

GIANTS NECK BEACH ASSOCIATION

BOARD OF GOVERNORS – MEETING MINUTES

May 6, 2026 – 6:30 p.m.

Helen Lena Clubhouse/Hybrid Meeting Via Zoom

DRAFT

Present: Chip Brienza, Julie Cameron, Paul Formica, Mary Ann Heenehan, Lou Piscatelli.

Absent: Ernie Annibale, Gerry Van Noordennen.

1- Call to Order

The regular monthly meeting of the Giants Neck Beach Association Board of Governors was called to order by President Paul Formica.

2- President's Report

Paul Formica reported that Robinson & Cole continues to review legal questions previously raised by the Association. Paul stated that there have also been conversations regarding the Franzoni driveway lease, which expired in June 2025, although no formal response has yet been received from the property owner. Paul noted that Robinson & Cole requested survey information in order to further review the matter.

Paul stated that the proposed budget includes increased legal fees, as well as a \$4,000 line item for a potential fence along the property line at 214/216 Giants Neck Road, if necessary. Paul noted that the first communication he received from Mr. Franzoni after a lengthy period without communication occurred shortly after the fence line item was added to the draft budget.

Paul also discussed increased use of the clubhouse for Mah Jongg and other informal activities. Paul stated that while the clubhouse exists for community use, the Board needs to remain mindful of operational costs, including heating and insurance considerations associated with nonresident or nonmember use of the facility. Paul suggested that the Board begin discussing whether designated clubhouse hours should be established in order to better control costs.

Paul reviewed the upcoming schedule, noting that the June Board of Governors meeting and the annual membership meeting will both take place in June. Paul explained that the Board's role this evening was to adopt a proposed budget for presentation to the membership, not to finalize the budget itself. Paul stated that a public hearing would be held over Memorial Day weekend to review all budget line items with the membership before final budget consideration at the annual meeting.

3- Treasurer's Report

Treasurer Lorie Carlson reported that the Association's balances were as follows:

Operations Account: \$71,068

Tax Collection Account: \$100

Capital Reserve Account: \$51,691

Money Market Account: \$240,298

Total Association funds: \$363,079.

Lorie reported that revenue collected since the last report totaled \$6,281, including Association cottage rent, bank interest, and application fees.

Operating expenses paid since the last report totaled \$8,825. No capital expenses were reported.

Projected revenue through June is approximately \$4,280, resulting in projected operating funds of approximately \$75,348 against projected operating expenses of approximately \$61,158.

A motion to accept the Treasurer's Report was made by Mary Ann Heenehan and seconded by Julie Cameron.

The motion carried unanimously.

4- Approval of Meeting Minutes

A motion to approve the April 1, 2026 meeting minutes was made by Julie and seconded by Mary Ann.

The motion carried unanimously.

5- Items for Discussion

A- Budget for Fiscal Year 2026–2027

Costas Loukelis presented the proposed operating and capital budget for fiscal year 2026–2027. Costas reported that the proposed amount to be collected is approximately \$157,273, which is generally in line with the current-year budget and includes a proposed \$25,000 transfer to capital reserves.

Costas reviewed several budget scenarios depending on reserve transfers and capital funding needs. Scenarios discussed included reserve transfers of \$25,000, \$35,000, and \$50,000, each with corresponding impacts on the mill rate. It was noted that larger reserve transfers would result in noticeable increases to the mill rate.

Paul stated that multiple large capital projects are anticipated in the coming years and that the Association needs to begin long-term planning for them rather than reacting to them individually as they arise.

Paul reported that the Dock Committee is currently seeking approximately \$100,000 toward future dock replacement costs. Paul stated that he has spoken with the Executive Director of the Connecticut Port Authority regarding potential grant opportunities for small harbor improvements. Paul reported that grant programs may provide up to \$250,000 toward projects such as dock improvements, but the Association missed the January application cycle because plans and supporting documentation were not yet sufficiently developed.

Paul stated that over the next five to six months, the Dock Committee expects to further develop plans and cost estimates so that the Association can pursue future grant opportunities. Paul also noted that Old Black Point has successfully obtained similar grant funding.

Discussion followed regarding the need for long-term capital planning. Paul stated that the Association needs to begin considering how to fund large future projects, including whether to create sinking funds and reserve plans for anticipated expenses rather than addressing projects only after they become urgent.

