

VAIL'S GROVE COOPERATIVE, INC.

BOARD OF DIRECTOR'S MEETING

January 20, 2010

CALL TO ORDER:

Chairperson Victoria Desidero called the meeting to order at 8:05 pm and asked all to rise for the Pledge of Allegiance.

For the record, Secretary Sharon Scott is in Florida and is listening to the meeting on speakerphone. This is not to be counted as a required attendance.

ATTENDANCE:

Assistant Secretary Cindy Battreall took attendance. Present: Victoria Desidero, Ronnie Waltzer, Tom Duffy, Ellen Mytych, Frank Cassidy, Sue Enos, Mary Rubini, Rob Norcross and Joan Myers. Absent: Sharon Scott and Fred Witte.

ACCEPTANCE OF MINUTES:

Ms. Waltzer made a motion to accept the Minutes from the December 2009 meeting. Joan Myers seconded. Rob Norcross and Joan Myers abstained. All others in favor. Motion passed.

COMMENTS & CONCERNS OF SHAREHOLDERS:

Jim Kiernan addressed the Board about the renting of the Pavilion to Kingsley's Market again this year for their annual Game Dinner. Mr. Kiernan would like the Board to not approve the application. He stated that last year, Kingsley's was selling tickets at the door, which the Grove application prohibits and that the Pavilion was overcrowded. Rob Norcross agreed with the statements of Mr. Kiernan.

COMMUNICATIONS NOT INCLUDED IN REPORTS BELOW:

Ms. Desidero read a letter from Mr. and Mrs. D. Costello Jr., stockholders at Vail's Grove, complimenting Cindy Battreall on her work in the office.

COMMITTEE REPORTS:

CHAIRPERSON:

Ms. Desidero announced that Ms. Waltzer would be the Co-Chair of the Real Estate Committee as well as Janet Murphy and Michael Davies being new members of that

Committee. Ms. Myers has resigned from the Tree Committee and Ms. Waltzer will now be the Chair of that Committee.

VICE-CHAIRPERSON:

Ms. Waltzer reported that the Rules and Regulations revisions are complete. Ms. Waltzer made a motion to accept the Rules and Regulations as revised effective January 2010. Sue Enos seconded. All in favor. Motion passed. The Rules and Regulations will be sent out to all residents. Ms. Desidero thanked the original revisions task force of Jack Waltzer, John Lee and Ray Harting for beginning this process.

VICE PRESIDENT & WWTP:

Mr. Duffy made a motion to allow the Arben Group and Stearns & Wheler employee's private vehicles to use Becker's Way and Vail's Lake Shore Drive for the following 24 months with access to the North End Ball Field (main storage site) contingent upon Arben providing us with a written description of their Employee vetting process and that there will be identification on all Arben vehicles so that they are easily identifiable by Vail's Grove residents and that all Arben and Stearns & Wheler vehicles will be registered in the office. Ms. Myers seconded. All in favor. Motion passed.

Mr. Duffy made a motion that all concerns and questions of Vail's Grove employees, Board members and residents regarding the Waste Water Treatment plant will be addressed to the Office, pursuant to a request from Stearns & Wheler. The office will maintain a log of these questions/concerns and will contact Stearns and Wheler with these issues. The Office will report each concern and answer to both Mr. Duffy and Ms. Desidero. It will be suggested to Stearns & Wheler that Arben have a "standard response" to anyone making any inquiries regarding this project and refer them to the Office. Ms. Myers seconded. All in favor. Motion passed.

Mr. Duffy also reported on the Survey Project. He reported that he and Ms. Waltzer are continuing to meet with Bergendorf-Collins and that things are progressing.

SECRETARY:

Assistant Secretary Cindy Battreal read the Secretary/Office Follow-up items report:

1. List of documents that can/cannot be signed by the Chair of Board – Mary Rubini
2. Identify County Regulations regarding notifications to residents when there is a water problem. This item will be closed once the office pulls out a copy of the Sub part 5-1-NYS Health Department Regulations – Office
3. Letter sent to Costello/Dress concerning water problem/remediation between Costello and Dress house – Closed Item
4. Final resolution to Dress water problems – Jack Waltzer
5. Send letters to all bidders on RFP for water main project to advise that a decision has not yet been determined – Jack Waltzer/Office

