Wilmsen**

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

2) **Approval of Minutes**

Since the Minutes of the March Board meeting were distributed to Board members prior to the time of this regular monthly meeting, the reading of the Minutes was dispensed with and the March 19, 2024 minutes were approved on a motion by Jeff Minnich. The motion was seconded by Joe Lamont and passed with Bojanic, Burd, Lamont, Leyh, Lloyd, Martin, Mefferd, Minnich, and Wells voting in favor.

3) **President's Report**

Pat Wilmsen gave the President's report which is attached to these minutes. (Revise based on reading)

4) **Treasurer's Report**

- a) The March balance sheet, income/expense report, budget year-end report, and fund/project report were shared with the Board prior to the meeting.
- b) The final rental payments have been received for the rentals of garages, sheds, and parking spaces. The shed rental income is slightly under budget due to the B&G Committee using one of the sheds.
- c) The water production expenses can be further divided into the loan payments, maintenance expenses, and operation expense
- d) Year to date expenses are where we expect them to be.
- e) One final draw has been made on the PENNVEST loan. The balance remains at \$1,449,122.05. We continue to make timely interest payments. Full loan payments will start September, 2024.

5) **Committee Reports**

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

- (1) The B&G April meeting report was made available to the Board and to the Membership prior to the evening's meeting.
 - (a) The Carter parking lot survey has been completed. Some parking spaces are going to be rented to Members on the parking waitlist.
 - (b) The Tabernacle roof replacement is progressing. We expect it to be finished within a week.
- (2) Ad-Hoc Tree Health & Maintenance Committee – Pat Wilmsen
 - (a) Worked on the Community Garden recently, thanks to the community volunteers who came to help.

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

- (1) Continue to receive positive feedback about the Newsletter.
- (2) New features have been added, some which will debut in the May Newsletter.

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

- (1) The Annual Porch Sale is being held Saturday May 25th from 8 a.m. until 2 p.m. The deadline to contact the office to get your cottage on the map is May 13th.
- (2) Ad-Hoc Library Committee –Sally Marisic
No report.

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d) Executive Committee

- (1) The Executive Committee minutes are attached to these minutes.
- (2) Ad-Hoc Archives Committee – Don Miller
No report.
- (3) Ad-Hoc Policy & Procedure Committee – Ted Martin
Report delivered under Old Business.
- (4) Ad-Hoc Grants & Funding Committee – Ted Martin
No report.

e) Finance Committee – Kevin Burd

The final payment has been made to HRG for the water tower project.

f) Nominations Committee – Esther Mefferd

Asked Members to consider running for the Board of Managers.

g) Property Ownership Committee – Kevin Burd

- (1) There has been one property transfers since the last regular board meeting; as of today, there are no properties under contract and one active listing in the Campmeeting.
- (2) Of the 72 short-term rental permits permitted by Rule 20 and the associated policy, 43 permits have been issued to date or 60% of the permits.

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

No report.

6) Unfinished Business

Bylaws report was delivered by Ted Martin and is attached to these minutes.

7) New Business

- a) Marcie Lloyd read an email from Jennifer Besse, the content of which is quoted below.

It goes against all expectations that we would need to worry about a nature park contaminating our water.

Nevertheless, we are now heading into a second year of conflict over the health and safety of our water as a result of the logging completed by Governor Dick and the need to spray for invasive species once they open up the canopy. Setting aside the debate over whether it is a good idea to cut down the trees, we are still left with the safety of water that comes from an aquifer under the land they are spraying. The Heights asked the Governor Dick Board to not spray roundup or disturb the soil within 400 feet of our well and to not spread Oust within 800 feet of our well.

Why does this matter to the Campmeeting?

The new chemical they are using, OustXp, cannot be tested for in water. The area that Governor Dick plans to log next is within the 5-year recharge area for the Campmeeting aquifer. Oust has a half-life of 2 years in soils high in clay content. This means that the Campmeeting wells might also be contaminated by the park's herbicide use.