Paul suggested that the Association establish a working group to begin identifying and evaluating major Association assets and future capital needs. Paul identified the clubhouse, beaches, seawalls, pond, roads, Association cottage, dock, stairs, and other infrastructure as examples of assets that should be incorporated into a formal long-term capital plan.

Paul stated that if the Franzoni issue is resolved before the adoption of the final budget, the proposed \$4,000 fence line item could be reduced or removed.

Discussion also included the Association cottage rent. Paul noted that the current rental rate remains comparatively low for a year-round rental property near the beach and discussed a modest \$ 50-per-month increase, although no formal change was proposed at this meeting.

Additional discussion addressed maintenance and infrastructure concerns, including pressure washing, painting, concrete repairs, drainage, and surface maintenance. Concerns were raised regarding the need to ensure that pressure washing and maintenance work is completed carefully so as not to damage existing surfaces.

Lou Piscatelli commented that the Association should continue operating in a more business-like manner, including more deliberate long-term planning for major expenditures.

Mike Heenehan reported that beach cleanup and grading work would begin shortly and that additional evaluation would determine whether additional sand replenishment is necessary this year. Mike stated that some portions of the beach appear to have naturally regained sand over the winter.

A member of the public asked questions regarding capital reserve planning and whether future projects would be individually earmarked within reserve accounts. Discussion followed regarding the importance of developing a formal reserve and capital planning process.

A motion to adopt the proposed budget for presentation to the membership was made by Chip Brienza and seconded by Lou Piscatelli.

The motion carried unanimously.

B- Legal Services Update

Paul reviewed a memorandum prepared by Robinson & Cole regarding meeting notice requirements, budget consolidation, and membership information requests. Paul stated that the memorandum would be attached to the meeting minutes and made available to members.

Paul read portions of the Robinson & Cole memorandum into the record. Paul reported that Robinson & Cole concluded that the Association is not subject to the notice requirements in the Connecticut Nonstock Corporation Act because GNBA is a quasi-municipal corporation created by a special legislative act and governed by its charter and bylaws.

Paul explained that the memorandum referenced Connecticut case law involving beach associations and quasi-municipal corporations, including *White Sands Beach Association v. Bombaci*. Paul stated that Robinson & Cole concluded that GNBA meets the legal characteristics of a quasi-municipal corporation because it was established by charter, organized in good faith under that charter, and has historically exercised municipal-type powers including assessing taxes and performing municipal functions.

Paul further explained that Robinson & Cole concluded that, because GNBA is governed by its charter rather than the Connecticut Nonstock Corporation Act, the Association may continue to follow the notice requirements set forth in Sections 3 and 8 of the bylaws, except in matters involving zoning regulations, where statutory notice requirements continue to apply.

Paul read that Section 3 of the bylaws requires the Board of Governors to call and warn Association meetings by posting notice on one or more official signboards located in conspicuous places within the territorial limits of the Association and in the office of the East Lyme Town Clerk at least seven days before the meeting. Paul further noted that the notice must state the time, place, and purpose of the meeting and must also be sent to Association members at their last known physical or email address. Paul noted that Association members are responsible for notifying the Secretary of changes to both email and U.S. mail addresses.

Paul read that Section 8 of the bylaws requires the Board of Governors to hold a public hearing before amending bylaws, ordinances, or zoning regulations. Paul stated that public hearings are generally noticed in the same manner as meetings under Section 3, except that public hearings concerning zoning regulation amendments must be noticed in accordance with the applicable provisions of the Connecticut General Statutes and the Association's zoning regulations.

Paul stated that, based on the memorandum, the Board will need to be careful to provide proper notice for the Memorial Day weekend public hearing and the June annual meeting. The Board discussed the need to determine which Association members have email addresses on file and which members must receive notice by regular mail.

A member of the public asked for clarification regarding notice requirements and whether notice for the public hearing and annual meeting could be combined. Paul responded that the Association will need to determine the proper procedure and ensure the notices are sent correctly.

Andrew Young asked how notice should be handled for properties held in trust or by entities with a designated member representative, including whether notice should go to the representative or to the property owner. Paul responded that property owners are responsible for identifying the member representative authorized to vote and that those designations are handled when members check in for meetings.

A question was raised regarding why Robinson & Cole was engaged rather than a smaller firm. Paul explained that Page Heslin had advised that Attorney John Casey of Robinson & Cole had been involved in prior amendments to the Association's charter and bylaws and therefore had direct familiarity with the Association's governing documents. Paul stated that Robinson & Cole has been fair and is providing a significant discount.

