

MERRIMACK POOL (MPRA) ANNUAL MEETING

NOVEMBER 19, 2020 AGENDA

Recorded via Zoom

President, David Seltzer, called the meeting to order at 7:05pm. Approximately 45 Equity Members were in attendance which provided the ten percent of membership necessary for a quorum under the bylaws. David explained that the meeting was setup as a Zoom webinar, and advised attendees to put questions in the Q&A box and we will try to answer them during or following meeting.

Current Board members were introduced: Scott Arnold, Catherine Bise, Bob Dohner, Susan Eagle, Siobhan Gonzalez, Katy Hatcher, Carl Kress, David Seltzer, and Janine Silvola. Treasurer Mike Brooks and Membership Manager Linda Karson also attended.

David then thanked everyone for attending. He said unlike other Merrimack Annual Meetings, this is not taking place at the pool in the summer, but in the middle of November in our respective homes—which is one more COVID impact. He went on to say that 2020 was the most unusual and irregular summer the pool has ever had. The fact that we came through it as successfully as we did is due to the efforts of the pool staff and the understanding and cooperation of all members during these challenging and restrictive circumstances.

David advised that the Annual Meeting minutes of last year's Annual Meeting were posted online, asked if there were questions, seeing no questions, asked for and received approval of the minutes.

Mike Brooks, Treasurer, provided the Financial and Membership Report. He referred attendees to the links on the pool homepage and the meeting notice for the documents that will be displayed. The balance sheet with totals from last year and the 2020 year to-date shows our cash position increased \$140,000. Fixed assets are up almost \$21,000 due to the sports court installation that started before COVID. On liabilities, we have a loan with Eagle Bank that started at \$600,000 in 2018 so we've already paid it down by \$183,000. New this year, we applied for and received a Small Business Administration Economic Injury Disaster Loan, which is a COVID-related loan program available to businesses impacted by the pandemic. We thought it was prudent to do this to make sure we had enough cash on hand to get us through until next summer. SBA has generous terms—we're paying 2.75% fixed rate for 30 years as a non-profit, which is \$641 per month. The loan amount is \$150,000.

The effect of the pandemic is clear on pool income, which is down by about half from 2019. Income fell in all categories, including Equity Member and Affiliate fees. Revenue from the swim team fell sharply, and we had no guests and therefore no income from guest fees.

We were able to cut back on expenses in a lot of areas but we had the cleaning services come in once per day instead of once per week to make sure things were safe for the membership.

Depreciation expense has not been listed, but will probably be around \$90,000 again for 2020 once we have the accountant's review. Depreciation is a non-cash expense, one that takes into account the wear and tear on facilities over time. For other expenses, we did not do any equipment purchases and we cut back on grounds maintenance. We spent significantly less on pool management because the staff was not as large and the season was shorter. Swim and dive team expenses were obviously lower. Utility expenses were also down because we were not open as long. There are still some bills to come in but nothing significant. We have income of about \$12,000 coming in for outside rental from the Capitol Sea Devils swim team.

Even with reduced expenses and outside rental income we will probably have a net loss, including depreciation, of \$45,000-\$50,000 by the end of 2020. We did not change the number of 300 shareholders but many Equity Members chose to pay the \$200 inactive registration for the season. We also offered a similar program to Affiliates to pay \$150 to retain their slot for next season.

David Seltzer noted that Merrimack did not solicit outside rental, but had been approached by several swim teams looking for a place to practice. The Sea Devils offered the best arrangement - \$10,000 for the month of October; then \$1,720 per week for as long as the weather permits the kids to swim. The Board viewed the rental to the Sea Devils as a service to an athletic club during this difficult year, as well as a source of additional revenue.

Responding to a question: Mike advised that we don't have the budget for 2021 yet since we just don't know what we will be able to do next summer.

A member and parent of two Sea Devil swimmers thanked the Board for allowing that team to practice.

David commented that Mike's Board tenure ended about 6 years ago but he has continued to serve as Treasurer and we really appreciate his service. Thanks also to Linda Karson for setting up the reservation system that made us operational.

David continued to acknowledge four departing members of the Board—advising that one of them is himself.

Janine Silvola has been instrumental year after year with arranging the food trucks, Annual Meeting, meeting minutes, and in setting up the video security system.

Carl Kress joined at the same time as David and was involved with the renovation subcommittee, helped with contractor meetings, and helped to evaluate decisions as a neighbor and lawyer. He's served as the Dive Team liaison and has also set up Movie Nights at the pool.