The Heights might be the canary in the coal mine, but none of the other wells in Mount Gretna are safe if the practices of Governor Dick don't change.

- b) George Leyh – asked whether or not comments received at this point in the process may have an impact on the language of the proposed changes to the Bylaws. Pat and Ted both answered that every suggestion is read and considered as it comes in.
- c) George Leyh expressed concerns about the Working Sessions conducted before the Board meetings. George Leyh made a motion that Working Sessions be open to the public. The motion failed due to lack of a second.
- d) George Leyh made a motion that Working Sessions be eliminated so that all discussions take place at the Board meeting. The motion failed due to lack of a second.



8) Community Comment

- a) **Jim & Linda Campbell, 402 Glossbrenner Ave.** Addressed concerns about Working Sessions, stated that the Annual Meeting should remain in the summer, asked for term limits, and gave specific suggestions for improvements to the draft Bylaws.
- b) **Joy Linton, 211 7th Street.** Requested a list of revisions that require a Membership vote for change. Passed on comments they received from a Parliamentarian who reviewed prior versions of the Bylaws and compared them to the draft changes.
- c) **Doug Lorenzen, 503 1st St.** Is concerned that the definition of “Members” in the draft Bylaws changes would allow long-term renters the status of “Member.”
- d) **Kevin Burd, 201 6th St.** As Chair of the Property Ownership Committee, feels very strongly that the DEI section stays in the Bylaws to put the inclusive and welcoming nature of the Campmeeting in print.
- e) **Bob Travitz, 502 2nd St.** Acknowledged the long process the Bylaws review has been and thanked the Board for bringing them up to date.
- f) **Bill & Joy Linton, 211 7th St.** Stated that any proposed amendment from the Membership must be placed for Member consideration before the whole community.
- g) **Don Miller, 610 4th St.** Thinks the Membership should support the Board in the efforts to improve the Bylaws.
- h) **Pam Bishop, 503 1st St.** Thinks the language should remain which only allows one vote per owner, regardless of how many properties they own so that no owner has more weight than another.
- i) **Peggy Lichty, 205 Castle Ave.** Thanked the Board for their due diligence and allowing months of comments. With the world changing, she appreciates the effort to hold on to MGCA history while at the same time moving forward.
- j) **Marcie Lloyd, 403 1st St.** Tried to preserve the history of the Campmeeting while still keeping up with the times.
- k) **Linda Campbell, 402 Glossbrenner Ave.** Read a clause from the 2009 Bylaws regarding voting rights.
- l) **Peggy Lichty, 205 Castle Ave.** Thanked the Board for considering what is fair in today’s world.

9) Adjournment

The meeting adjourned at 7:39 p.m. on a motion by Ted Martin, seconded by Jeff Minnich and passed unanimously.

The next regular meeting will be held Tuesday, May 21, 2024, at 6:30 p.m.

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

In attendance:

Members on Zoom:

Kelsey Bane, 200 Bell Ave
Andy Berfond, 204 Edwards Ave
Judy Bojko, 712 5th St
Pat Brosious, 203 Boehm Ave
Jim & Linda Campbell, 402 Glossbrenner Ave
Sue Engle, 705 1st St
Paul & Tammy Friendshuh, 209 Mills Ave
Andrea George, 605 5th St
Jeffrey Hazel, 602 Kephart Ave
Frank Herrmann, 205 Glossbrenner Ave
Janelle Kuligowski, 204 5th St

Peggy Lichty, 205 Castle Ave
Bill & Joy Linton, 211 7th St

Dave Lloyd, 403 1st St
Doug Lorenzen & Pam Bishop, 503 1st St
Larry McKenna, 309 Mills Ave
Don Miller, 610 4th St
Diane Neff, 305 1st St
Jay Noble, 202 Markwood Ave
Dianne Port, 300 Markwood Ave
Robert Rader, 501 6th St
Claressa Resh, 207 2nd St
Linda Schreiber, 407 6th St

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Bob Travitz, 502 2nd St
Robin Welte, 505 3rd St
Scott Zellers, Gar 1st St