Lou commented that the Association is operating in a different environment than in the past. Lou stated that while the Association has historically relied on neighbors resolving issues amicably, recent challenges and disputes require the Association to operate in a more businesslike manner and more like the municipality it is. Lou stated that this requires attorneys who understand the Association's legal structure.

Paul stated that no motion was required on the Robinson & Cole memorandum at this meeting. He stated that the memorandum will guide the Board's actions and that the Board will follow the assessment provided by Robinson & Cole.

Paul also addressed the zoning regulation issue that had prompted some of the legal review. Paul stated that the contractor work-hour changes had precipitated the challenge and that the Association may not have followed the notice requirements exactly when the prior vote was taken. Paul stated that the Board will revisit the matter through a properly noticed process so that any future vote is on stronger legal footing.

Mary Ann stated that she and Annah Perch will need to work with Lorie to identify which members have valid email addresses and which require mailed notice. Paul noted that a postcard mailing may be an inexpensive way to provide notice where needed.

Paul also read portions of the memorandum addressing budget consolidation and financial oversight. Paul stated that Robinson & Cole concluded that the Association is not prohibited from consolidating committee funds into the broader Association budget process. However, Paul noted that restricted funds or special assessments approved for specific purposes cannot legally be diverted to unrelated expenses.

Discussion followed regarding future financial oversight and whether dock revenues and expenditures should become part of the formal Association budgeting process.

Paul stated that Robinson & Cole will continue reviewing membership information requests and whether individual member consent would be required prior to releasing contact information.

Paul noted during discussion that the legal memorandum differs from some prior legal guidance the Association had previously received.

6- Committee Reports

Beach Committee

Mike Heenehan reported that the Beach Committee reviewed the 2018 and 2022 surveys and also took beach measurements to assess how much sand has been lost at the seawall. Mike stated that he also reviewed the approximate mean high water line because of its importance to state ownership, the public trust, and turtle nesting activity. Mike stated that diamondback terrapins have been nesting on the beach and that the committee needs to be mindful of nesting areas during beach work.

Mike reported that Sandy Sweepers will assess and complete the spring cleanup. The West Beach and main beach will be cleaned, grass will be removed from the ramp, and the beach access near the Franzoni property will also be cleaned. Mike stated that this narrow concrete walkway historically provided access to the beach at the eastern end and recommended that the Board consider posting a small sign identifying it as beach access.

Mike thanked Chip Brienza, Lou Piscatelli, and Jim Beaulieu for walking the beach with him and reviewing conditions. Mike also thanked Jim for handling the swim lines and reported that the raft and swim lines will be put out.

Mike stated that the first beach cleaning after the spring cleanup will take place just before Memorial Day so that the beaches are ready for the season. Mike noted that West Beach is cleaned along with the main beach, although it accumulates more debris due to the jetty and shoreline conditions.

Paul asked whether anything could be installed on the raft to deter birds, as bird droppings have made it difficult for children to use. Mike responded that bird deterrents can be explored, including devices designed to discourage birds from landing.

Court Committee

Paul reported that the courts are up and running. He stated that one of the nets and the awning had been repaired. Paul reported that the court surface has not yet been power-washed and is beginning to stain.

Paul stated that cost estimates for court post-work came in higher than expected and that this will need to be addressed in the budget going forward. Paul also reported that a barrier has been ordered to prevent balls from rolling between courts, and that new balls and paddles have been placed in the storage box.

Paul reported that one remaining issue is the Ring camera. He stated that Gardener coordinates that item and will address it when she returns. Paul also noted that there have been requests for a privacy screen or fence, but the Board previously expressed concerns that it would interfere with the camera's view. Paul stated that the Court Committee will meet to discuss remaining open items.

Recreation Committee

Julie reported that the Recreation Committee opened the season with the Kentucky Derby party. Julie stated that Vicki put significant effort into the event, including working with Andrew Young to ensure the streaming setup would work and arriving earlier in the day to prepare.

Julie reported that only five people attended the event and expressed frustration that events take significant volunteer time and effort, but often have very low attendance. Julie stated that the committee needs suggestions from members if the community wants the Recreation Committee to continue offering events. She noted that the committee has tried to offer activities beyond bingo and movie nights and is considering a June margarita-themed cookout, but that stronger support is needed.

