

**Mount Riga, Incorporated**  
Minutes of the Annual General Meeting of the Shareholders  
October 6, 2024  
Location: Community Garden, Mt. Riga, Salisbury, CT

**Call to Order**

The President, Ana Maria Chrysler, called the meeting to order at 11:08 a.m. and welcomed everyone.

**Quorum**

A quorum was established with 2,434 shares (84%) represented in person and by proxy.

**President's Report – Ana Maria Chrysler**

Ana spoke of her first year as president as one of transition and acclimation. She strives to be a leader who executes the vision of the corporate shareholders and is appreciative of how many individuals have communicated with her directly. Ana encouraged MRI shareholders to also speak with any and all MRI directors. The directors represent each and every shareholder. They are the shareholders' voice in the boardroom and a majority is needed to make the shareholders' collective vision part of MRI's strategic plan. It is important for all of us to communicate with one another as a group.

We, as a community, are at a crossroads and must focus on the next 25-50 years thoughtfully, and with intention. Do we want to preserve Mount Riga as it is, even with the new advancements in technology? Do we want to become a second-home community with electricity, cell phones, wifi, or do we want to remain a summer community of rustic camps? The Board will be working on a strategic plan over the next few years.

Ana praised the notable accomplishments of event organizers, volunteers, committee leaders and committee members; emphasizing that Mt. Riga's strong community spirit is bolstered by their efforts.

The job of Corporate Secretary is an important one – they are the unsung heroes who handle all of the paperwork and minutiae that is involved in running a corporation. Earlier this year Jen Whittier gave her notice and Assistant Corporate Secretary, Hilary Blaker Johnson, will be officially voted in following this meeting. Join me in thanking Jen and showing our appreciation for her service as Corporate Secretary these past four years. (Presentation of a gift basket). Welcome Hilary.

MRI currently has eight committees, three of which are new. Five of these Committees will give reports regarding the work they have done over the past year. Of note: the Land Management Committee has been re-named The Forest Stewardship Committee. The new DigiTech Committee is chaired by Sarah Warner Phillips. The committee's objective is to be a conduit for clear communication from the Board to community members in order to foster and maintain positive community relations. DigiTech will also advise the officers in reviewing and updating the organization's software needs and all aspects of technology that impact the management of the corporation.

After 28 years, Jim Dresser decided to step down as Chair of the Finance Committee. Damon Griggs will be taking over the role. Jim has been a key factor in MRI's financial growth and stability. The corporation's investable assets have increased from \$1.5 million to \$6.5 million during Jim's tenure. However, his contributions extend beyond these financial accomplishments. Jim is a consummate volunteer and our community has benefitted from Jim's tireless dedication. A new message board will be erected on next year's volunteer work day and it will be dedicated to Jim. (The full tribute and a photo of the plaque are included in the full President's report)

Ana thanked the Board of Directors and the officers for their exceptional level of commitment to MRI. Over the past year they dealt with a range of issues including, but not limited to:

- Hiring a new office manager, Roxanne Lee
- South Pond Dam inspection and development of a new EAP for the Upper Lake
- The Round Mountain Easement
- The Duble Encroachment
- Hydrilla Prevention/Closing Ostrander Beach
- In August 2024 MRI and Dan Brazee parted ways. A new caretaker, Thomas Brazee, was hired.
- Formation of Forge Pond, LLC to own the North Carolina property

The complete President's Report is available on the MRI website ([www.mountriga.org](http://www.mountriga.org))

#### **Treasurer's Report – David Kluchman (Asst. Treasurer)**

In the Treasurer's report, David Kluchman noted that 2023 was a stable financial year for Mt. Riga Inc., especially compared to previous years, with no major challenges or disruptions. Revenue, expenses, and assets, including leased properties in North Carolina and Florida, performed well. These properties are expected to grow in value and continue contributing income. David highlighted that the corporation met its goal of modestly increasing reserves through operating activities, underscoring MRI's strong and stable financial foundation. He expressed optimism that this solid foundation would support the corporation's mission for many years to come. No questions followed, with attendees appreciating the steady, "boring" financial performance.

#### **Corporate Secretary's Report – Jennifer Whittier**

MRI is moving toward a more paper-less system using the website and email to communicate with shareholders so please contact the Corporate Secretary to "opt-in".

#### **Committee Reports**

##### **Strategic Land Planning Committee – Jen Martin and Ben Fay (Co-Chairs)**

Jen provided an overview of the Strategic Land Planning Committee (SLPC), established in 2023 as a standing committee to guide the responsible ownership, stewardship, protection, and strategic use of Mt. Riga's 4,000 acres. SLPC's work is critical to ensuring the long-term preservation of the land, lakes, and forests while balancing community growth and corporate goals.