6. Confirm Boat Ramp keys are returned from Boat Ramp Committee Members – John Myers / Office
7. Update on Stockholders in arrears that went to Legal – Office/Mary Rubini
8. Auditor RFP decision – Ellen Mytych-Closed Item
9. 19 Orchard Rental Status – Office
10. Jim Burns land dimensions to Treasurer to establish number of shares for proposed land sale and receipt of check – Victoria Desidero-Closed Item
11. Insurance Coverage for Environmental Impairment Liability – Victoria Desidero – Closed Item
12. Determine ownership of tree between Mullins and Desidero. Since the last meeting an Arborist has determined the tree should come down – Joan Myers
13. Bill from Terry Bergendorf-Collins for surveys completed before end of 2009 – Closed Item
14. Continue to lobby for Maple Lane that the construction road will be permanent at end of WWTP project - TBD
15. Determine if Costello shed is on his property or on the Dress property – Joan Myers
16. Notification to those stockholders whose land surveys are completed for review of the results – Tom Duffy.

TREASURER:

No Report

OMBUDSMAN:

No Report

LONG RANGE PLANNING:

Ms. Mytych reported for this Committee, reading notes provided by Ms. Scott. Next steps for our top two projects (Replacement of Water Mains and Replacement of Water Tanks) on the prioritized list are to get three Engineering firms to review both projects and provide estimates for both Engineering costs as well as budgetary estimates of the cost of each project. We agreed that the three Engineering firms we will use are Bibbo Associates, Insite Engineering and Putnam Engineering. We have an engineering bid from Bibbo Associates for the Water Tank Replacements, but we do not have an estimate of what the project will cost.

We need to contact Bibbo for the cost estimate of the Water Tank Replacement project and also ask them to quote on the Water Main Replacement project. John Lee had taken the lead with arranging the Bibbo site visit in September and feels we will not be able to get a cost estimate until the engineer has plans, specifications, and drawings done. John believes they would not provide this kind of information at no cost to us.

Jack Waltzer is taking the lead in contacting Insite Engineering and Putnam Engineering for review of both projects and cost estimates for each project. We will ask them if they can provide an estimate for the cost of the project.

BUILDINGS & GROUNDS/ PUMPHOUSE:

Ms. Waltzer read the following report in Mr. Waltzers' absence:

WWTP construction has commenced. Contractor (Arben) has been given a key to the North End and has placed trailers on our ball field, which will be completely renovated post-construction, and has also placed two large storage containers on Vail's Grove property just south of the access road cut-in and east of our road. In doing so, he has moved and "lost" piles of sand and item 4 used in water main repair. S&W has been notified we wish these items replaced. We have also notified S&W of our need to maintain access to the area just south of the new access road as a place where we can place VG biodegradable wood and leaves.

(At this point there was some discussion regarding an "easement" that Stearns & Wheeler has stated that we granted them. Mr. Duffy stated that there was no such easement and in fact the questionable area (southwest area of the property) of concern was included in the additional half acre that the Grove sold to the Towns. Ms. Rubini agreed with this. Mr. Duffy and Jack Waltzer will discuss this further.)

B&G has been very satisfied with the snow plowing service thus far and would like to know whether any shareholder/resident has experienced a problem we don't know about.

Storm water drains at the intersection of Hickory/Vail's Lake Shore Drive and just northwest of the rental garages/Vail's Lake Shore Drive have been repaired.

The area in which B&G thought we could use for biodegradable items at the north end will not in fact be available and we will look at the area just south of the wetland in the boat storage area after all the boats have been removed to determine whether using that area will not interfere with boat storage.

Routine B&G work is ongoing.

Our B&G Man had repainted the pumphouse in time for our Annual Health Department assessment, which took place last week. As usual we passed with flying colors. Two items still requiring completion (not due yet) are small changes to the "raw water" bibs at the well water inlets to the pump house, and the upcoming requirement for a written "Emergency Plan" required by New York State. The PCHD will furnish Vail's Grove with a template for the plan this month. In addition to the Assessment, Ms. Kathleen Heuschkel, who has completed the Class C and D schooling, successfully completed the oral practicum during the inspection and is in the process of applying for C and D NY State Certification as a qualified Water System Operator. She has also been assisting by

performing the required daily checks on weekends. Congratulations, and a thank you, for Kathleen is in order.

