

Minutes of BPBCA BOG Special Meeting - 09/27/23

Date and time: 09/27/23 6:00 PM to: 09/27/23 7:00 PM

Present: Brooke Stevens, Recording Secretary, Colleen Chapin, BOG Member, Tom Cherry, BOG Member, Peter Meggers, BOG Member, Arlene Garrow, BOG Member, Peter Baril, BOG Member, John Cellino, BOG Chair, Tom Meggers, BOG Member

CC: Will Fountain, Emeritus , Jim Moffett, Association Manager, Al Capozza, Treasurer

Location: BPBCA Clubhouse, 6 Sunset Avenue, Niantic, CT, 06357

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Phone access 929 205 6099 US

Meeting ID: 869 5434 2225
Passcode: 154073

Link: <https://app.meetingking.com/meetings/404795>

Topics

1. Call to Order

Note Chairman Cellino called the September 27th, 2023, BOG meeting to order at 6:02 p.m.

2. Public Comments

Note Mr. Cellino called for Public Comments.

2-1. Sally Cini of 28 Sea Breeze

Note Ms. Cini said some of the following:

She wants to give a little information of why she hopes they might take her insight into this topic seriously. She's been here for 60 years and grew up in Attawan prior to moving here.

She's probably only ever missed one Memorial Day meeting.

She follows what goes on because she cares about governance.

Politics and governing have been a part of her life for a long time.

Her husband, who is now deceased, what on the Board of Governors here for years.

Prior to that, he served as the First Selectman of East Lyme.

Virtually all the conversations in their house were about meetings, how they were run, what worked, and what didn't.

Her reaction to this issue stems from that background.

At a previous meeting a while back, she commented about perception, how it isn't a matter of right and wrong as much as it was a matter of the Board not being overly conscious of how some of their actions, thoughts, and worries are being perceived by the members who were sitting here.

There could have been nothing but absolutely the best of intentions here, but how something is perceived can often be at odds with intent where governance is concerned.

She believes Mr. Cellino has remarked that the Board don't necessarily follow Robert's Rules, but you absolutely need to be following Robert's Rules.

It's designed for a reason.

It's silly at times, and annoying at times, but it works.

The audience- the members here, feel that they're engaged, being treated courteously, that they're given credit for what their ideas are, but they're not arguing about them.

They're just able to present them and let that go.

Robert's Rules also kind of stops people from second guessing what they think might be your motives, when maybe they're not your motives at all.

It doesn't solve all problems, but it astounds her that they're not following this practice.

They're a quasi-municipality and also have to meet some requirements, and one of them has an awful lot to do with following Robert's Rules.

She would like to see them make a motion by the end of this meeting saying they agree that they should be following Robert's Rules, that can be voted on, and acted on accordingly.

Note Tom Cherry arrived at 6:08 p.m.

2-2. Anita Schepker of 46 & 48 Indianola

Note Ms. Schepker offered the following:

She thanked Mr. Baril for putting his memorandum together.

She couldn't agree with Ms. Cini's comments more.

She will point out that our bylaws allow the Chair to vote, and always have.

2-3. Cheryl Colangelo of 39 Whitecap

Note Ms. Colangelo said some of the following:

She's requesting that her comments made during public comments at the previous meeting which were omitted, be included.

What wasn't covered, was her request for transparency, which is established by Robert's Rules of Order. When a meeting needs to be canceled because of a lack of a quorum, the people who can attend do so, and then vote to cancel the meeting since there is no quorum.

Her concern is that the public doesn't know which of our elected representatives are making their best efforts to be at the meetings.

So many meetings have been cancelled and many of these meetings the public plans on attending, and often they aren't able to attend the rescheduled dates.

She would like her concern to be included in the minutes for this evening.

She would also like her request which was denied, to be included.

Her request was that the members of the Board that weren't able to attend the cancelled meeting be stated, and also be stated for all other previously cancelled meetings.

