

Torsey Pond Association Directors' Meeting
August 21, 2010

Present: Linda Lally, Mike Pastore, Fran Zambella, Judy Beck, Cynthia Kuhns, Keith Coulling, Mark Dershwitz, Gail Turner, Don Rahmlow, David Gross.

Linda established a quorum and opened the meeting at 10 am. We first discussed whether there has been a noticeable reduction in the number of white perch, yellow perch and sunfish and an increase in bass. Some people are seeing a reduction and some are not. It was mentioned that Long Pond is no longer being stocked with Salmon because the Pike eat them. Rumor has it that Torsey won't be stocked with Trout anymore for the same reason.

We reviewed the Directors' meeting minutes and it was mentioned that the time for the Directors' meeting directly after the Annual Meeting was not included in the minutes – that has been changed and will be resent to all. Fran moved to accept the minutes and Gail seconded. All in favor.

Keith is going to talk to Chip about getting all of this information in the newsletter and offer his help if needed.

Mike indicated that our current balance is \$ 12,876.76 (the lawyer who gave an opinion on liability insurance has been paid) but it could not be accepted because there is a discrepancy in the balance from Mike's July 9, 2010 Treasurer's Report.

Mark mentioned that he did not include a box for the scholarship contribution this year because he was concentrating on raising money for the dam replacement. We gave the scholarship in '07 and '08 ('07 was from the general budget in honor of Stanis Coryell but after that we asked for specific donations to the fund). We currently have \$145.00 toward the next scholarship and will add it back on to the membership form next year and will award it again when it reaches \$500.00.

There followed a discussion of the by-laws. Our Articles of Incorporation date to 1988 and our by-laws can't conflict with them. When we voted to add an Amendment to the by-laws in 1995 to change the membership to the Board of Directors to a minimum of 9, we violated the Articles which stated a minimum of 3 Board members and a maximum of 10. We currently have 14 Board members. Linda has checked with the State House and we can amend the Articles to have a new minimum for a \$10 fee. Mark moved to file a change in the Articles to have a maximum of 15 Directors. Judy seconded. 9 for, 1 opposed. (Since then, Linda has gotten the forms and they have been signed and submitted to make this change.)

Indemnification: The lawyer suggested that we add this language to the by-laws. It means that we agree to pick up the lawyer fees if one of the members gets sued based on work done for the Board – i.e. the Association will indemnify them unless there has been fraud etc. This will require a vote by the Membership as it will mean an amendment to the by-laws. This information will need to be mailed with

the announcement for next year's meeting. Mark moved to bring this before the Membership at next year's meeting, Don seconded, all in favor.

COLA (Congress of Lake Associations) has group insurance that costs \$550.00 for a million in coverage and another \$700.00 for a million for the Directors themselves. If we have the indemnification from the Association added to the by-laws, we're covered but we can't get that until next year's annual meeting so we'd have to spend \$1200 this year.

Dam Repairs: There was a discussion regarding the height of the gate. Fran and Mike met with Larry Perkins (our first dam keeper who worked for CMP regarding their dams for 22 years) and he thought that if we raise the gate (?) it will get clogged with debris and we will have to pay more to reinforce and extend the rod. Wendy Dennis of Cobbossee Watershed District (CWD) was only concerned that if we get a lot of extra water (a flood), we will have the dumping capacity to handle it. Do we need to increase the openings? Apparently several people have talked to Wendy and feel that they have gotten different answers.

A solution to Don having to do winter maintenance in dangerous conditions was suggested - put a fence on the abutments and include a steel deck grid with a railing, similar to the one at the dam by the Chimney. It would be a 6' fence and 42" railing - we have no estimate yet.

Further discussion regarding dam replacement:

- Fran will look into whether the contractor could have us added to his insurance policy at no cost to him during the time of work.

- David Gross suggests he get a Builder's Risk policy.

- Mike and Fran were going to volunteer to help David Harriman do the dam work.

- Mark suggests that the contractor could have us indemnified by his insurance company.\

- The liability for the Association is completely separate from the insurance for the work being done.

- Keith wants the contractor to give us a "Scope of Work" but Fran and Mike say that this guy is used to verbal agreements - if we want more, we'd have to pay for a fancier contractor. Harriman will come and do the work and give us a bill - maybe not even with a contract.

- The State Hydrologist is going to look at the design.

- We need to cooperate with the Town of Readfield on the fence as it will be on Town property.

- It looks like we can't afford to do both the dam and fence/walkway this year but Don doesn't want to do the maintenance without the fence/walkway and we don't want to lose Don!

- Keith has been added to the dam committee (also includes Fran, Mike, Sandra and Don as an advisor).

- Mark really thinks that we need to find a way to do the work this year including the catwalk.

- We won't know what the winter maintenance will be until we go through a winter.

- Since Mark will be here more this winter, he volunteers to check on the dam.

-Mark moves to have the Board authorize and delegate the dam committee to research the dam design with CWD including the addition of the catwalk and fence and to do the job if it can be done for a maximum of \$12,000.00. Gail seconded and all approved. If it can't be done this fall, we'll have to put it off until next year and raise more money (the boards will hold for another year).

-Keith and Don will put up a "No Trespassing" sign per the agreement with DEP.

-Keith talked to the Department of Transportation (DOT) and they have no authority and we do not need a permit from them. Readfield owns the bridge.

-Fran will contact Dana Murch at the Department of Environmental Protection regarding a permit from them. (My conversation with him last year indicated that we will not need a permit according to Section 480-Q subsection 2 of the Natural Resource Protection Act. We can repair up to 50% of the dam with no further incursion into the water or dimension changes and no equipment in the water.)

-Mark wants a committee to go to the Town of Readfield and see if they'll take the dam. Don says to wait until the dam has been repaired – subject tabled for now.

New Business:

Chases's Camp Association is concerned with the location of our meetings – uncomfortable and hard to hear. They suggested the Historical Society or Library but apparently we can't use those spaces because of load-bearing issues. Mark can bring a PA system and we can repeat questions for those in the back. Or we can look into the ski lodge for Kent's Hill?

We tabled the issue of liability insurance for now.

We could use a Harbor Master. We will ask for a volunteer in the next newsletter and offer to pay for Harbor Master school and expenses like gasoline for the boat used. Fran might be interested in this.

Mark moved to adjourn, Cynthia seconded, all in favor.