

VAIL'S GROVE COOPERATIVE, INC.

BOARD OF DIRECTOR'S MEETING

January 17, 2012

CALL TO ORDER:

The meeting was called to order at 8:00 pm and Ms. Waltzer asked all to rise for the Pledge of Allegiance.

ATTENDANCE:

Mr. Cassidy took attendance. Present: Mr. Cassidy, Ms. Desidero, Mr. Duffy, Ms. Enos, Mr. McGuinness, Ms. McHale, Ms. Myers, Ms. Rubini, Mr. Ryan, Ms. Waltzer, Mr. Witte. Absent: Ms. Mytych and Mr. Norcross.

ACCEPTANCE OF MINUTES:

Mr. Cassidy made a motion to accept the Minutes of the December 2011 meeting. Mr. Ryan seconded. Mr. Duffy suggested some changes to item 1 of the Comments and Concerns of Stockholders. He read them and will give to the office for changes. Abstained: Ms. Myers, Ms. Desidero and Ms. Waltzer. All others in favor pursuant to the changes being made.

COMMENTS & CONCERNS OF STOCKHOLDERS:

None

COMMUNICATIONS NOT INCLUDED IN REPORTS BELOW:

None

COMMITTEE REPORTS

CHAIRPERSON:

No Report

VICE-CHAIRPERSON:

No report

VICE-PRESIDENT:

No report

TREASURER:

No Report

ETHICS:

No Report

SECRETARY:

Mr. Cassidy reported the following: The deadline for the next edition of the Vail's Voice is January 25th. Peter Rossi, our Independent Auditor will be spending the day in the office on January 23rd to begin our yearly Financials, and the office is now processing payroll through our QuickBooks program which is saving the Grove a substantial amount of money. Ms. Enos inquired about the possibility of using credit cards for Stockholders to pay their quarterlies. Ms. Battreal will look into this.

SUNSHINE:

Ms. Enos reported the following: We received a thank you note from the family of Bob Gregory for the flowers sent by the Grove; Mrs. Mullaney broke her leg and is currently in Bethel Rehab in Bethel, CT. Ms. Enos reported on the following engagements: Ken Ford Jr. is engaged to Barbara Bigler, Katie Murphy is engaged to Chris Bohren, and Kara Rossi is engaged. Ms. Enos also read a thank you note from Angela Terilli.

REAL ESTATE:

No Report

BUILDINGS & GROUNDS:

Mr. Davies reported that some inside projects will be worked on. Mr. Davies reported that there has been a leak at the pump house for the last month and due to this, there is a lot of saturation of the McGuinness' septic and leach fields. This has resulted in the McGuinness' needing to have the septic pumped; Mr. Davies makes a recommendation to reimburse them for this. Mr. McGuinness stated that he is not sure where the problem is coming from. He was informed that the fields are saturated and they will need to pump out the distribution box. Mr. McGuinness said that there continues to be a problem with his septic. Ms. Desidero made a motion to reimburse the McGuinness' for the two pumpings of his septic. Mr. Witte seconded. Mr. Davies stated that these pumpings are needed to be done due to the leak and it is possible it will happen again. Ms. Desidero stated that the Board can only vote on what has already happened. Mr. McGuinness said that no one could say for sure if this situation is occurring due to the leak at the pump house. He understands if the Board does not reimburse him, as he will not know exactly where the problem is until he gets a backhoe to dig up the area. Mr. Duffy asked for more information about the leak. Mr. Davies said that he was told by Jay Moore that the water comes up in the tank and something is supposed to stop the water from rising at a certain level, and that is what is malfunctioning. The water is pouring out of the tanks and coming out of the building. There was a working drainage system, which does not work now. The water is coming out in the little parking lot and continues down under the road into the McGuinness' lawn. P.F. Beal came to fix it but Mr. Davies said it is still happening and Beal will come back. Vote was taken. Mr. McGuinness abstained. All others in favor. Motion approved. The Coop will reimburse the McGuinness'.

INSURANCE:

No report

TREE:

No report

MEMBERSHIP:

Mr. Ryan made a motion to approve a Membership Application from Tim Myers/Monica Mastrianci for transfer of 73 Vail's Lake Shore Drive. Ms. Enos seconded. Ms. Rubini abstained. All others in favor. Motion approved.

Mr. Ryan made a motion to accept a Membership Application from David Janecek/Amy Keller for 95 Vail's Lake Shore Drive. Ms. Desidero seconded. Ms. Rubini abstained. All others in favor. Motion approved.

Mr. Ryan made a motion to approve a Membership Application from Mr. and Mrs. Mullaney to purchase 18 Vail's Lake Shore Drive. Ms. Desidero seconded. Ms. Rubini abstained. All others in favor. Motion approved.