The public needs to be able to identify who the elected representatives are that are able to make the regularly scheduled meetings.

2-4. Cindy Etienne of 48 Nehantic

Note Ms. Etienne offered some of the comments:

She would like to follow up on Ms. Colangelo's comments.

She certainly is one of the people who would like to know who can't make meetings.

If you can't make the meetings regularly, then why are you on the Board?

Get off the Board and let somebody else take the position that can make the meetings.

It should be public record who's not attending the meetings.

Decision MOTION (1)

Mr. Cellino moved to end Public Comment.

Ms. Garrow seconded the motion.

Motion carried, 7-0-0.

3. Presentation by Peter Baril

3-1. Connecticut Shoreline Guide & Online Webinar

Note <https://www.zip06.com/living/20230824/connecticut-shoreline-guide-now-available/>

Note https://kaltura.uconn.edu/media/t/1_qltzv6ga

Note Mr. Baril noted the following:

His neighbor gave him the name of a contact at UCONN Avery Point, and they're willing to help us understand how the shorelines around here were created.

He discovered the Connecticut Shoreline Guide on the UCONN website.

Those links are on the agenda, will be in the meeting minutes, and he will have Ms. Stevens post them to the website as well.

He has also ordered a couple of copies of the book.

In terms of the webinar, Ralph Lewis, who is a Geologist at UCONN, was very instructive with regards to how the underlying geology of Black Point has created the shoreline we have.

He really recommends that people watch the webinar.

He has reached out to Mr. Lewis and hopefully we can have him give a lecture sometime next month.

He thinks any kind of decision the Board eventually makes when related to the shoreline has to be based on good science.

He thinks this booklet and perhaps Mr. Lewis can help them know the systems and to try and understand the dynamics.

3-2. Robert's Rules

Note see attached summary.

 [MEMO on Roberts Rules Bylaws and Cheat Sheet.pdf](#)

Note Mr. Baril referenced his memorandum and said some of the following:

He thinks after the last couple of meetings, especially the special meeting on the 2nd, he felt that revisiting the Robert's Rules was in order, at least for himself.

He thinks he was culpable in raising the temperature of that meeting and he felt bad about it.

So, he tried to go through some of the Robert's Rules for reference.

He thinks it actually has a link to Robert's Rules simplified, online.

It discusses a lot of the information, and it can be a little cumbersome at times.

It's hard to have 100% compliance.

If they have a meeting scheduled and we know ahead of time that there isn't going to be a quorum, it probably doesn't make sense to meet, just to cancel it.

He's not trying to preach to anyone.

There are a few things in Robert's Rules he looked at that he thought were applicable to himself, and that will hopefully help the Board moving forward.

He thinks they need to focus on meeting decorum.

Jeremy Bentham in his book, political tactics, which was published in 1791 said that if members speak directly to each other discussion will more easily degenerate into personalities.

Addressing items through the Chair may sound stilted, but it helps cool down the temperature and maintain the focus on the issues, rather than personalities and questioning members motives.

Meetings should be cancelled only for a lack of quorum.

Cancelling meetings because you prefer to have a full Board to make decisions on many important issues, in his opinion, is a bad idea.

It will continue to erode our Membership's confidence and trust in the Board.

Rationalizing that the Board actions are dictated by common practice doesn't rebuild the trust with the Membership.

After the acrimony that developed last winter when the Board filled the vacancy, which they had every right to do, it was made clear to him that the Board needs much more transparency to maintain trust.

Rescheduling meetings when we have a quorum is arbitrary and impulsive.

There's a simple solution.

If there's a legal quorum, we keep the regularly scheduled meeting as scheduled several months in advance, and if there are delicate issues or large ticket items up for consideration, a vote can be made to keep the item open until a meeting is held that is attended by the full Board.

Note Mr. Cellino offered the following response:

He's been on the Board for 2 1/2 years.

The Chair has the authority to run meetings and can have people speak to topics.

The 7 Members on the Board don't know everything about Black Point, and the public who attends the meetings have a lot to offer.