Two key subcommittees were highlighted:

1. Camp Use and Development Subcommittee: Led by Jen Martin and Chris Kluchman, this team is focused on guiding future camp expansion and land use to align with community needs and conservation goals. They hosted a board retreat in July to develop a clear framework, pausing previous policies until a formal proposal can be presented at the AGM next year.
2. Strategic Land Plan Work Stream: Led by Ben Fay and Anne Williams, this team aims to create a 25-year strategic land management plan to address land and resource issues (e.g., logging, easements, and environmental risks). Their completed Phase One proposal recently received board approval.

Jen and Ben emphasized collaboration with committees like the Forestry Stewardship and Lake Management to create a comprehensive land management approach. Following a suggestion from shareholders, Jen confirmed that five-year milestones will be incorporated to ensure progress and accountability within the long-term plan.

##### **Audit Committee – Clay Beer (Chair)**

Clay Beer provided an update on the committee's activities for the year, acknowledging Jim Dresser's role in promoting sound governance practices. The Audit Committee, required by Connecticut law, works alongside the Finance Committee to address concerns, undertake board-assigned tasks, and enhance operational effectiveness. This year, they completed two key tasks:

1. **Conflict of Interest Documentation:** The committee documented conflicts of interest among directors and officers to ensure transparency in decision-making.
2. **Review of Stock Transfer Practices:** The committee reviewed the complex stock transfer process to identify gaps and improve management of share transactions, especially for transitions between officer roles. Recommendations included creating a unified shareholder agreement, using technology to streamline processes, and acquiring a fireproof safe for secure document storage.

Clay also clarified the stock transfer process, noting distinctions between restricted and unrestricted shares and explaining the order of sale options within family groups. An informational guide for shareholders is available on the corporation's website. There was also brief discussion regarding the possibility of a reverse stock split, but no active pursuit of this option was planned.

#### **Tenant and Lease Committee – Will Storey (Chair)**

In the Tenant and Lease Committee report, Will Storey introduced this new committee, created to serve as a liaison between leaseholders and the Board. The committee, consisting of Will Storey, co-chair Kevin O'Brien, Rob Miller, and Chris Moore, reviews leases, ensures consistency with lake and sublet agreements, and provides standardized guidelines for subletting. The committee is available to answer leaseholder questions and guide lessees to the appropriate resources or committees if needed. Additionally, insights gathered by the committee will inform future lease renewal processes, although that is not anticipated for several years.

#### **Lake Management Committee – Frank Whittier (Chair)**

Frank Whittier provided an update about the lake(s) health, focusing on the efforts made over the past year by the Lake Management Committee (LMC), particularly around the issue of hydrilla and general lake health concerns. Frank acknowledged Rhea Thornberry for her significant contributions in environmental communication, especially concerning hydrilla management.

Frank provided an overview of the measures being taken to prevent and manage hydrilla, highlighting lessons learned from Twin Lakes where early detection and consistent communication have proven effective. The Twin Lakes team's success, though involving chemical treatments, underscored the urgency of awareness and early intervention within the Mount Riga community. He discussed broader lake health concerns, mentioning that Northeast Aquatic Research (NEAR) had recently categorized the lake's condition as critical, pointing to unprecedented algae blooms and poor water clarity in early spring as significant indicators of deteriorating lake health. Whittier expressed concern about these trends, suggesting they could stem from environmental factors, potential human influence, or undetermined phosphorus sources. To that end, the LMC has begun monthly inlet testing and developed a human impact survey, akin to a community census, aimed at understanding and mitigating human impacts on lake health.

In closing, Whittier emphasized the need for community commitment to lake stewardship and noted that upcoming NEAR reports would provide further data on lake status, helping the board and committees to guide future actions. He invited further questions and encouraged community members

to consider how their actions affect the lake, stressing that lake preservation should remain a top priority. Frank circulated an information sheet which is available on the MRI website.

### **Forest Stewardship Committee – Michael Kluchman (Chair)**

Michael shared insights into the forestry operations on Mount Riga, recent timber harvesting, and challenges with environmental issues.

#### **Key Highlights:**

##### **1. Timber Harvest and Forest Health:**

- In 2021, Mount Riga authorized the selective logging of 80,000 board feet of mature timber, mainly red oak. Trees were chosen for logging based on silvicultural standards to support natural regeneration.
- Monitoring showed strong oak seedling growth, indicating natural oak regeneration would thrive.
- Trees were marked in two locations covering about 15 acres, with some logistical challenges in transporting the logs down the Mt. Riga road.

