

VAILS GROVE COOPERATIVE. INC.

BOARD MEETING

April 17, 2025

CALL TO ORDER: PLEDGE OF ALLEGIANCE

Ms. Myers called the meeting to order at 8:06 pm. All rose for the Pledge.

ATTENDANCE:

Present: Mr. DeFelice, Mr. Duffy, Mr. Janecek, Mr. LaRocca, Mr. McGuinness, Ms. Myers, Ms. Mytych, Ms. Rubini, Ms. Salerno and Mr. Vincent. Absent: Ms. Broderick, Mr. Early and Ms. Olimpieri.

ACCEPTANCE OF MINUTES:

Mr. DeFelice made a motion to accept the minutes from March 2025 meeting. Mr. Vincent seconded. All in favor. Motion approved.

COMMENTS AND CONCERNS OF STOCKHOLDERS:

Helen Vail wanted to report that Paul Iarossi and Jonathan Flink have volunteered to be on Lend-a-Hand committee. They both have some good ideas regarding how to help people in various situations. Ms. Vail said there is no limit to what the committee could do to help neighbors.

Patti Tompkins is at Waterview. Patti is very frail. Don Burrows is at Paramount. His cousin has come to visit and is spending some time with Mr. Burrows. Helen suggests that perhaps people could go visit a neighbor, perhaps Millie Martin, perhaps take a walk with her, etc.

COMMUNICATIONS NOT INCLUDED IN REPORTS:

Ms. Myers read a letter from Roya Lashkari regarding a piece of equipment stored on a neighbor's property. Letter is attached at end of minutes.

The next letter is from Larry and Lynn Feder regarding a power boat course. Letter is attached at end of minutes.

A letter was received from the Croton Falls Fire District requesting a meeting to discuss the dry hydrant at the pavilion area to be repaired or replaced. Mr. Janecek had a discussion with Mr. Daday. The fire department is asking if the Grove has any specifications on this. Letter attached.

The office received a letter from the Brewster Fire District Capital Project Presentation regarding the use of the Pavilion to present this information to the Southeast residents. We will present Mr. Schramek with different offers of when they would like usage. Mr. LaRocca asked to see a copy of the plans. Letter attached.

Ms. Myers stated that Mr. Janecek wrote a letter to the Board about an issue that recently happened. Our tennis court contractor was called about 20 times from a blocked number. When he did finally answer the call, it was a person stating that he was a stockholder at Vail's Cooperative. The Vail's Grove contractor then went on to intimidate and threaten the contractor with serious consequences and warned that he would face significant problems if he chose to move forward with the project, effectively scaring, threatening, and coercing the vendor to walk away from our project. This action by that stockholder is against the law, and it is called tortious interference. Mr. Janecek suggested that the board retain an attorney to get the Grove money back that we lost. The lowest vendor to bid on our tennis court project was \$17,000 less than the second vendor and therefore because they threatened our first vendor, the co-op will end up spending \$17,000 more and Mr. Janecek feels we should try to get our money back. This could be done by subpoena to find out who called from the blocked phone number and serious repercussions could ensue once we find out who the stockholder was that called the vendor.

VICE-PRESIDENT/LONG RANGE PLANNING – DAVID JANECEK

Planning Tracker

Attached is the updated Planning Tracker, which includes all feedback provided during last month's meeting, as well as subsequent updates received to date. Please review and share any additional comments.

Generator RFP Update

- 11 vendors were contacted.
- 3 vendors declined to participate.
- 1 vendor, familiar with our system, stated that a site visit wasn't necessary. They will be submitting a proposal by the due date.
- 2 vendors have not scheduled site visits:
 - One initially expressed interest and was sent the RFP but did not follow up.
 - The other has not returned our phone calls.
- 5 vendors visited the site and gathered information to compile their bids. I attended all site visits and Pat accompanied me for two.

Key takeaways from these visits:

- Nearly all vendors were curious about our need for a new generator. I believe this question was based on their experience of most organizations waiting for a unit to completely die and not being proactive. All acknowledged our unit is old, but appears to be in good condition. Most thought it has very low hours. All concluded it's not the right machine for the building.
- Two bidders noted that our current unit only has 1,000 hours on it. All agreed that a generator, if maintained, should last 5,000 hours or 30 years—and with excellent maintenance, up to 10,000 hours and beyond 30 years.