A tremendous amount of effort has been made to include the feedback from the Membership in Board discussions.

Prior to being Chair, he was at meetings where people were cut off and not allowed to speak to an item until after it was voted on.

When he became Chair, he decided that would no longer happen.

Why would they want to miss out on the very valuable contributions from the community?

It may not be the most formal format, but he's more interested in content than in following procedures.

There are always numerous items and issues to address and it's difficult to accomplish everything when they only meet once a month.

His particular goal is to leave Black Point better than we he got here, and he doesn't want to get lost in the minutia.

This meeting is one item tonight so they can hopefully get it off the table, and everyone can go home think about everything, and start fresh at the next meeting.

The main issue is to address the animosity between groups- we're like Washington right now, and that's not good.

One of the emails he responded to was about quorums, and he thinks it's important to have as many Board Members as possible.

Each Board Member represents all Black Pointers, and each Board Member has an opinion that should be heard, and a vote that should be counted.

As to the members who come to our meetings and want to offer comments and opinions, he's pretty confident they would appreciate as full a Board as possible to hear them and to consider what they offer.

They've probably rescheduled 1/3 of the meetings in 2 1/2 years and his previous comments have always been the justification.

When they've needed to change a meeting date, he has asked the Board Members if they're available on such and such a date, and so forth.

Note Mr. Cellino read correspondence dated September 27th, that he received from the Association Attorney into the record:

"Is the Board required to use Robert's Rules of Order for its proceedings? Not only is the public agency not required to use Robert's Rules of Order, but you should also not use them exclusively.

Public agencies must never strictly follow Robert's Rules of Order as they were designated for volunteer groups like clubs, not for government agencies exercising legal authority. For example, Robert's Rules say the Chairman should only vote in a tie, but all members of public agencies can vote. The Freedom Information Act requires that votes of all members of a public agency shall be recorded in minutes and that includes the Chairman.

Another example of Robert's Rules is for reconsideration of a past action, once a public agency has published a legal notice for its decision, it cannot reverse it. Even prior to publication, case laws for reversal of a prior decision requires a good reason therefore, I would urge you to use Robert's Rules of Order only as a general guideline, not a strict set of rules that must be followed."

Mr. Cellino acknowledged that they obviously try to follow Robert's Rules in most cases.

Note Another issue that came up in the Association Attorney's correspondence to Mr. Cellino is who sets the agenda:

"Typically, the agenda for a public agency is handled by staff, in constant consultation with the Chairman, but for very small organizations that lack professional staff, the Chairman typically sets the agenda.

Someone has to do it and you can't have a meeting with a non-agenda just to set the agenda."

Note Mr. Cellino further explained that under Connecticut General Statutes the agenda must be on file 24 hours prior to the meeting.

Note Mr. Cellino said in response to whether a chairman can cancel a meeting and reschedule it, the Association Attorney stated the following:

"I'm not aware of any case law on this subject but typically the chairman of an agency makes incrimination as to whether there is any business to transact, or some other circumstance that justify the cancellation of a meeting.

Similarly, the chairman is in the best position to determine if a special meeting is required to transact the agency's business. As noted in the previous item, you can't hold a meeting to decide whether or not to hold a meeting."

Note Mr. Cellino noted the chairman is the one who makes that call, at his discretion.

Note Mr. Cellino said in response to whether a chairman can allow the public to speak at an agency meeting, the Association Attorney stated the following:

"Yes, it's your job to keep the meeting moving and productive, but there is no reason why the chairman can't allow the public to comment on items at his or her discretion. The chairman doesn't have to allow the public to speak at nonpublic hearing meetings and the chairman has the authority to terminate public comments if it's running too long, is irrelevant or otherwise disruptive of the regular business.

I know some agencies set an arbitrary timeline for the public to speak, but personally, I think that such rules create hostility and alienation...a good chairman knows when enough is enough."

Note Mr. Cellino further said some of the following:

He's not perfect.