##### **2. Operational Challenges:**

- Log transportation was hindered due to wet weather and local opposition. Frozen conditions allowed limited timber movement, but concerns from the local Mount Washington community led officials to block access. Michael highlighted the importance of sustainable forestry and the timber economy, emphasizing the need for cooperation with local officials to avoid future conflicts.

##### **3. Forestry Program Evolution:**

- The Forest Stewardship Committee will soon release a community survey to collect feedback on the future direction of Mount Riga's forestry. This will guide long-term planning and stewardship goals, though a shift towards commercial forestry is not being considered.

##### **4. Environmental Concerns:**

- Beech leaf disease, ash die-off, and invasive species are prevalent threats. Beech trees in particular face nematode-related die-off, while the ash tree die-off raises concerns about nutrient run-off into local lakes due to root system deterioration. Additionally, extreme weather events are causing new runoff patterns.
- Other tree species, including hemlocks, are under threat from invasive insects due to warming conditions. Invasive plants, like Japanese knotweed, pose additional risks, and the community was urged to consider vine management efforts.

Overall, Michael emphasized the balance between forestry revenue and ecological health, seeking sustainable approaches that align with community feedback and environmental resilience.

### **Maintenance & Security Committee – Andrea Combes (Chair)**

##### **1. Spring and Summer Maintenance:**

- The committee had an active spring due to several storms that left many downed trees and damaged roads. Extensive work went into clearing, graveling, and repairing culverts.
- Andrea acknowledged community contributions on volunteer day, where tasks were completed at various community sites, including the cemetery, trails, and lookout points. Ethan Gee manned the grill, with a big turnout from community volunteers.

##### **2. Personnel Updates and Gratitude:**

- The committee introduced a new caretaker, Thomas Brazee, along with his wife, Therese. Nick Brazzale took over the landscaping duties for the remainder of the season.

- Andrea expressed appreciation to committee members and volunteers for their support, highlighting David Warner, Ethan Gee, and Roger Newkirk for their assistance, as well as Kosta Kollias, who resolved a lake drainage issue by clearing the sluice.
3. **Security Updates:**
- Several gates, including those at the beginning of South Pond Road and North Pond Road, will have their combinations changed as of October 15.
  - Community members were encouraged to share these combinations cautiously.
4. **Winter Access and Safety Precautions:**
- The committee noted that maintenance services are limited during winter (October 15 to May 15). Residents accessing their camps during this period should be aware of potential delays in responding to issues like fallen trees or other maintenance needs.
  - In case of emergency, Salisbury Fire Department has access through the gate, though fire detection in remote cabins will depend on timely reporting.

Andrea urged the community to be mindful of the environmental impact of increased year-round use. Ana reminded shareholders that Mount Riga's seasonal infrastructure is designed primarily for summer use.

#### **Approval of the Minutes of the 2023 Annual Meeting**

On motion duly made and seconded, the minutes of the 2023 annual meeting of Shareholders of Mount Riga, Inc. held on October 1, 2023, were unanimously approved by voice vote, 2,434 shares in favor.

#### **Financial statements**

On motion duly made and seconded the financial statements of the company for the fiscal year ended December 31, 2023, were unanimously approved by voice vote. 2,434 shares in favor.

#### **Approval of Directors' actions**

On motion duly made and seconded, the Directors' actions for the prior year were approved by majority voice vote. 2,431 votes in favor, 3 shares abstained.

#### **Election of Directors**


The Board of Directors proposed Hilary Blaker Johnson and Ethan Gee as the slate to fill two vacant seats on the Board. Ana confirmed with Jen Whittier that no additional nominations had been received before the meeting. Nominations were solicited from the floor. No floor nominations were made.

On motion duly made and seconded, Ethan Gee and Hilary Blaker Johnson were unanimously elected to four-year terms, expiring at the 2028 Annual meeting, via ballot vote with 2,423 votes cast.

#### **Adjournment**

There being no further business, on motion duly made, seconded, and approved, the meeting was adjourned by Ana Maria Chrysler at 12:50 p.m.

Respectfully Submitted,

  
Jennifer Whittier, Corporate Secretary

#### **Additional announcements post adjournment:**

**David Warner:** Announced fundraising progress for a multipurpose athletic platform, with \$15,000 raised from 25 camps. David encouraged further contributions.

**Ethan Gee:** Update on the Mount Riga Cemetery Association survey responses, which would remain open for additional feedback.

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