

VAIL'S GROVE COOPERATIVE, INC.

BOARD OF DIRECTOR'S MEETING

December 16, 2009

CALL TO ORDER:

Chairperson Victoria Desidero called the meeting to order at 8:09 pm and asked all to rise for the Pledge of Allegiance.

ATTENDANCE:

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

ACCEPTANCE OF MINUTES:

Sue Enos made a motion to accept the Minutes from the November 2009 meeting. Fred Witte seconded. Tom Duffy abstained. All others in favor. Motion passed.

COMMITTEE REPORTS:

CHAIRPERSON:

Ms. Desidero reminded the audience members about the opportunity to speak at the end of the meeting. The second sign-up sheet is on the back table of the room. Ms. Desidero announced that Bill Quinn is now Co-Chairperson of the Buildings and Grounds committee; John Lee has joined the Long-Range Planning Committee; Ellen Watson has volunteered to be our Welcome Basket Chairperson; Karen Bruen and Adeline Natiello have joined the Membership Committee; and Sam Mullins will now serve on the Public Liaison Committee and will attend the Town meetings in Southeast when he is here at the Grove. Ms. Desidero thanked all those who have volunteered for Committees and also thanked Donna Dyer for being the Chair of the Welcome Committee for the past three years.

VICE-CHAIRPERSON:

Ms. Waltzer reported that the Board is continuing the task of reviewing revisions to the Rules and Regulations and is happy to report that they are expected to be completed in January. At that time, the stockholders will receive a new copy of the Rules and Regulations.

VICE PRESIDENT & WWTP:

Mr. Duffy's provided an update on the WWTP. The Groundbreaking ceremony was held on November 21 and it was a huge success. We closed on the sale on the property at the North End. Mr. Duffy thanked Mary Rubini for all her hard work on this endeavor. The money from the land sale was deposited in the Capital Fund.

Mr. Duffy reported on the progress regarding the land surveys in progress. The surveyor is working along Vail's Lake Shore Drive. They will complete the lakeside first and then start again at the beginning of Vail's Lake Shore across the street at the Pavilion. Ms. Desidero stated that while the surveyors are here, we have been sending them around to help determine other issues. It has been decided that the surveyors will only do the scope of work in their contract and nothing extra at this time. They will not decide any tree issues, shed issues, etc. Ms. Scott asked if there has been any feedback about being off a large number of feet on any of the surveys along the property lines. Mr. Duffy said that there are no issues due to having fire roads if we need for buffers. Mr. Duffy stated that we are working with the lease descriptions in the file.

SECRETARY:

Ms. Scott reported that there is a list of follow-up items in the Board packets that she would like placed in the minutes. In addition to those items, she would like two more added, those being: Following up on the use of Maple Lane for vehicles serving the WWTP after the construction is completed, and that we are awaiting a bill from Bergendorf-Collins for work completed until year-end 2009.

Secretary/Office
Vail's Grove Board of Directors
Follow-up items

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 - Jack Waltzer
3. Letter sent to Costello/Dress concerning water problem/remediation between Costello and Dress house - Office
4. Letters sent to stockholders to address complaint letter concerning blowing of their leaves onto neighbors property – Office – Completed Dec. 4th. Received letter from Stockholder who complained that they are satisfied with our action. Closed Issue
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
7. Update on Stockholders in arrears that went to Legal – Office/Mary Rubini
8. Auditor RFP decision – Ellen Mytych
9. 9 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
11. Insurance Coverage for Environmental Impairment Liability – Victoria Desidero
12. Determine ownership of tree between Mullins and Desidero – Joan Myers

Ms. Scott reported that the office would be closed on December 30 and 31st. She also stated that she would be in Florida for a few months but will call in on the telephone to listen to Board meetings while she is away. This will not count as attendance for the Board meetings.

TREASURER:

Ms. Mytych made a motion to hire Peter Rossi as auditor for year-ending 2009 and as our accountant for consultation services. His rate is a total of \$4,500 for the audit and taxes and an hourly rate of \$125 with a few hours included at no charge. Fred Witte seconded. All in favor. Motion approved.

Ms. Mytych stated that she has given the Board a revised 2010 budget draft. Prior to making a motion to accept the budget, Ms. Mytych thanked Mary Rubini for her legal services at no charge throughout 2009. This contributed greatly to coming in under budget for 2009. Ms. Mytych made a motion to pass the 2010 budget. Sue Enos seconded. All in favor. Motion approved.

Ms. Desidero publicly thanked Ms. Mytych for doing a great job on the budget, once again, this year and keeping us from having to increase quarterly charges and for keeping an eye on the spending. We all appreciate her time and effort.

OMBUDSMAN:

Ms. Mytych reported that the stockholder who had leaf issues was satisfied with the letters that were sent out and that issue is now closed.

