



*Newtown Volunteer Ambulance
Association, Inc.*

**Newtown Volunteer Ambulance Association, Inc.
6 Washington Square, Fairfield Hills Campus
Newtown, CT 06470**

THESE MEETING MOTIONS ARE SUBJECT TO APPROVAL BY THE BOARD OF TRUSTEES

Motions only from Meeting of November 12, 2019

The Board of Trustees of the Newtown Volunteer Ambulance Association held its meeting on November 12, 2019 at the association's office located at 6 Washington Square, Newtown.

Present: Malcolm McLachlan (President), Dana Demand (Vice President), Harry Waterbury (Treasurer), Pat Llodra (Secretary) (via phone), John Kortze, Nancy McLachlan, Patrick Simms and Chief Liz Cain.

Absent: Dr. Robert Soltis.

Staff Present: Maureen Crick Owen (NVAA Office Administrator) and Mike Gajdosik (NVAA Billing/Q&A).

MOTIONS ONLY:

Mrs. McLachlan made a motion to add to the agenda under new business "Discussion regarding \$100 stipends". The motion was seconded by Mr. Waterbury and unanimously approved.

Mr. Kortze a made a motion to approve the Treasurer's report for October 2019. The motion was seconded by Mr. Demand and unanimously approved.

A motion was made Mr. Kortze to accept the meeting minutes of October 8, 2019 and seconded by Mr. Simms. The motion was unanimously approved.

Old Business:

NVAA By-laws – Mr. Simms made a motion to approve the by-laws dated 10.28.2019 with the following amendments:

- Section 1.03 – In the last sentence, the word "eligible" should be added after "Town of Newtown so long as the Town is".

- Section 5.01 – Add the following sentence to the end of the paragraph: “The Trustees shall be elected by a majority of the Trustees in office”.
- Section 6.01 – In the third paragraph, the beginning of the sentence “All meetings and minutes” shall be changed to “All meeting agendas and minutes”. The balance of the sentence remains the same.
- Section 8.01 – In the second line the words “two-thirds” shall be deleted.
- Section 12.01 – The beginning of the sentence shall be revised to read: “These Bylaws may be altered, amended or repealed by a two-thirds (2/3) majority of the Trustees in office”. The remainder of the sentence stands as is.

The motion was seconded by Mr. Kortze and unanimously approved.

Refinance Current Mortgage - Mrs. Llodra made a motion to authorize the President to execute any and all documents to effectuate the restructuring transaction with Newtown Savings Bank at a rate not to exceed 4% for a term of 10 years on the outstanding principal balance of the mortgage. Mr. Kortze seconded the motion and unanimously approved.

Billing Update - Mr. Demand made a motion to allow Mr. Gajdosik and CAG to allow a discount of up to 20% on outstanding invoices. The motion was seconded by Mrs. Llodra and unanimously approved.

New Business:

Appointment of Legal Firm - A motion was made by Mrs. Llodra to appoint the firm of Chipman, Mazzucco & Emerson as legal counsel for NVAA. The motion was seconded by Mr. Kortze and unanimously approved.

Appointment of Financial Advisor Firm - A motion was made by Mr. Kortze to appointment Stifel Nicolaus as NVAA's financial advisor firm and to authorize Mr. Waterbury and Mr. McLachlan to sign any and all documents to effectuate the change. Mr. Simms seconded the motion and unanimously approved.

2020 Meeting Schedule - Mr. Kortze made a motion to approve the 2020 meeting schedule. The motion was seconded by Mr. Waterbury and unanimously approved.

Adjournment: Mr. Kortze made a motion to adjourn the meeting at 9:05 p.m. The motion was seconded by Mr. Demand and unanimously approved.

Respectfully submitted,

E. Patricia Llodra
Secretary
Newtown Volunteer Ambulance Association Inc.