Attachments:

- 2024.03.19 President's Report
- 2024.03.21 Executive Committee Minutes
- 2024.04.09 Executive Committee Minutes
- 2024.04.16 Policy & Procedure Chair's Report

MarciLayne Lloyd

Secretary

Patricia Melmsen

Chairman

April President's Report 2024

- Have you ever wondered what it is like to be elected to the Board and then not take office until six months later?
- Have you ever thought about what it means to be a nonprofit and what Pennsylvania laws the Campmeeting must follow to keep that status?
- Have you ever wondered about that property that is owned by a Trust, a business, an LLC, or a school and who really gets to vote?
- Have you ever read the current Bylaws and considered that full-time renters live here and how nice it would be to have them involved in our community?
- Have you ever considered that Ad Hoc Committees are supposed to be temporary and ours seem to be permanent?
- Have you ever thought about joining a committee in January and found that the current Bylaws prohibit this?

The revisions made to the Bylaws were made to address all these questions. Additionally, revisions were made to address changes to Pennsylvania's nonprofit law. To be clear, the newly proposed Bylaws revisions were created with the assistance of an attorney who is a subject matter expert in nonprofit boards, Bylaws, and Pennsylvania nonprofit law. Then, the Board's legal counsel conducted an additional review. We paid close attention to keeping the Bylaws concise and easily interpreted to assist future Boards with their ability to conduct business.

We received some questions about our lawyers. First and foremost, we must follow the PA nonprofit law. Understanding and interpreting the PA nonprofit law is not easy, and that is why the Board of Managers hired attorneys to help with that process. Yes, the lawyers represent the Board, but both the attorneys and the Board of Managers have the best interest of this community in mind.

Every comment submitted was reviewed by the Board. On the first reading many of those suggestions were taken under advisement and were reflected in the document that was presented to the Membership. Last month a Member asked why the entire community could not be involved in this process. There are times when enlisting the voices of 240 Members is possible and then there are times when the work is most efficient when it is consolidated to the 11 Board members that those 240 Members voted for to work on their behalf. But I would challenge you have already been involved by making your comments. We have read them and we have taken them seriously. Allowing Members to read the proposed changes even prior to the 1st Reading was an unprecedented step this Board took. By having the ability to read the proposed changes and comment before the two readings, doing two readings, accepting written feedback, and listening to Members during the Member Feedback portion of the monthly Board meetings we are offering numerous opportunities to be involved in this process.

I thank all of you who took the time to read the proposed Bylaws revision. I also thank those Members who offered comments and suggestions. I also recognize that many of you chose not to contribute because you felt there was nothing that needed to be changed and that you are in favor of the boards' work on this proposed revision.

If you have not done so already, I encourage you to join us for the Special Meeting that will be held on May 21st at 6:30 p.m. for the specific purpose of voting on these Bylaw changes. We will only allow one registration per household. We will be taking a Voice Vote during the Zoom meeting. Board members whose spouses would like to join the meeting may do so on the same computer that the Board member is using. Currently, we have enough registration to achieve our quorum. For these Bylaws to be approved we need two thirds of those

Members present at the meeting to vote “in favor” of the proposed revision. These changes will only occur if the community wants them.

In other news, we have started to move into the office above the pizzeria and plan to have it fully operational by the end of the month—if not sooner. I would like to thank Debby Erb, Pat Brosious, and Barb Latz for the hours they spent cleaning the new office and getting it ready.

In addition to those who you see here tonight, I would like to thank some additional volunteers:

- Nate Godfrey for his creativity and fun ideas. I look forward to seeing what Mr. Tiki’s adventures bring.
- Peggy Lichty for the beautiful job she did in the “Pocket Park” in front of her cottage. I know many, many hours and financial resources went into this project to help beautify a little part of our community.
- And, Christine Slotznick for the many hours she put into reviewing the Bylaws for errors related to grammar and punctuation. The second reading tonight will include those suggestions.
- The community volunteers and the Tree Committee who worked on Earth Day – the Community Garden is looking very nice.