BUILDINGS & GROUNDS/ PUMPHOUSE:

Ms. Desidero thanked Mr. Waltzer for getting a new member on his Committee.

Mr. Waltzer reported that when there is a Tier One issue (chlorine leak – which was reported to Health Department) it needs to be reported to residents within 24 hours. The PCDOH did not believe this particular issue was a Tier One and, therefore, Mr. Waltzer did not need to report it. If there were a need to report an issue to residents within 24 hours, Mr. Waltzer would like to be sure that he has access to the Robo-call machine. Mr. Waltzer reported that we are in the process of getting ready for our annual visit from the Putnam County Department of Health for their inspection of the Pump house. Jay Moore is painting the floor in the Pump house. Mr. Waltzer reported that we now have a stockholder who is licensed with a Class C. The department is requiring this qualification to act in Mr. Waltzer's absence if needed. Kathleen Heuschkel has completed both D & C courses and is fully qualified for the Pump house Operation.

It was discussed that there are people who have keys to the office and who are trained to use the Robo-call machine. Ms. Scott stated that the item regarding notification of emergencies is closed as far as Mr. Waltzer is concerned. This item will be closed once the office pulls out a copy of the Sub Part 5-1 – NYS Health Department Regulations.

Mr. Waltzer announced again that Mr. Quinn has accepted Co-Chair of the Buildings and Grounds Committee.

Mr. Waltzer went on to discuss the issue at 105 Vail's Lake Shore Drive regarding the excessive wet land between 105 and 107. He has introduced dye to the system and there is no evidence that any of the dye has come to the surface. Yesterday morning (12/15), he introduced a great deal of dye into the toilet at 105 and no red dye came to the surface either at the lake shore or where the sump pump hose is. Mr. Waltzer is pretty sure that there is a ground water problem that is running onto the property at that location. If that is the case, it is the shareholders responsibility to resolve. Perhaps a new curtain drain would help the situation.

The water leak in front of Dominic Misale's house was repaired.

AESTHETICS:

Ms. Waltzer reported that she and Mr. Waltzer made a donation to the Arbor Day Foundation and, in return, they received 10 flowering trees that are to be planted. They are now planted in a safe protected area and will be re-planted in the spring.

BEACH:

No Report

PUBLIC SAFETY:

No Report

COMMUNITY LIASION:

Mr. Gregory reported that Sam Mullins would be the primary representative for the Town of Southeast on this Committee, when he is here in the Grove. Margaret Flannery will continue to serve until she moves. Mr. Gregory reported that he would like the North Salem agenda forwarded to Mr. Mullins when we receive it from the North Salem offices.

Margaret Flannery reported that there is going to be a new refuse company beginning in January. Sani-Pro (Suburban in Westchester) was originally chosen but Triple AAA took this issue to court and has won the contract in the Town of Southeast. They will continue on the same schedule. Ms. Flannery stated that if there are any problems, to call the Town directly.

LEND-A-HAND:

No Report

INSURANCE:

Ms. Desidero reported we were notified that there was a clause in our policy that was being removed. This clause was about liability for the lake. It is a clause that was added without us requesting it, something we never paid for and something that we do not need. This is a non-event that they are removing it. The Insurance Company is removing it because they found out about the possibility of failing septics, which is why we are having the sewer system installed. Claire Navin, Chairperson of the Insurance Committee, has been in communication with our broker and Ms. Desidero and there are no implications regarding this issue. Once the WWTP is in, we could possibly go back to the clause. This clause was only for the lake. The question was raised as to who owns the lake and Mr. Duffy reported that he checked with Michael Rights, Supervisor of the Town of Southeast, and the answer was that New York State owns the lake.

PAVILION:

Ms. Scott made a motion to accept an application for Pavilion use by David Bruen for January 16th. Sue Enos seconded. All in favor. Motion approved.

LONG RANGE PLANNING:

The list of improvement projects from Long Range Planning, with an estimate of the timing of each project, is:

1. Water Main replacement from Ramp 2 to the Pavilion – 2009 – Bids to be obtained
2. Pump House Water Tank replacement – 2009/2010 – Engineering for bid package is in motion – the timing on this project may be contingent on the land sale
3. New Truck - 2010/2011
4. Tennis Courts – 2010 – Blacktop & Paint – Complete Redo – TBD

5. Cabana at Beach to include a toilet – TBD
6. Surveys of all Stockholder Properties – TBD
7. Pavilion Dock Renovation – TBD

The Long Range Planning Committee discussed the next steps for the first two projects on the prioritized list. The Committee agreed that before we go ahead with any work on these projects, we should 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.

At this time we have:

- An engineering bid from Bibbo Associates for the Water Tank Replacements; but do not have an estimate of what the project will cost.
- Three bids for Water Main Replacement that varies substantially in price.

