

October 30, 2014 TCRI Annual Shareholder's Meeting
Location: Cornerstone Church

Attendees: Lisa Mesmer, Laura Theofilis, Kim Gosnell, Steve Brodfuehrer, Ray de Leon, Amy de Leon, Brett Foster, Shareholders.

Call to Order - Brett at 6:37 pm

Minutes from March meeting - posted on Website

1. Opening Comments – Brett

- Thanks to:
 1. Steve Brodfuehrer headed the pool opening and was responsible for the material improvements of the pool deck and the instruments in the pump room.
 2. Jeff Carlsen: who provided the paint and painted the bathrooms prior to the opening of the pool season.
- Apologizes for no diving board this season; plans to replace next season;
- This year, the Board tried to keep the dues rates the same
- Control labor cost with Troy's guidance
- Set up business rule for For-profit individuals
- Received many ideas from shareholders; apologize for not staffing every idea
- Challenges: the pool surface needs to be fixed in order to open next season per health inspector.
- The purpose of the Capital Improvement Assessment is to address items that need to be repaired or replaced: replace diving board and stand; toilets, chairs; water heater; shed; repair club house roof; afford to hire someone vs. free volunteer labor; Presently, we have no fund for broken things or capital improvements;
- Troy will not be returning next year as the pool manager; We will need to look for qualified manager to hire to run the pool;
- This year, we had a positive outcome, despite a record low membership; we need new members to stay afloat; Each family needs to encourage others to join the pool;
- It takes a lot of volunteer labor and money to run the pool; we need more of the membership to be willing to help to avoid burn out of present set of volunteers.
- Concerns of members: texting of guards; WSI swim lessons
- (Note: ask Pete about painting)
- Add Steve Brodfuehrer to email distribution

2. Treasurer's Report – Ron

- Made it through the season
- Ron has served two years as treasurer, since 2013. In that time, there has not been an increase in membership cost, despite increases in pool operating expenses/bills: including taxes, utilities and other expenses that continue year round. Refer to financial graph sent by email to each shareholder.

- This year's labor cost was 56% of the total operating expense; We managed to keep this cost down, while balancing of safety and pool needs;
- Maintenance costs were: 4%. This is an artificial low number, largely due to huge volunteer effort; we also have maintenance coming due.
- The pool is shut down and winterized. The present unobligated checking balance is \$8,776.60; The phone service has been turned off for season; new trash service (to reduce costs) is done; We still have some utilities expenses for the winter; We should make it through the calendar year and make it to opening season with what we have; However, things to consider that might impact opening costs: include: effect of age and winter on the pool- do we have enough to prime pump and get it going; vandalism; retreatment of basin that is needed; Most of money comes from dues; this season, we were able to contain cost, but not sure how it will be next year;
- Worried about maintaining at a functional level vs. prior-improvements;

3. **Voter Registration, quorum confirmation and proxy explanation- Amy**

- Members given ballot to vote on Motion1 and Motion 2; Shareholders not present can vote by proxy. A *quorum* is the minimum number of members of our assembly necessary to conduct the business of that group. A quorum was present at tonight's meeting;

4. The motions have come about due to present low shareholder membership in the pool.

The pool is limited to 125 shareholders (+ associates members=170 families) total; Despite all efforts to get more members, we only had 60 shareholders and 13 associates; this is a reduction of 5 from 2013. The demographics of community are failing us; the original model of "build a pool and they will come" is no longer working for us. The membership continues to decline. The legacy of pool: full membership won't be an issue (membership category) is not working. The motions are to give a niche category of inactive shareholder, as well as the ability to have assessment fee to cover pool maintenance or capital improvements.

5. **Discussion of Motions** (Steve facilitated):

1. **Motion #1** (see email for wording of motions)

- All the shareholders are not actively paying their dues; the intent of bylaw is to have an inactive shareholder. The inactive shareholder will retain the privilege of voting, while maintaining their shares, but at a cost (fee imposed);
- Full employment of the pool is all 125 shareholders paying their dues; We are not at full employment; when not at full employment, the board is not obligating to relinquish the shares.
- If an inactive shareholder would like become active (and we are already at full employment), how do they do that? We would probably have to amend the bylaws to do that; that discussion can be table later if need arises..
- Member suggested lowering rates to draw people. Board has lowered rates, and still saw a decline in membership.
- Other members asked about other way to draw revenue: swim lessons (revenue to instructor, not pool), benefactors, grants, etc.. All take time, effort and someone to spear head them. Increased membership is what is needed;

2. **Motion #2** -

- Motion 2 is contingent on motion 1:

- Needing funds for pool repairs or capital improvements
- This coming year, we will need pool resurfacing to open; we will probably go with the most cost effective option of repainting basin surface (\$10-15K) which will last 3-5 years vs a total basin resurfacing which will last about 10 years, but be a greater cost (\$20-30K). Getting business to respond to our request to come out to give an estimate has been very difficult.
- Need to vote on assessment motion now, because we need a down payment (generally about 1/3 of the total costs) to reserve a date on the calendar for the contractor to do the work. These contractors are booking up now. We need to know we are going to have the money to cover the expenses.
- Member asked, if you paid the assessment fee, and pool then was at full employment, would the member later get that assessment fee back. Answer: no, much need for many pool improvements.
- Member asked, what is to prevent the Pool Board from imposing annual assessment fees. Assessment fees will be determined as needed. The members will have an opportunity to vote on it.
- Amy pointed out that members will be able to pay online through PayPal, with the ability to pay in installments for both the assessment fee and pool dues. A 4 month payment plan for the assessment and a 6-7 month payment plan for pool dues will be available; The first installment for the assessment will be due Dec. 1 (to ease financial burden around Christmas);
- If we have an insufficient number of shareholder that pay the assessment, the money from the assessment, will be applied to try to get pool to opening status as best we can.

6. Vote on Motion as written

7. Elections: (Brett)

- Motion of TCRI Board Membership: Current board members: Lisa Mesmer, Laura Theofilis, Kim Gosnell, Steve Brodfuehrer, Ray de Leon, Amy de Leon, Brett Foster and Renee Campbell are willing to serve for the coming year and therefore nominate them; Motion 2nd; voted: Approved motion unanimously.
- Charlotte Long will not be returning to the board next year and therefore there is a vacant spot;
- Dawn Hillyard was nominated to serve on the pool board; Motion made to have Dawn Hillyard serve on the pool board. The motion was 2nd; Voted: approved motion unanimously.

8. Results of Motion 1 and 2 to amend the bylaws are pending proxy vote.

9. Motion to close the meeting; Meeting adjourned at 9:15 pm

Board met briefly after the meeting to decide next TCRI Board Meeting: Tuesday Nov. 11, 2014 at 7 pm at Cornerstone Church. Plan to elect board officers.