

Charleroi Mountain Club --- 2022 Annual Meeting

Called by: Managers
Place: Office of Virgin Carpets, Jefferson Hills PA
Date: March 19, 2023

Agenda:

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|---------------------------|------------|
| 1. Roll Call & Proxies | Capenos |
| 2. Moment of Silence | Virgin |
| 3. Treasurer's Report | Virgin |
| 4. New Business | Bachman |
| 5. Facilities | Bachman |
| 6. Motions from the floor | Membership |
| 7. Election of Officers | Capenos |
| 8. Meeting wrap-up | Capenos |

Roll Call & Proxies (Capenos)

Augenstein	Present
Bachman	Present
Bauman	
Bertocci	Proxy to Weiss
CMC (Brady)	Managers
CMC (Joe Byers)	Managers
Byers, Ron	
Carlson	Present
Capenos	Present
Duff	
Grenfell	eProxy to Augenstein
Halt	Present
CMC (Howell)	Managers
Ingram	
Kalp	
McDonald John	Present
McDonald Zac	
McHolme Dean	
McHolme Lynn	eProxy to Virgin
Nagy	eProxy to Weiss

Sapaula	
Sporio Mike	
Virgin Dan	Present
Thames	Present
Thunborg	Present
Virgin Matt	Present
Virgin Rich	Present
Weiss	Present

A quorum was established with 18 of 28 members present or proxied.

As agreed at the 2021 Meeting, CMC will accept, print and enter into the record all legitimate Electronic Proxies going forward, as may be noted above.

Moment of Silence (Virgin)

Camp remembers those no longer with us including Bev Sporio who passed this year, she was Salty Jenkins daughter.

Treasurers Report (Virgin)

Matt Virgin reported a strong cash balance at Northwest Bank.
 In 2022 gas royalties roughly doubled due to the increase in the price of natural gas.
 All dues have been paid on time.
 Guest fees were down as a result of lower non-family attendance.
 Income for the year was close to expenses which remained relatively flat (except for an outstanding check related to our Benazette Twp real estate taxes which was not cashed in 2022 as expected but rather held by the tax collector into 2023).
 New furniture has been purchased.
 Camp repurchased memberships from Joe Byers & Tim Brady.
 The above repurchases notwithstanding camp generally broke even this year.
 Craig Carlson and Dan Virgin audited the books this year.
 With a substantial checking balance the managers recommend that camp retain adequate working capital while investing the balance in a one year CD with Northwest at 4.5%.

Motion to accept: John M Second Chuck A carried

New Business (Bachman)

Timber companies are not rushing at our current plots due in part to the need for two DEP clearances for creek crossing permits as well as the generally difficult terrain. Lower timber prices are making it less profitable for companies to engage in more difficult work. The Phase 3

and 4 cuts we're looking at have only generated interest from two companies at present. We may have delayed these RFQs when we combined phases 3 & 4 with the intent of allowing a successful bidder to only permit the creek crossings one time. Camp, as a private owner, is offering a couple hundred acres while the State is offering thousands of acres which puts us at a disadvantage at the current time.

Seneca Resources has recently sold their property holdings to Lyme Emporium Holdings, this property lies between our upper and lower land plots and Lyme has committed to a survey of their purchase which will indirectly help camp identify some questionable property corners, we offered Lyme's surveyor full cooperation since their action may save us thousands of dollars in trying to re-establish our boundaries which will help us with our logging efforts.

Reservations remain tight and many members are spending more than the usual Friday to Sunday or Monday so please check before making a mid-week visit expecting camp to empty. Casey asked about the possibility of repairing the wash-out on the low road where everything washed into the creek but that section may not be our property and there is a risk that such repair would raise DEP concerns since the wash-out was an act-of-nature.

Camp would like to restrict traffic from leaving the top of Dry Hollow toward "the ponds" where we are seeing increased access and are considering bollards-and-chain or dropping trees across this ingress to deter traffic, trees seemed the popular first option.

Motion to Accept: Bill T Second: John M carried

Facilities:

The septic system is becoming a more consistent problem in recent years and the last few times we've cleaned out the lines we are finding "wipes" rather than septic safe toilet paper which cannot continue. If you must use wipes you need to dispose of them as garbage rather than flush them into our septic system.

At Bear Camp in 2022 we could not get our usual septic service to come up but "Chad" was able to get in at the last minute and went out of his way to help solve the problem during Bear Camp so he's our new go-to guy and his contact information has been added to our log book.

There is a general concern that the electric company may force us to replace our service from the pole to the building as it is showing signs of aging.

The mower has been serviced and ready to go and we are recommending the weed-eater fuel remains premixed non-ethanol fuel going forward.

Greg Weiss has repaired/welded a couple of beds and they are ready to go back up with anybody able to take them.

The mouse problem is better but not eliminated and it is recommended that folks don't leave Kleenex or even toilet paper out when you leave camp. Traps are there, if they need reset then reset them.

Chuck has pointed out that, when winterizing camp, we need to drain all the lines first BUT before draining the hot water tank into the same pit we need to close the valve that drains all the lines so we don't back-feed into that valve as the hot water tank drains.

Also, there are drain valves UNDER the kitchen sink which need drained into a bucket since those lines run down-hill and would not otherwise be winterized.

The managers agreed we should document and post basic instructions for winterizing and Chuck has agreed to document the process.

Keep in mind that saplings along the road are an easy chore for anybody coming into camp, just lop them off and pitch them over the hill.

Greg has a replacement gas pipe for the fireplace when the time comes.

If you are not able to solve a problem when you're at camp please reach out to a manager so we can make a plan or add it as a work-weekend project.

Chuck is working on obtaining a replacement/upgraded kitchen fan from his supplier in hopes of reaching our expected draft above the stove as well as range-hood improvements and replacing numerous ceiling tile above the stove with appropriate fire-retardant tile.

Work weekend is scheduled for August 25-27.

The timer on the outdoor grill is no longer working so please make sure the valve is shut off.

Motion to Accept: John M Second: Bill T carried

Motions from the Floor

It was observed that we are losing fish from the pond to an increasing Bald Eagle population, we just restocked the pond about 2 years ago at a cost of \$700-\$1000.

Blocking the "pond road" at the top of Dry was revisited and we may still invest in pipes and a chain to deter traffic.

The membership agreed that the outhouse at the triangle should be minimally maintained if for no other reason than to insure our right to use that outhouse going forward.

Bill Thunborg stated that he will improve/maintain the fire-pit behind camp along the creek.

Clean up the rifle range... if you brought it with you, take it back with you!

Matt Virgin addressed the transfer of memberships calling out the Shareholders Agreement, which has largely been forgotten yet is clearly referenced in our By-Laws. The agreement requires members wishing to transfer a membership to somebody that is not a direct descendant must tender that membership to the Managers for first-right-of-refusal OR submit to a membership vote at the Annual Meeting. And camp needs to obtain the existing Stock Certificate prior to issuance of any new Certificate. A lost or destroyed Certificate should be documented, in writing with signature, to the managers so that such documentation can be

placed in the Certificate book when the replacement is issued and all are agreed that such document voids the lost or destroyed Certificate.

Motion to Accept: Casey T Second: John M carried

Election of Managers (Capenos)

The Managers encouraged anybody that was interested in serving that this is an opportunity to step up and nominate or be nominated, there were no nominations.

Motion to accept: Bill T Second: John M carried

Meeting Wrap-Up (Capenos)

Motion to accept: Casey T Second: Craig C carried