The Committee agreed that the three Engineering firms we will use are Bibbo Associates, Insite Engineering and Putnam Engineering. We will contact Bibbo for the cost estimate of the Water Tank Replacement project and also ask them to quote on the Water Main Replacement project. Once we get cost estimates for these projects we will determine the timing of each project.

Mr. Duffy asked if we are hiring an engineer for the estimate for replacements of two tanks in Pump house. Ms. Scott said that the Committee would be getting bids on just the “engineering” portion. Ms. Desidero stated that due to guidelines from the County, we need to treat this as a large, all encompassing project with engineering oversight.

RECREATION/SOCIAL:

Ms. Rubini reported that the Christmas party would be on December 20th. Ms. Rubini asked for an additional robo-call to go out. The party starts at 4 pm. Aversanos will provide catering, there will be a DJ and the children will make Gingerbread houses. Ms. Rubini also reported that there are still tickets available for the New Years Eve Party.

LEGAL:

Ms. Rubini reported that the closing on the land at the North End was on November 20th. Ms. Rubini reported that at the closing, Tom Duffy, Victoria Desidero, Mary Rubini and Ronnie Waltzer reiterated that they hope that alternative measures will be taken to re-route the trucks that will be coming in and that the Board is committed to having that occur. The elected officials know that this is an important issue to the Board and it will continue to be pursued.

REAL ESTATE:

No Report

TREE COMMITTEE:

The meeting, which was scheduled for this coming Friday was cancelled. Ms. Desidero is concerned about the tree located near her house and said that we shouldn't let too much time go by without responding to any shareholder request of this nature. It needs to be determined on whose property the tree is located. Ms. Scott made a motion to contact an Arborist to determine some of these tree concerns. Ms. Rubini seconded. All in favor. Motion passed. The Board does feel that the Real Estate Committee needs to look into this issue, as has always been done in the past. Ms. Scott will discuss this with the Real Estate Committee.

MEMBERSHIP:

Sue Enos made a motion to approve the re-finance application from Fred & Lucille Witte, pursuant to the appraisal showing that the loan does not exceed 80% of the value of the home. Sharon Scott seconded. Fred Witte abstained. All others in favor. Motion approved.

Sue Enos made a motion to approve the re-finance application from Joan and Joseph DiMauro, pursuant to the appraisal showing that the loan does not exceed 80% value of the home. Ronnie Waltzer seconded. All in favor. Motion passed.

Sue Enos made motion to accept the Membership Application from Deborah Rieders to purchase 69 Vail's Lake Shore Drive. The septic has been inspected. Ronnie Waltzer seconded. Mary Rubini abstains. All others in favor. Motion approved.

Sue Enos made a motion to approve the membership application from Jyotsna Gorti for the purchase of 8 White Oak Lane. The septic has been inspected. Ronnie Waltzer seconded. Mary Rubini abstains. All others in favor. Motion approved.

Sue Enos made a motion to accept the Rental application from Michelle Wynne and Ann Mulee for a one-year rental of 33 Orchard Road starting January 1, 2010. The septic has been inspected. Ellen Mytych seconded. All in favor. Motion approved.

SUNSHINE:

Sue Enos reported that Joan Mullins is currently in Putnam Hospital and Joan Visbal recently had a procedure done at Northern Westchester Hospital. Please keep all these families in your prayers. We are saddened to report the passing of Constance Peterson, mother of Linda Arlands and mother-in-law of Jim Kiernan. In addition, Ginger Kiernan's mother has just passed away. On a happier note, we would like to welcome a new baby boy named Christopher Jr., born on November 19th to Amanda Rosamilia and Christopher Simone.

WELCOME:

No report

BOAT RAMP/NORTH END STORAGE:

No Report

NEW/OTHER BUSINESS:

Sue Enos requested that new items be added to the Vail's Voice regarding different things happening in the outside communities. Perhaps people would like to recommend a favorite restaurant or upcoming events. The Board was reminded that anyone could send in suggestions to Peg Quinn for possible placement in the Voice.

SHAREHOLDER COMMENTS:

Mr. Gregory is disturbed about a few things that happened during the course of the meeting. Regarding insurance, he asked if we have received renewals or binders for our policies. Cindy Battreall reported that the Auto Policy has been received and renewed.

Mr. Gregory discussed the re-finance applications and asked how we know that people are not re-financing for more than 80% of their appraised values. Sue stated that these re-finances would not close unless the office receives the appraisals showing the correct percentage. Ms. Desidero explained that due to the time frames, we approve these applications pursuant to receiving these appraisals.

Mr. Gregory asked how Stockholders will be able to review the new surveys and how they can grieve them. Mr. Duffy stated that the Stockholders would be informed when they can review them. Mr. Duffy stated that everyone would get what his or her lease states.

Ronnie Waltzer made a motion to adjourn the meeting at 9:30 pm. Motion passed.