

VAIL'S GROVE COOPERATIVE, INC.

BOARD OF DIRECTOR'S MEETING

February 15, 2011

CALL TO ORDER:

Chairperson Victoria Desidero called the meeting to order at 8:06 pm and asked all to rise for the Pledge of Allegiance.

ATTENDANCE:

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

ACCEPTANCE OF MINUTES:

Ms. Myers made a motion to accept the minutes of the January 19, 2011 Board meeting, pursuant to changing the date of the Emerald Society Dinner to March 19, 2011. Mr. Cassidy seconded. Abstained: Mr. Duffy, Ms. Enos and Ms. Mytych. All others in favor. Motion passed.

COMMENTS & CONCERNS OF STOCKHOLDERS:

None

COMMUNICATIONS NOT INCLUDED IN REPORTS BELOW:

Ms. Desidero read an e-mail received from stockholder Angela Terilli-Malkin regarding concerns about an alteration application from Maureen McHale of 61 Vail's Lake Shore Drive:

" Thank you for e-mailing the proposed plans to 61 Vail's Lakeshore Drive. As you know, the letter went to my former address. I never checked the Vail's Grove directory since it was mailed to my new address; I trusted the directory address was correct.

Please be advised that having just received this and leaving on vacation within hours, I am concerned that the dimensions referenced on the attached sketch are not correct. Since receiving our survey from Vail's Grove, there have been discussions among all shareholders as to where the property lines are and this has not been resolved. Until these boundaries are established and physically staked on the ground,

it is difficult to properly assess these plans. The plans also include a retaining wall, it is important to know the exact location of this wall and how the location will be verified in the field prior to construction. As we are finding, there are issues with the survey and where the property boundaries are; my concern is this wall is being shown as on the property line, with no offsets. This needs to be staked prior to construction.

I have no issues with the proposed construction and improvements, but I do want to insure that no zoning requirements are breached.

As I mentioned on the phone, the major site work on the McHale property, resulted in a drainage problem and caused flooding on my property. The first fair rain we had this fall, there was flooding that had never before occurred since I owned the property (1997).

I will be unable to check my e-mails until 2/28/11.

Thank you for your attention to my concerns as a long-term (1987) shareholder.”

Ms. Desidero stated that this would be discussed when the Real Estate Committee gives their report later in the meeting.

COMMITTEE REPORTS

CHAIRPERSON:

Ms. Desidero opened the discussion regarding the difficulty of securing mortgages and/or re-financing here at the Grove. This appears to be a lake-wide issue. Bloomerside Cooperative has taken the lead on this issue. Town of North Salem Supervisor Warren Lucas has stepped up to have some conversations with banks/lenders to see what could be done. There are lending institutions that do offer these services, albeit at higher interest rates. Mr. Duffy suggests that a committee from Vail’s Grove be formed. This committee could then send representatives to the Bloomerside meetings to get the information to bring back to the Grove. Mr. Duffy will ask Jim Cull, Jay Couillard and Mary Rubini to serve on this committee. Mr. Duffy will ask Jim Cull to Chair this committee.

VICE-CHAIRPERSON:

No Report

LEGAL:

Ms. Battreall reported that Ms. Rubini attended the deposition today regarding the “slip and fall” issue at 39 Vail’s Lake Shore Drive. Ms. Rubini will report further on this at the next Board meeting.

VICE-PRESIDENT:

Mr. Duffy reported that in the Executive Session the following was discussed: A possible energy audit for Grove electricity, the collapse of the 6-car garage roof, maintenance issues, financials issues and survey ratification process.

TREASURER:

Ms. Mytych made a motion to send two stockholders to legal for collection proceedings to begin, as they are two or more quarters in arrears. Ms. Enos seconded. All in favor. Motion approved.

Ms. Mytych distributed the audited Financial Statements for 2010 and asked the Board members to review and let her know by March 1 if they have any questions or concerns.

SECRETARY:

The Blood Drive held in the Pavilion and organized by Jacob Battreall was a success with 33 pints of blood donated. Ms. Battreall continues to work with the insurance company regarding the garage roof collapse. The office will be closed on Presidents Day.

SUNSHINE:

Ms. Enos reported that Pat McShea has a new grandson, Brendon Christopher, born on December 24, 2010. Ms. Enos also reported that Michael Davies has been undergoing some medical tests and we all wish him well. Ms. Enos also read a thank you note from Ellen Ward for the fruit basket.

REAL ESTATE:

Michael Davies asked for someone to make a motion to approve the application for a replacement shed at 11 Locust Road. Ms. Rossi will be taking Mr. Gregory’s shed and placing it on her property. Mr. Davies said she does not have the required set backs but that as long as she gets Town approval, he approves. Mr. Duffy made the motion to approve pursuant to Ms. Rossi getting a variance from the Town of North Salem. Mr. Cassidy seconded. All in favor. Motion approved.