He takes affront to the statement that they don't have transparency on this Board.

He knows that know for the last two and a half years he has sat up here there has been more open discussions, people are permitted to speak at all meetings, and no Board has done that.

Some people have gotten out of line including himself, but he has apologized, and these things will happen.

We're all here for the betterment of Black Point.

Obviously, they need to use Robert's Rules as a guideline, and try to do better but their job here is to get things done.

People including some members, support members to be obstructionists.

The negative they read on facebook is out of line.

He took this job to get something accomplished, not to make friends.

The Board represents 581 people and at the last annual meeting there was only 124 votes out of that 581.

There's a silent majority that they all represent.

They have to think of everybody.

He will try to make a better effort.

Note Mr. Cherry noted that if the meeting had occurred tomorrow, he would not have been able to attend.

Note Tom Meggers said if people have issues with the Board, they should call the Board Members and not post negativity on facebook. He added that people hide behind facebook and its social bullying.

Note Tom Meggers further added the following:

Anytime there has ever been an issue that members have brought up, they have acted on it, whether it be positive or negative in your eyes.

They're investing in Black Point not for themselves, but for their grandchildren since they themselves won't be here to see it.

He asks that if someone has an issue, come to the Board, call him, speak at a meeting, but don't do it on facebook anymore, it's not right.

It has gotten out of hand.

The golf tournament- he's not doing it anymore.

He raised \$25,000 in four years and has never heard a positive comment.

For the last two months he's had nothing but negative comments.

Too expensive, the food was awful, and so forth.

Why should he bother continuing when people just badmouth everything?

Note Mr. Baril offered the following remarks:

Respectfully, he thinks this issue of not letting people speak and focusing on an hourglass piece is a bit of a misdirection.

Letting people speak is not necessarily transparency.

He asks if the solution he presented, that they still have a meeting, makes any sense to the Board?

Note Mr. Cellino replied that the full Board should be present for discussions. He added that he's requesting they change what has been a common practice for the last 2 1/2 years and limit the interaction between Board Members and the Membership; he can't live with that.

Note Mr. Cellino briefly discussed supplying the meeting notice sooner rather than later, perhaps a week or two ahead of time.

Note Mr. Baril said it would have been appropriate act of transparency to include the attorney correspondence with the agenda.

Note Mr. Baril and Mr. Cellino discussed their email chain regarding the cancellation of the regular meeting, scheduling of the special meeting, and how better and more complete communication is needed.

Note Ms. Chapin discussed how her efforts to attend meetings are her own, which she takes very seriously, and she didn't know until Monday that she could attend, or even that there was any wiggle room. She suggested that a better system could be established to determine attendance and availability.

Ms. Chapin added that the polling of members could be more of a collaborative effort. She noted that they all want to be here and try their best and can take advantage of technology to aid in meeting attendance.

Note Ms. Chapin noted Connecticut law does require them to establish a series of regular meetings and that perhaps they should discuss in October if a better day would suit their monthly meetings going forward.

Note Ms. Garrow said she concurs with Ms. Chapin and that it would have been nice to be asked if she could attend given her long commute.

Note Mr. Baril further discussed Mr. Cellino's email about rescheduling the meeting and Mr. Cellino replied that he will make everything clearer from now on and will poll the Board Members if a change is needed. He added that he would like to avoid and prevent any animosity and apologizes if he misconstrued anyone's email, and if his emails were misinterpreted and didn't adequately convey his intent.

Note Mr. Cellino acknowledged that 7 days in advance to cancel a meeting is a more helpful timeframe and that it shouldn't be later than that, unless an emergency.

4. Adjournment

Decision MOTION (2)

Tom Meggers moved to adjourn the September 27th, 2023, Special Meeting of the BPBCA BOG at 7:00 p.m.

Ms. Garrow seconded the motion.

Motion carried, 7-0-0.

Note Respectfully Submitted,
Brooke Stevens, Recording Secretary