All noted that our current 400-amp transfer switch is mismatched with our 200-amp service. While most vendors can work with it, they recommend replacing it if we proceed with a new generator.

One bidder conducted a very detailed inspection of the generator and discovered numerous dead mice. I believe the inspection served two purposes, as he seemed puzzled by our unique configuration. While part of it was to assess the current setup, it appeared he was primarily trying to understand how a generator twice as big as we need—delivering more than 200 amps—hasn't caused significant issues. He was looking for how the output might be reduced to align with the 200-amp breaker panel. His conclusion, though not certain, was that we are likely feeding more than 200 amps into a 200-amp panel. He seemed surprised that we haven't burned out pumps or caused other damage. However, he concluded that if he had continued inspecting, he might have discovered something in the setup that's been protecting the building. I assume we have something in place to reduce the amps the 200-amp panel, but this would need to be verified and if VG chooses to retain the existing unit we should confirm this. Many vendors believe our current generator is oversized. Most suggest that a 48–80 kW unit would be more appropriate.

- Most stated that a generator should run at least 100 hours per year and run weekly for a fix period of time.
- Most vendors indicated that Generac is the least preferred brand. Kohler, H.O. Penn, and Cummins were generally viewed more favorably. Prices increase as you move away from Generac.
- Some suggested that if we go with Generac, set up would be more difficult as the wiring is different from the existing Kohler to Generac.
- Lead times vary. They can be as long as 50 weeks for high-end units such as Cummins or H.O. Penn. Generac models and smaller Kohler units in the 48kW to 80kW range are reported to have shorter lead times. However, all vendors stated they could reach out to their network of dealers to locate and ship in a unit if desired, rather than waiting for one to be built at the factory.
- All stated that a small section of the fence will need to be removed to allow

installation. This can be easily done, by removing a dozen or so fasteners. Petr should be able to do this.

- Opinions varied on whether a new concrete pad is needed—some said it's necessary, others said the existing one is sufficient.
- All offer monitoring and service, albeit one said he's not coming at 3am to fix it. Most have 24/7 service. Some have a yard filled with portal back up units, while others would need to go to a 3rd. party to rent one (Deckers, United, etc.)
- Three vendors arrived in mechanic trucks or company service cars and appeared to be either the owners or lead technicians. Others arrived in high- end vehicles such as Porsches and BMWs. While all seemed qualified, the mechanics appeared more candid and straightforward.
- One vendor specifically mentioned that our current generator is a reliable model and was built with a good Ford motor. He stated that replacement parts are readily available, and he has a warehouse full of parts for it. But he acknowledged that it oversized and pushing out more than 200amps.
- At least three vendors offer portable backup units that can be installed within a few hours if needed. The estimated rental cost is a few hundred dollars per week. The others would need to go to 3rd. parties to obtain a backup unit.
- **Please see attached RFP Notes for more detailed notes.**

Conclusion. Based on discussions with the bidders, I've concluded that replacing the generator is not an immediate priority. However, I do believe it would be wise for Vail Grove to plan for this investment in 2025. The recommendation is not driven by a concern of imminent failure, but rather by the fact that the current unit appears to be an ill fit for the building's actual needs.

The existing generator is significantly oversized—producing over 200 amps, which may be feeding into a 200-amp service panel. (While only one vendor raised this specific concern, all agreed the current transfer switch, and panel are not properly matched to the generator.) If this assessment is accurate, the mismatch could lead to an increased risk of issues such as overheating or equipment wear.

A more appropriately sized unit—likely in the range of 48kW to 80kW (outputting 200 amps)—would better align with the infrastructure and provide a safer, more deficient solution for the long term.

We'll have bids by the 25th of this month and I look forward to a review in May

Drainage / Excavator RFP Update

- 6 vendors were contacted and provided RFP
- 1 vendor declined to participate.
- 2 have set up site visit
- Awaiting the last 3 to set up site visit
- **Please see attached for more detailed notes.**

SECRETARY/OFFICE TOM DUFFY/CINDY BATTREALL

The next three meetings of the Board of Directors will be May 15, June 19, and July 17. The Annual meeting will be Sunday, September 14 at 11 am in the Pavilion. This year, five Director positions will be expiring. Those five are Mike Early, David Janecek, Jason LaRocca, Pat McGuinness and Ellen Mytych. Information about the election will be out within the next few months. These will all be three-year positions.