Susan Eagle was also instrumental on the renovation subcommittee, lending an aesthetic eye to the décor. She was a key player in getting the Sport Court researched then supervising the install (in time not to be used, so it's in pristine condition to be used when possible). Susan also served as Board liaison to the Swim Team.

David Seltzer then welcomed four new Board members to fill current Board vacancies and asked them to provide quick introductions.

Jeannine Mosca's family has been going to Merrimack for 12 years, she has a 14-year-old daughter and an 11-year-old son who is a diver, so she's happy to be a voice for the Dive Team. She has experience serving on a corporate board, is GM for a tech company, and is currently the treasurer for another non-profit.

Chris Robinson-Beers, has been a Bannockburn resident for nine years with his husband. They have a 5-year-old daughter and 2-year-old son. They always enjoy summers at Merrimack and he looks forward to working with everyone.

Kevin Stults has lived in the neighborhood for ten years, they rented for the first nine and now own a home on Kenhowe. He has three kids, ages 8, 10, and 13 who participate in Swim and Dive Team and Movie Nights. He convinced them he should serve on the Board as he may have a say on the movies that are shown, hopefully in future years. His dog is lodging a complaint that there was no dog swim this year, hopefully next year things will be back to more normal.

Diane August has been a member of the pool for 25 years and really enjoys it. Her kids, who were on the Swim Team, are now 31 and 33 and don't live in the area. She lives in Bethesda, loves the pool, and really appreciates how much everyone did this past year to make the pool run smoothly and the level of communication. She is an education researcher working for advocacy groups on behalf of economically disadvantaged children.

David reported that Robert Dohner has been selected to be the new Board President. He is a dedicated pool advocate and will be an outstanding president.

Robert started with a few words of appreciation on behalf of the Board. After having worked with David this past difficult year, we've all relied on David's experience, wisdom, and good sense to get us through. Bob says he's looking forward to the coming year, whatever it turns out to be, but he's particularly looking forward to a time when we can return to Merrimack Pool with swim meets, with Raft and Movie Nights, and with the beginning of the year adult cocktail party return to a normal season.

David provided a report on current pool business this past summer beginning with a COVID-19 recap. We had successful operations, including the launch of an online reservation system, which may or may not be continued in 2021. It's a system that is in place so it won't be as crazy to open, it is a feather in the cap of the entire membership that we were able to make it happen.

David continued by providing recognition and special thanks to Clark Baugher's Georgetown Aquatics and the pool staff, notably managers Sam Gaffney and Gwen Parks for maintaining rules and regulations at a time when it was challenging for young lifeguards to enforce policies with adult non-compliant members.

Recognition and thanks were given to the many who helped with summer offerings that made it feel as “normal” as possible. Swim team group practice under the leadership of Swim Coach, Elizabeth Lofgren and Dive team practice under the leadership of Coach Kathy Kirk, with thanks to the junior coaches, provided comradery and fitness. Appreciation to the parent volunteers who did yeoman’s work: Caroline Smith (manager of the Swim Team program), Alicia Green, Sarah Thatch, Melanie Khani, and Sarah Bennett. They were aided with health advising by Andy Garrett and Kathryn Fioravanti who have medical training. Dive Team organizing parents were Kerrie Bouker and Mark Cohen—a big thank you to everyone!

With regard to facilities, in addition to implementing new protocols for the cleaning and spacing of chairs, we unfortunately could not operate the Café created two years ago. Pre-season we completed a new Sport Court that is in place ready to go. New doors were also added to the trash dumpster area to improve aesthetics.

Planned renovations include remarking the parking lot spaces, adding a demarcated walkway from the main driveway entrance to the main pool entrance gate, and replacing the old playset at the top of the hill.

David reported that we do not know yet what conditions will be like in 2021, and whether we will remain on a more restricted reservation system or revert to full open attendance. He advised that conditions will be assessed over time and advise further as we get closer to next summer’s opening. The Board will make the pool as accommodating as is possible.

The floor was then opened to questions and agenda items from members. The first question was whether an extended season will again be possible in the future. David explained that’s yet to be determined. The biggest issue is that in September it’s hard to find staffing. This year we were able to extend due to the postponed return to in-person instruction in schools.

A question was asked about installing a new pool PA system. There used to be one that never got much use then needed repair. The Board agreed it’s a good idea that will be explored.

One attendee asked if members could continue to use the pool since it will remain open for Sea Devils. David explained that the club program is at capacity so it’s not possible to swim with the team.

Appreciation was expressed to everyone in attendance and a motion was made to adjourn at 7:50pm.