Mr. Ryan made a motion to approve a re-finance application from Robert Tranchida at 11 Orchard Road, subject to receiving appraisal. Ms. Enos seconded. All in favor. Motion approved.

Mr. Ryan gave a report on the Membership Application from Peter Vincent to purchase 11 Locust Road. Mr. Ryan recommends not approving. Mr. McGuinness seconded. Ms. Rubini abstained. All others in favor. Motion approved.

BOAT RAMP:

No Report

WWTP:

Mr. Duffy reported that Warren Lucas, Town of North Salem Supervisor, contacted him last Friday to ask if the District could use Vail's Grove water out of the lake to save money, in order to do the Phase 1 testing of the WWTP, rather than bringing trucks down Maple Lane. Mr. Ryan asked if we could ask for money for this. Mr. Duffy said no, it's the District money and Warren Lucas is more concerned about the trucks on Maple Lane. Mr. Duffy made a motion to allow the District to use our water to proceed with the testing required with clean water. Ms. Enos seconded. All in favor. Motion approved. Mr. Duffy also reported that Warren Lucas indicated that the Department of Transportation will not grant any entrance to be re-opened for a construction road, but that he would still look into this. The line of sight is not good for that and our already opened roads are grandfathered in as far as sight lines are concerned.

Ms. Desidero stated that in older Minutes, it is stated that a few trucks a day would be going through Maple Lane. Mr. Duffy said it's the trucks used by the employees of the WWTP. Ms. Desidero stated that when we gave the easement for the plant, we gave very specific allowances and non-allowances. Mr. Duffy stated that we never specified a number of vehicles and Ms. Rubini stated that we gave them an easement because they needed it. Mr. Duffy said that if they told us there would be 25 trucks a day, we still would have approved them because we needed to get the Obama money.

Ms. Desidero stated for the record that she was on the Board at that time and she does not think it is fair to say that the people on the Board would have voted for this, as she was assured there would be a only few trucks. Ms. Desidero said that it was her understanding that there would only be a few trucks a day and that's why she voted for it. Mr. Duffy said nothing has changed, and maybe just his wording in the last meeting was misused. The work needs to be done and the trucks will come in, as this needs to be taken care of. Mr. Andrews complained about the speed of some of these drivers. Mr. Duffy and Ms. Waltzer stated that unfortunately many people drive in the Grove at high speeds.

PAVILION MAINTENANCE:

Mr. Witte reported that the water cooler in the kitchen has been replaced.

PAVILION RENTALS:

Ms. Enos made a motion to approve a rental application from Cindy Battreall for use of the large room on February 11, 2012 and to waive the "sponsorship". The fee will be \$350. Mr. Ryan seconded. All in favor. Motion approved.

LONG RANGE PLANNING:

Ms. Waltzer presented a report that was prepared on our water tanks in May 2004. At that time, submarine cameras went into the tanks to ascertain the condition. This was done in 2004. Since the condition of the storage facility will change over time, the accuracy of the conditions of the storage facility as described in this report will decrease according to the amount of time that has lapsed since the date of inspection. If four or more years have elapsed, and this was done in 2004, this report should be considered null and void and the storage facility should be re-inspected to determine the current condition. Ms. Waltzer said that we are already eight years past this report. They also describe the condition of each of the tanks: that the east tank was in much worse condition. Two tanks hold 20,000 gallons and a smaller tank holds 5,000 gallons. The one storage tanks' interior protective coating failed several years ago. There is pitting and scaling – over as much as 80% of the area. The protective coating appeared to be bubbling, which affected 60% of area. Ms. Waltzer spoke to John Lee and he stated that these tanks were relined by Al Reynolds, but the report states that nothing has been done to these tanks. Ms. Waltzer then stated that Ms. Desidero and the Long Range Planning Committee has done due diligence in getting reports on how to deal with this. Ms. Desidero then stated that she prepared the following for the Boards to understand what was happening:

It became clear during the design phase back in the fall of 2010 that we would need a new pump house instead of using the old one. She then reported what the reason is that we need a new structure and about the costs and logistics. The existing building has three tanks protruding into the structure through the concrete wall. When we started the design we looked at just installing two new tanks up in the hillside and running everything into the existing building. When we really looked at the building we decided that having all the new equipment installed and then trying to renovate would be very risky. The roof would have to be shored and the odds are that the wall that surrounds the existing tanks would collapse while trying to remove the tanks. The time and care required by a contractor to perform this level of surgery would be extremely costly. Removing the existing piping inside the building would be time consuming and chances are that the new work would be damaged.