Office hours are 8 am until 4 pm.

Any issues that need to be brought to the attention of the Board, need to be sent in writing to the Office and it will be forwarded to the proper Board member.

REAL ESTATE TOM DUFFY

Mr. Duffy made a motion to approve an application from John Murphy of 6 Vail's Lake Shore Drive to construct a one-story addition to include a kitchen and primary bedroom suite. Letters went out. No issues. Ms. Rubini seconded. All in favor.

Mr. Duffy made a motion to approve an application from John and Katherine Emminger of 2 Maple Lane to remove stairs and ramp and for construction of a 10 x 15 deck plus stairs. Mr. McGuinness seconded. All in favor.

Mr. John Hillner sent a letter requesting that Vail's Grove split the cost of the replacement of a fence by the Boat Ramp. The price would be \$890 and Mr. Hillner said that the fence is there to block the Boat Ramp. It gives privacy from the boat ramp. Vails Grove paid half of the cost when it was initially put in. Mr. Duffy made the motion that Vails Grove pays up to \$500 for this improvement at the Boat Ramp. Mr. McGuinness seconded. All in favor. Mr. LaRocca suggested the possibility of using some of the fencing elsewhere, where it might be needed.

TREASURER REPORT/PAVILION REPORT/ETHICS REPORT ELLEN MYTYCH

Ms. Mytych reported that financially, Vail's Grove is in very good shape. The profit and loss report is in the packet. Total income is at 78.8% which is elevated from land sale. Total income shows as \$480,573, but if we remove the land sale amount, it is \$331,173 which is 54.24% and expenses are at 24.26% which is very good for this time of year.

Ms. Myers requested that Ms. Mytych keep very good records of Tennis Courts income and expense.

Ms. Mytych made a motion for rental application approval from Meghan Cassidy for June 29 for a graduation party. Mr. Vincent seconded. All in favor.

MEMBERSHIP

Ms. Rubini made a motion to approve application for re-finance from Moira Tolan pursuant to the receiving an appraisal. Mr. McGuinness seconded. Ms. Rubini abstained. All others in favor.

BEACH/TENNIS PAUL DEFELICE

Mr. DeFelice reported that we have lifeguard applications and expecting a few more. He will get together with head lifeguard to look through the applications.

As far as Tennis courts, we had some trees taken down for preliminary work, for a very good cost. We went to the Town of Southeast and received the Building Permit and there were no wetlands considerations as we are grandfathered in. The contract will be signed shortly.

BUILDINGS & GROUNDS JOAN MYERS

Ms. Myers reported on Petr's accomplishments this past month:

Picked up garbage, emptied trash cans, picked up sticks and debris left out by stockholders, dug a trench from garage to lake fixing a problem we've had for years with Mike Mytych, cemented decorative pavers by pavilion, fixed a piece of equipment at playground, re-purposed and renovated the pavilion closets and painted, finished painting bathroom walls as well as bathroom sink and cabinets and updated bathrooms with new mirrors, painted kitchen, removed dock behind the Janecek house and built 3 new sections for that spot, added new dock section for dock behind Duffy house, pavilion dock is 90 percent done – most of it is already out; all still need to be installed when weather permits, built new gate for pavilion dumpster, fixed dangerous collapsing hole on Locust Road – by Laurino house, began investigating drainage clog behind Locust Road.

SUNSHINE: RONNIE WALTZER

Get well wishes to Judy Smith, Don Burrows and Patti Tompkins,

LEGAL MARY RUBINI

Ms. Rubini made a motion to move the transfer of shares and proprietary lease owned by Sean and Debbie Kelly into a Trust. Mr. Vincent seconded. Ms. Rubini abstained. All in favor.

SHAREHOLDER COMMENTS:

Meeting adjourned at 8:50 pm. Meeting called to order again.

John O'Loughlin suggested that the Board meetings are recorded and put the audio and visual on the website. Ms. Myers said we will discuss it.

Motion to adjourn the meeting at 8:51