Jay Moore was driving the truck recently through Brewster and was pulled over and Vail's Grove received 11 violations. They have all been remedied and Jay Moore and Mr. Waltzer will plead not guilty when they go to court for these tickets. It seems that the Brewster Police Department was conducting a major check-up of trucks in the area. Our truck is now registered with the DOT and we will be sure that truck maintenance and registrations are in the job description of our maintenance man.

AESTHETICS:

No Report.

SUNSHINE:

Sue Enos reported that Millie Martin recently underwent a procedure at Putnam Hospital and Jim Sheridan is currently undergoing tests at the Mayo Clinic in Jacksonville, Fla. Ms. Enos also read thank you notes from Joan Visbal and Joan Mullins for their fruit baskets. Ms. Enos asks that we keep our neighbors in our prayers.

MEMBERSHIP:

Mr. Cassidy made a motion to impose a \$100 improper use fee and the 10 percent monthly rental fee retroactive to the beginning of the rental at 19 Orchard Road. In addition, the entire Rental Application Packet must be received in the office by January 29th in order for the Stockholder to not be assessed the \$25 per day improper use fee. Failure to do so will revoke the waiver of this fee. Ms. Waltzer seconded. All in favor. Motion passed.

BEACH:

No Report

PUBLIC SAFETY:

No Report

COMMUNITY LIASION:

No Report

WELCOME:

No Report

LEND-A-HAND:

No report

BOAT RAMP/NORTH END STORAGE:

No report. The office will remind Mr. Myers to get keys back from the Committee members.

INSURANCE:

Ms. Battreall reported that all 2010 policies are bound and payments have begun.

PAVILION:

Ms. Waltzer made a motion to approve application from Kingsley's Market, sponsored by Frank Cammisa, for their annual game dinner to be held on February 27, 2010. Mr. Duffy seconded. After discussion by the board and in consideration of the comments made by the stockholder who sponsored this applicant last year, a vote was taken. All against. Motion denied.

RECREATION/SOCIAL:

Ms. Rubini reported that the Christmas Party was a lot of fun. In addition, there will be a Valentine's Day Party on February 6, from 2:00 – 4:00 pm in the Pavilion.

Ms. Rubini reported that the New Year's Eve party was a huge success and thanked Joan Ford and her Committee. The Board will discuss what to do with the \$400 profit from the party.

LEGAL:

No report

REAL ESTATE:

Ms. Waltzer reported for this Committee. The first issue to be discussed is that Chris Dress would like a decision on the shed placement question between his house (107 VLSD) and the Costello house (105 VLSD). Ms. Waltzer and Ms. Myers suggested putting issues such as this, which are not emergency issues, on hold until the surveys for those properties are complete. Ms. Desidero wants to be sure that Stockholders should not have to wait until the surveys are done if their need to know is immediate, otherwise they should be informed in writing that their question would be answered when the

survey of their property is complete. Ms. Waltzer will draft a letter to Mr. Dress that a determination on this will not be made until the surveys in that area are complete.

Ms. Waltzer then opened a discussion about several residents who, over the summer, built structures that did not get Board approval and that are out of their footprint. Ms. Waltzer proposes that these Stockholders put in the appropriate application, pay the application fee, and pay an improper use fee for doing this work without Board approval and then come in front of Board for the proper approvals. Ms. Myers suggests that the entire community should receive amnesty, which is to say that if they put in an application and pay the fee, they will get approval for any prior work done. Ms. Mytych said that the need to get approval is based on the rules; to be sure they have built structures according to our rules. Ms. Rubini stated that the Town of North Salem did not let residents automatically have approval; they still needed to go through the entire application/approval process. Ms. Myers said that many people have already built many things that are not consistent with the rules and wants to know if the Board will make them take these down. Ms. Desidero stated that if the structures are not consistent with our rules, they might need to come down.

Ms. Myers is concerned because there are many places in the Grove that do not have the space to follow the "10-foot" side yard rule. Mr. Duffy said that the 10-foot rule prevents the Grove from becoming too tight. Ms. Myers says that people will then not be able to utilize their land and that it is not fair to them. Mr. Duffy said that people know this when they purchase. Ms. Desidero discussed what amnesty actually means. Ms. Myers says that perhaps people do not know about the rule. Mr. Duffy said the Board couldn't justify the fact that people do not know the rules. Ms. Myers wants to give everyone a chance and not to penalize people for what they have already done and in the future make sure they all know the rules. Ms. Myers motions that amnesty includes not having these items reviewed by Board and letting everything stand, with a fee, not a fine, being paid. Ms. Rubini seconded. Ms. Mytych stated that this means if someone built a 20-foot high fence, although the Grove does not allow this, this person would get to keep this fence. Ms. Myers then withdrew her motion.