Mary Ann suggested that future events may need to use an RSVP structure rather than relying on people to show up without committing in advance.

Memorial Bench Discussion

Julie asked whether Kim Spana or Joan Malone had contacted the Board regarding a memorial bench. Paul said yes, and stated that there is at least one existing memorial bench overlooking the beach and sunset area, but that he was unsure of the process that had been used in the past.

The Board discussed whether memorial benches should be allowed, whether they should be limited to certain locations, and whether the Association should develop guidelines for style, placement, safety, and maintenance. It was noted that some benches may be on Giants Neck property rather than Association property, and that any requests should be handled carefully to avoid the Association ending up with too many benches or inconsistent memorials.

Chip stated that there may be several possible ways to memorialize members and suggested that the Association consider options beyond benches, including other forms of recognition. The Board agreed that the issue should be placed on a future agenda for further discussion.

Nominating Committee

The Board briefly discussed the Nominating Committee. Paul reported that Whit is leading the Nominating Committee and will return shortly. Paul stated that Wick has been working on vacancies for both the Board of Governors and other positions and will provide further information when available.

Giants Neck Heights Invitation

Chip reported that Giants Neck Heights has invited Giants Neck Beach Association members to attend its Memorial Day weekend bonfire. Chip stated that this was another example of Heights working to include GNBA and strengthen the relationship between the two associations. Paul stated that the information can be shared with the membership once the date and time are confirmed.

7- Public Comments

Mike Heenehan returned to the vessel storage issue and stated that the Beach Committee had previously discussed limiting the number of vessels stored on the beach to one per household. Mike stated that some boats are already on the beach and may interfere with grading. He suggested that members should be reminded not to place boats or kayaks on the beach until the spring beach work is complete.

Mike stated that, based on his observations, some kayaks and paddleboards remain on the beach unused for long periods and appear to be stored there for convenience rather than for regular use. Mike stated that he frequently walks the beach and sees vessels that appear to be stationary. He reiterated the committee's recommendation that each household be allowed to store only one vessel on the beach.

Mike also stated that vessels stored on the beach should have identification. He explained that free tags can be obtained from DEEP or that another form of identification could be used. Mike stated that the committee's suggestion is that members register the one vessel they intend to keep on the beach and receive a tag for that vessel.

Paul stated that the Board of Governors likely has the authority to manage Association property, but he would prefer that the Association membership be informed and have the opportunity to vote on the matter.

Julie stated that she agreed with the concern because she had experienced having her kayak blocked by several others stacked in front of it. Discussion followed regarding whether boats, beach chairs, umbrellas, and other personal items should be left on the beach.

A motion was made to place the discussion of implementing a one-vessel-per-household rule and a registration or tagging process on the agenda for the next meeting.

The motion was seconded.

Discussion followed regarding whether any bylaw provision already addresses when the beach must be cleared and whether an amendment would be required. It was noted that November 1 may be too late for removing vessels because severe storms can occur in October. The Board agreed that the relevant governing language should be in place before the next meeting so that any proposed action can be properly noticed and addressed.

A member of the public commented on the Recreation Committee report, noting that the social aspect of GNBA events is important, especially for members who are not full-time residents, as events give them a reason to come down for the weekend. The member stated that RSVP requirements may help improve turnout and reduce wasted volunteer effort.

A member of the public noted that Matt Ravosa could not attend the meeting but had reiterated his interest in serving on the Board of Governors.

8- Board Comments

Board members discussed the importance of continuing long-term planning efforts for infrastructure, reserve funding, and future grant opportunities.

9- Adjournment Next BOG meeting June 3, 2026 6:30

The meeting was adjourned at 8:00 pm/

The next regular Board of Governors meeting will be held on June 3, 2026, at 6:30 p.m.

Respectfully submitted,

Annah Perch
Recording Secretary

MEMORANDUM

To: Gerard Van Noordennen, Giants Neck Beach Association

From: John P. Casey, Esq. and Sarina Bhargava, Esq.

Date: April 23, 2026

Subject: Giants Neck Beach Association (23288.0004) – Notice Requirements and Budget Consolidation

I. Introduction

Giants Neck Beach Association (the “Association”) has requested advice regarding whether it is subject to the notice requirements articulated in the provisions of the Connecticut Nonstock Corporations Act (the “Act”). The Association has additionally requested advice about whether it can consolidate any funds from Association Board committees under its budget process.