We have enlisted a sound expert to listen to a meeting and try and figure out how to fix our issues. Those experts feel it is our internet connection. We are now considering options on how we can get a better connectivity. We will be back to blended meetings by June.

We simply could not exist without our volunteers. We appreciate you and every hour that give to our community. You make Campmeeting a special place for all of us to call home.



Mt. Gretna Campmeeting

LISTED IN THE NATIONAL REGISTER OF HISTORIC PLACES

March 21, 2024

Executive Committee Vote via email

Executive Committee Voting: Pat Wilmsen, Miles Bojanic, Marcie Lloyd, and Kevin Burd.

1. Pat Wilmsen made a motion that the tree removal request submitted by 2 Batdorf Avenue for the removal of a diseased Ash tree and which was recommended for removal by certified arborist Bartlett Tree Company, be approved. The motion was seconded by Miles Bojanic and approved by a unanimous vote of the Executive Committee, as the resolution of the Board. **Resolution number 2024.03.21-01.**



Mt. Gretna Campmeeting

LISTED IN THE NATIONAL REGISTER OF HISTORIC PLACES

April 9, 2024

Executive Committee Meeting

Executive Committee Members: Pat Wilmsen, Miles Bojanic, Marcie Lloyd, and Kevin Burd.

1. One invoice has been presented for payment from HRG for \$4,590.00. The invoice was reviewed by Joe Lamont and Ben Slotznick, who recommend payment. In response to MGCA questions, Justin Mendinsky of HRG responded, “HRG’s services for the project are now complete, and unless there are any additional requests from the Association for additional services, this represents the final invoice for any phase of this project – and is marked ‘Final’ accordingly.”
2. Marcie Lloyd made a motion to approve payment from the water tower loan funds in the amount of \$4,590.00, which was seconded. After due deliberation, the motion was approved by unanimous vote of the Executive Committee, as the resolution of the Board. **Resolution number 2024.04.09-01.**

Secretary

Chairman

2023.04.16 Policy & Procedure Report presented at the April Board of Managers monthly meeting.

This overview is based on reviewing all Community Comments received by March 15, 2024 as well as looking at re-drafts of the Bylaws several times.

WHY NOW?

The last complete review and redrafting of the bylaws took place in 2009 --- 15 years ago. It was time to make sure our bylaws were compliant with current laws and recognized the realities of 2024. And as Pat noted in her report, several years ago the Board did vote to encourage a review of the bylaws every 5 years. Clearly, we have not followed that process.

OVERALL LANGUAGE

The Executive Committee engaged a lawyer conversant in bylaws drafting for our effort. The Committee worked directly with him on the drafting and direction of the document. The bylaws draft was also reviewed by our counsel as well. So, the draft has been reviewed by two lawyers.

OVERALL STYLE

- Grammar and style for the complete document are currently being reviewed so as to be consistent and correct. We are using both the AP Stylebook and the Chicago Manual of Style.
- The community has been provided with two redlined drafts of the bylaws (both before and after the document was made available for public comment) as well as a draft without the redlined edits which for many is easier to read and understand. The document entitled “1st Reading Incorporated DRAFT” corresponds to my comments tonight.
- We will continue to accept written comments and questions after each reading. PLEASE note the page number along with the citation when talking about a specific issue. Written comments and written questions are best.

MOST SIGNIFICANT EDITS TO THE REDRAFT

The Word “Permanent”

Even though the words “Permanent” and “Residential” were thought to be redundant and we were advised by both lawyers that “RESIDENTIAL” covered the permanent nature of the community, the Board decided to leave “permanent” in the document.

Page 9. Section 3. Traditional Purposes.

The redrafted bylaws recognize that our religious roots continue to drive much of the events that occur in The Campmeeting. However, it also recognizes that arts and cultural programs are part of the offerings that occur throughout the year.

Page 9 Section 4. Diversity, Equity, and Inclusion.

