

**NEW YORK CHAPTER, INC
OF THE ADIRONDACK MOUNTAIN CLUB, INC.
MEETING MINUTES**

Date: August 28, 2021

Via Zoom , 10:00 AM

Special Meeting of the Board of Directors, All NY Chapter members are invited to attend.

General Statement:

Topic of Special Meeting: Discussion and vote regarding the NY Chapter's relationship with the Adirondack Mountain Club, Inc., in anticipation of court conference on September 9, 2021 in the matter of Mancuso, et al. v. Adirondack Mountain Club, Inc., Index No. 033635/2021.

Attorney Judith Bachman describes the process and procedures of this meeting stressing the limitations and constraints due to law suit.

Acting Camp Chair -Teri Gabel

Open meeting, 10:14 am

Teri Gabel greeted attendees, read an opening statement and introduced Judith Bachman.

Attorney – Judith Bachman, Esq

Judith B described the lawsuit with ADK Inc. and noted all of the documents, both received from ADK Inc. and submitted on behalf of the NY Chapter ADK Inc, are readily available on the website for reviewing.

Judith made presentation describing the process and the fact that the NY Chapter and Camp Nawakwa are continuing to operate as usual due to the Temporary Restraining Order issued by the judge.

A brief historical perspective was presented going back to the time when there was a NYC Knickerbocker Chapter and the NY Chapter at Nawakwa. She explained ADK Inc requested NY Chapter allow the NYC Knickerbocker Chapter to merge into the NY Chapter as they were no longer a viable Chapter as none of the Members were interested in volunteering as Board Members. Rather than have the NYC Chapter dissolve and their members potentially leave ADK and scatter to competing clubs, such as AMC, the NY Chapter agreed to this merger. It was at that time, approximately year 2000, that the NY Chapter Bylaws were revised to accommodate allowing this merger. This was one of the primary issues ADK Inc presented in their lawsuit to dissolve the NY Chapter. They claimed we were not serving all of the NY Chapter members but had two tiers of membership, Nawakwans and non Nawakwans, with the focus of activity and financial support centered on Camp Nawakwa.

Treasurer - Suzanne Rocheleau

Susanne presented a brief outline of the findings of the Ad Hoc Financial Committee that was established to determine the viability of the NY Chapter if in fact the members voted to separate from ADK. It was determined that the bulk of funds and income received for the NY Chapter was raised by a few main categories: camp usage fees, passport fees, annual appeal donations, and general donations to the NY Chapter.

The shared affiliate fees the ADK Inc contributed was a nominal percentage of the Chapter Income. The amount could easily be re-captured by setting a small annual fee for the NY Chapter members in lieu of the ADK Inc fee currently charged to each member.

Susanne R noted the BOD retained the services of a CPA to review our recent tax filings. The ADK Inc lawsuit claims some discrepancy. If it is determined a re-filing is needed with the IRS, the NY Chapter will not hesitate to do so.

Open Discussion by Members

Judith opened the meeting for questions from the members at 10:45 AM. Numerous NY Chapter Members asked questions and received answers to their questions.

Meeting Adjourned at 11:27 am.

Respectfully Submitted,

A handwritten signature in blue ink that reads "E Mancuso". The signature is written in a cursive style with a large initial "E".

Eve Mancuso, Secretary