II. Notice Requirements for Meetings

The Association is not subject to the notice requirements of the Act and can follow the notice requirements set forth in Sections 3 and 8 of the Association bylaws (the “Bylaws”). The Act defines “corporation” as a “corporation without capital stock or shares, which is not a foreign corporation, incorporated under the laws of this state, whether [by] general law or special act and whether before or after January 1, 1997,” excluding towns, cities, boroughs and *municipal corporations*. Conn. Gen. Stat. § 33-1002 (emphasis added).

Courts have found beach associations to be quasi-municipal corporations under Connecticut law. *See, e.g., White Sands Beach Ass’n, Inc. v. Bombaci*, 50 Conn. Supp. 577, 584–85 (2006). In that case, the court held that the White Sands Beach Association in Old Lyme was a “de facto quasi municipal corporation” because it met three requirements: (1) it had a charter or general law under which it was organized, (2) it attempted to organize in good faith under the charter (evidenced by meeting minutes), and (3) it had actual users of the corporate franchise, having assessed and collected taxes, as well as performed other municipal functions, for almost 80 years. *Id.*

Here, like the White Sands Beach Association, the Association is a quasi-municipal corporation. Like White Sands, the Association meets all requirements to be considered a quasi-municipal corporation: (1) it has an established charter under which it is lawfully organized (No. 399 of the 1941 Special Acts), (2) it has attempted in good faith to organize under the charter, and (3) it has actual users of the corporate franchise, having assessed and levied taxes, and having performed several municipal functions for many years.

As a quasi-municipal corporation, the Association is governed by the law applicable to municipal corporations, supported by caselaw such as Stroiney v. Crescent Lake Tax Dist., 205 Conn. 290, 294 (1987) (“[q]uasi-municipal corporations are governed by the law applicable to municipal corporations.”). The Act is, therefore, not applicable to the Association, nor are the notice provisions within it.

Since the notice provisions of the Act are not applicable to the Association, it is free to follow its notice provisions articulated in Sections 3 and 8 of the Bylaws. While Section 3 of the Bylaws does not reference any other provisions of the Connecticut General Statutes, Section 8 does for public hearings concerning the amendment of Zoning Regulations. For those specific meetings, the Association should follow the notice and posting provisions articulated in Sections 8-3 and 8-7d of the General Statutes, which are also directly referenced in the Association’s Zoning Regulations under Section 2 (Jurisdiction) and Section 3 (Administration and Enforcement).

III. Budget Consolidation

The Association is not precluded from consolidating general funds from Association Board committees in its budget process through its Bylaws, Charter, or applicable provisions in the Connecticut General Statutes. However, tax-levied funds collected by a beach association for specific purposes set out in its charter or annual budget may not be freely commingled or repurposed without authorization. The use of restricted funds for impermissible purposes — such as diverting funds earmarked for beach maintenance to unrelated expenditures — can expose association officers to legal liability. For example, special assessments by the Association to fund capital projects, which were approved in the 2015 charter revision bill (S.A. 15-1), should be accounted for separately from general revenue and operating expenses.

Because the Association’s Bylaws and Charter do not address whether general budget funds can be consolidated, we must turn to any applicable provisions in the Connecticut General Statutes for guidance. As explained above, the Association is a quasi-municipal corporation and also a “district” as defined in Section 7-324, therefore, provisions in Title 7 of the General Statutes for municipalities are applicable to this issue.

No budget-related Title 7 provisions address consolidation – instead, they address other items, including but not limited to a municipality’s ability to “establish and maintain a budget system” (Section 7-148), who the budget-making authority can be (Section 7-381; for districts like the Association, a budget committee), and the effect of a municipality’s failure to pass a budget (Section 7-405), which is explicitly referenced in the Association Charter if budgets and tax rates are not adopted at the Association annual meeting. *See* 2015 S.A. 15-1, Section 20.

Since neither Title 7 nor the Association's Bylaws or Charter preclude consolidating budget funds, the Association should be able to consolidate funds as it wishes. In accordance with Article 7 of the Association Bylaws, the budget committee just "may not act for the Governing Board unless explicitly authorized to do so." So, the Governing Board should authorize the budget committee to consolidate funds before it does so.

IV. Conclusion

Based on the foregoing, the Association may follow its Bylaws for notice and posting requirements of meetings, as it is not subject to the Act, and it is not precluded from consolidating funds in its budget except for those accounts that are set out for specific purposes