Ms. Desidero stated that we could get more bids for engineers for design and then put out the bids for the actual work and that we do not award the bid until site plan approval is gotten from the Town, because if you award the bid and you hold them up, you can incur additional costs. Ms. Waltzer said that the

recommendation included the tank, but not the new building. Ms. Desidero stated that it is in the plans and the specs are in the report. Ms. Waltzer asked why, in 2010, Putnam Engineering didn't tell us and go to work for a new Pump house and not just the tanks. Ms. Desidero said we put out a bid for them to create bid specifications for engineering and we did not ask for architectural drawings. Ms. Desidero said that is not what we contracted for. Mr. Duffy said that item 3 of the design phase calls for architectural plans for building restoration and Ms. Desidero said it is "building restoration", not a new building. Mr. Duffy said that if Putnam knows that the building would not be adequate, then why they proceeded with the design of building and that we paid \$11,000 – and asked if we could still use them or are they of no value to us. Ms. Desidero said there are things in the plans that we did commission them for. She also said it was not contracted for a new building. Ms. Rubini said she recalls that we needed to get a study about the tanks. Ms. Waltzer felt that Putnam Engineering should have been more forthcoming earlier on about there being no point in giving us plans to fix the building. Ms. Desidero said that Putnam Engineering did state that the Board might consider a new 10 x 15 water building to house the equipment and what he said he would do is to do plans for building restoration. Ms. Desidero said we are not being double charged and now we do need architectural plans for a new building. Mr. Duffy asked if we can still use these plans. Ms. Desidero said the new tanks will not go into the old building. She said that Paul Lynch will fix the plans to show the tanks in a new building. Ms. Desidero said that everything we paid for, we will get. The Town will not review anything until we have plans. Paul Lynch would charge us for architectural renderings. Ms. Waltzer proposed forming a Pump House Committee which she will Chair and get volunteers who are knowledgeable about this type of project. Ms. Waltzer stated that John Lee would work on the committee; Jack Waltzer also told her that he would work on it. Ms. Waltzer asked Ms. Desidero, who said that she would not have the time to work on this committee and also because she works for the ARB it would not be a good idea. Ms. Waltzer said she would like Michael Davies to work on this and she invited any members of the Board who would be interested. Ms. Waltzer said she would charge this committee to work as quickly as possible on this issue. Ms. Desidero said this could not go out for official bids until we get site plan approval and that Paul Lynch needs a survey of the area.

OMBUDSMAN:

Ms. Desidero reported that she has spoken to Jay Couillard about cleaning up his yard in early December. She called him again in January and informed him she would like to see progress. Ms. Desidero made a motion to give Mr. Couillard 10 days to cure or an improper use fee will be assessed. Ms. Desidero said she did inform Mr. Couillard specifically what we need to get done. Mr. Ryan seconded. Mr. Duffy and Ms. McHale abstained. All others in favor. Motion passed. Ms. Desidero will send a letter.

Mr. Duffy made a motion to send a letter to Jake Sears regarding the trucks parked at his house. Mr. Witte seconded. All in favor. A nice letter will go out asking him to remove trucks from Coop property.

LEGAL:

No report

RECREATION:

Ms. Rubini stated that there will be a Valentine's Day Tea on Sunday, February 12th. She also reported that the New Year's Eve party was a success and that \$450 was made from a raffle that was held. Ms. Ford thought perhaps that money could be used towards maintenance on the floor of the Pavilion.

AESTHETICS:

Ms. Waltzer reported that Catherine Morris will be holding a Master Gardeners Workshop on April 14 from 9 am until 12 pm in the Pavilion.

PUMPHOUSE/PUBLIC HEALTH:

No report

PUBLIC LIASION:

No report

BEACH:

Mr. Cassidy reported that the Lifeguard Application and Handbook will be on the website by the end of the month.

PUBLIC SAFETY:

No report

LEND A HAND:

No report

WELCOME:

No Report

SHAREHOLDERS COMMENTS AFTER MEETING:

Mr. Guldán of Maple Lane asked about the status of the sign belonging to the Environmental Center and reported that Town approval was never gotten for that. Ms. Waltzer stated that he should go to the Planning Board to complain about that. Mr. Guldán stated that he would do that. Mr. Guldán also asked about the parking area at the end of Maple Lane. Mr. Duffy said that he would make a motion to put gravel at the end of Maple Lane. Ms. Waltzer said she would ask Mr. Davies to look at the area and decide where gravel could be put for additional parking. Mr. Duffy made a motion to gravel the area for 4-6 parking spots at the end of Maple Lane. Ms. Myers seconded. All in favor. Motion approved. Mr. Guldán asked about the water ponding at the end of his driveway. Mr. Davies said he has tried to speak to GHD about this and has not received a response. Mr. Davies will talk to Warren Lucas asking him to speak to Sarah Cwikla and/or Ken Kohlbrenner about the sign. Mr. Guldán then asked about the survey regarding the construction road. Mr. Duffy reiterated that Warren Lucas said that that would not be able to be re-opened.

Meeting adjourned at 9:31 pm.