This is a simple restating of our values as a community and is meant to reinforce our welcoming nature and hopes for an inclusive living environment. Respecting our history and relationship to our Methodist roots is evident in the care we provide to The Tabernacle, the religious and secular programs that occur throughout the season in that place, and our ongoing and mutually supportive relationship with the Mt. Gretna United Methodist Church. We respect their teachings as they respect our residents, and this part of the bylaws seeks to memorialize a community that is open to all. Finally, the Campmeeting is not

governed by the rules of the United Methodist Church. On this point, please note page 4 of the current bylaws which outlines this clearly.

Page 10 Article V Members and Membership Meetings

The increase of multiple and/or corporate owners like LLCs and Trusts within the Campmeeting has led to some confusion as to who represents and can speak and vote for a specific cottage. The language in this section will clarify that confusion by asking all cottage owners to designate one owner to serve as a “Voting Member” enabling them to vote at Membership meetings and run for office and serve on the Board of Managers. This identification will become part of the annual assessment mailing.

Page 10 Section 5 Annual Membership Meeting

Moving the Annual Meeting and Board of Managers elections to October does not preclude us from holding a community picnic in July (or the summer). Moving the election of board members to October puts newly elected members to work quicker with a 2-month waiting period between election and taking office as opposed to the current 6-month waiting period. This change will significantly shorten lame duck status, and once again, eliminate 6 wasteful months of members-elect waiting to take office with little responsibility. Overall, it preserves the picnic and puts people to work sooner.

Page 14 Section 5. Election of Managers

This section allows for elections to be held by mail-in ballot. Recent elections held by mail-in ballot have had significantly higher participation rates. Having more members engaged is always our goal and making voting easier is a sure way to increase participation. Recent surveying of the community on mail-in balloting also showed overwhelming support for this method. Several public comments raised questions on the election procedure. The Board has asked the Policy and Procedures Committee to draft an elections procedure to be presented to the Board 1 month after passage of the redrafted bylaws, and we will be working with the Nominating Committee to make sure that takes place.

Page 20 Section 8 Duties of Officer at Large

Adding an officer at large to the Executive Committee will provide one more helping hand to the increasingly complex governing of the Campmeeting. To date, the “unofficial” officer at large has been a former board president which provides expertise on governing from a different perspective.

Page 21-25 Section 3 Standing Committees

Edits to the committee descriptions are largely from language accepted and finalized by the Policy and Procedures Committee over a year ago and the remaining language is from the existing Bylaws. This section gives the chairman the ability to encourage and invite new committee members, and outlines who can and cannot speak for or lead the committee.

Page 25-28 Articles IX-XI

This section is language pertaining to the basic administrative functions of the office and association from financial audits and reviews to insurance. There are no significant departures from past bylaws in this section.

Page 29 Miscellaneous Provisions Section 9. Electronic Meetings

Even though the bylaws mention electronic attendance at various meetings, the Board agrees that they should make clear that when a meeting is called, and the “place” is designated, that the word “place” does not restrict the meeting to a specific physical space, but can include meetings that are entirely electronic, by teleconferencing or videoconferencing. This new language does that and it also makes clear that any meeting that is open to all members will also be opened to electronic attendance as much as possible.

Points of clarification and answers to community questions and suggestions:

- We decided to use the word “cottage owner” instead of “homeowner” in keeping with the traditional language of the Campmeeting.
- There was one suggestion for the implementation of term limits. The Board understands the point but chooses to rely instead on the ultimate term limit, the vote. Members can be voted out of office just like they can be voted in.
- Election results will be announced at the Annual Meeting in October.
- The legal cite for the Pennsylvania Nonprofit Corporation Law has been provided to members in the past and is online.
- The President is responsible for signing the official documents of the Campmeeting.
- As to procedure on the bylaws redraft, we will continue to take and review community comments throughout the upcoming readings of the draft. Written comments or questions are best.
- And last, but not least, the official Campmeeting seal is stored in the Campmeeting Office under lock and key.