Ms. Rubini explained that when houses are being sold they have not always, in the past, had the proper Town approvals and she has to be strict about this prior to closings taking place. Mr. Duffy explained that that is also a good reason why people need to have Grove approval. This will be a problem when people are trying to sell. Ms. Waltzer made a motion that anyone who has built a structure not previously approved, to come forward, submit an application, a plan, pay the fee and the Board will review. The amnesty is for the improper use fee and daily fines. Ms. Rubini seconded. Mr. Duffy said the Board should not be second-guessing themselves about enforcing the rules. Ms. Rubini stated that this would need to be a mailing telling everyone what exactly is included in the amnesty, that they should ask questions, talk to the Real Estate Committee, and tell them the reason we are doing this (closings and Certificates of Occupancy). The deadline would be August 1. The Real Estate Committee would need a lot of time to review these items. Vote was taken. In favor: Ellen Mytych, Mary Rubini,

Rob Norcross, Tom Duffy, Ronnie Waltzer, and Frank Cassidy. Against: Joan Myers.
Motion approved.

TREE COMMITTEE:

Ms. Waltzer reported that she and Ellen Mytych met last night and that they have a list from Cornell Cooperative Extension of Certified Arborists. All Arborists are affiliated with a tree removal management company. They did offer the American Society of Consulting Arborists, who could possibly come in to look at our trees for a fee. Ms. Mytych and Ms. Waltzer feel that the best plan would be to notify shareholders in writing that people need to be cognizant of any potentially hazardous trees on their property and that we have a list of companies they could contact, some of whom would be willing to work on a payment plan basis. This information would be in the Vail's Voice and on the Web site. Ms. Mytych said that they would inform the stockholders that they could contact the Tree Committee with any questions. Mr. Norcross asked if we would be having an Arborist going around the Grove. In addition, Ms. Waltzer stated that we would ask Jay Moore to pay attention to any trees in question, in which case we would get an Arborist to come in, although on shareholders property, the shareholder would be responsible for the fee. The letter from the Grove would let the homeowners know about their liability if the tree is on their property. Mr. Norcross stated that it is very expensive to have trees taken down and what would happen if there were disputes regarding if a tree is a danger. Ms. Rubini said that if we give written notice, the Grove has put you on notice and it is the stockholders responsibility if the tree falls. Ms. Mytych said she would ask Jay Moore about the top five danger trees to have an Arborist come to look at. There is tree removal money set aside in the Buildings & Grounds fund that could be used if needed. Ms. Waltzer stated that the tree between 109 and 111 VLSD is on Grove property and that two tree people said the tree should come down, but that it is not an emergency. The reason an arborist was not brought in at the time was that Tompkins and Nicks Tree Service both offered to come look at the tree for no charge. It was then suggested that we go with those recommendations, and Ms. Myers stated that that is not the policy. Mr. Duffy made a motion to take the tree down for a cost of \$700. Ms. Mytych seconded. Ms. Rubini stated, that to Ms. Myers point, an arborist is supposed to come look at the tree. Ms. Mytych stated that because it is on coop property, we could do it based on the opinion we received. Mr. Duffy said he would rather go with the opinions of the tree people rather than spending money on an arborist. Mr. Duffy said in most cases, it is obvious when a tree is dead. Ms. Myers stated that if everyone claims a tree on Coop property is dead, and we keep calling in an arborist, it will cost the Grove a lot of money. Mr. Duffy amended the motion that it is contingent on an arborist saying the tree needs to be removed, for the arborist's fee of under \$200. Ms. Myers does not agree with that. Mr. Duffy removed his motion. Ms. Myers said there is a tree across the street from her that is shedding huge branches and she wants it down. Ms. Mytych said the Tree Committee will get an Arborist out to see if the tree between 109 and 111 needs to come down.

NEW BUSINESS:

Ms. Myers would like to know how much money we were able to save on taxes from the Land Sale, based on how much we were able to spend on the Capital Expenditures. Ms. Mytych said that our auditor is working on the financials right now and we will have an answer to that when it is complete.

Meeting adjourned at 10:05 pm.

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