Mr. Davies then discussed the application for alteration from Maureen McHale at 61 Vail’s Lake Shore Drive. Ms. McHale was present at the meeting and said she is willing to work with her neighbors to be sure that everyone is satisfied with the work. There will

be no outdoor shower as was on the original plan. Mr. Davies stated that a neighbor at 63 Vail's Lake Shore was concerned about her survey and had some questions about the proposed plans. Mr. Davies stated that the retaining wall would also not be done, as was on the original plan. Ms. Myers made a motion to accept the application pursuant to the following contingencies: the property would be staked out prior to construction, the outdoor shower will not be included, and the retaining wall for the additional parking area will not be built. Ms. Enos seconded. Mr. Duffy suggested that the McHale's stake the property themselves or have Bergendorf do it. All in favor. Motion approved.

Ms. Desidero asked Ms. McHale if she changed the grade of her property, as the letter received from her neighbor at 63 Vail's Lake Shore, stated that the McHale's changed the grading and therefore, flooding is occurring on the property at 63 VLSD. Ms. McHale stated that she did not change the grade; she only took out some trees. Ms. Myers stated that the grade has not been changed and she said that the property at 61 VLSD always was very wet.

BUILDINGS & GROUNDS:

Mr. Moore reported that this past month has brought a lot of repairs for the truck: new axle, tires, plow fixed. There have been leaks in the Pavilion due to the snow and ice but those seem to have stopped. The doorknob in the kitchen has been replaced. The hole in the road at 91 Vail's Lake Shore Drive will be filled when Mr. Moore gets the truck back.

Upcoming project for Buildings and Grounds will be wall-to-wall bookshelves in the closet in the small room of Pavilion. Ms. Desidero's mother, Mrs. Edna Desidero, would probably be making a donation for the materials for this Book Nook.

One of the furnaces in the large room of the Pavilion is not working and the Board asked Mr. Moore to get further information for this project. The unit will have the same efficiency, all tiles & grid will be as is, they will dispose of the furnace off-site and it would take one day to do the replacement. Mr. Moore recommends that we contract with Bell Heating and Plumbing to do this job. The price since the last proposal they gave us went up \$100 to a total of \$4840.00. Mr. McGuinness made a motion to hire Bell to replace the furnace. Ms. Myers seconded. All in favor. Motion approved.

MEMBERSHIP:

Mr. Ryan made a motion to approve the change of lender (Putnam County Savings Bank) for re-financing for Adeline Natiello. Mr. McGuinness seconded. All in favor. Motion approved.

Mr. Ryan made a motion to approve the Application for Membership from Mr. and Mrs. Andrews to purchase 3 Maple Drive from Amanda Rosamilia. Ms. Enos seconded. All in favor. Motion approved.

Mr. Ryan made a motion to approve Rental Application from Rick Brogan for the premises at 83 Vail's Lake Shore Drive from Karen Bruen, contingent on a successful septic inspection. Ms. Enos seconded. All in favor. Motion approved.

BOAT RAMP/NORTH END STORAGE:

No Report

PAVILION:

Ms. Myers made a motion to approve the application for rental from Mr. and Mrs. McGuinness for March 12. Ms. Enos seconded. Vote was taken. Mr. McGuinness abstained. All others in favor. Motion approved.

Ms. Myers made a motion to approve application for rental by Mr. and Mrs. Spennichia for the small room for a child's birthday party on March 26. Ms. Enos seconded. All in favor. Motion approved.

Ms. Myers made a motion to approve application for rental of the small room for a child's party on March 5 by Dan & Julie Collins. Mr. McGuinness seconded. All in favor. Motion approved.

Ms. Myers made a motion to approve rental application from PQ PTA for a "Parents Night Out Party" on April 2, sponsored by Mary Rubini. Ms. Enos seconded. All in favor. Motion approved.

Ms. Myers made a motion to accept rental application from Kathleen Heuschkel for April 9. Ms. Enos seconded. All in favor. Motion approved.

Ms. Myers made a motion to approve rental application from Jim Kiernan for small room on May 21. Ms. Enos seconded. All in favor. Motion approved.

LONG RANGE PLANNING:

Ms. Desidero reported that 77 Surveys have been returned to the office. The LRP committee will open all surveys when Ms. Scott returns from Florida. The LRP committee, consisting of Ms. Scott, Ms. Mytych and Ms. Desidero, will open the surveys and report the results to the Board and the shareholders. She assured the Board that this survey in no way usurps the Board's review and approval of any LRP projects going forward.

OMBUDSMAN:

No report

RECREATION:

Ms. Enos asked if she would be able to use the grill when she rents the Pavilion. Ms. Myers made a motion to allow Ms. Enos to use the Grove Grill for her event. Ms. Desidero said that Ms. Enos should check on insurance and we would ask our insurance broker to make certain the Cooperative is not liable if anything goes wrong with the grill.

Mr. Cassidy reported for this committee. The Valentines Party was a fun event. The Easter Egg Hunt will be held on Good Friday. More information will go out with details. Mr. Cassidy also asked if the walking path from Route 121 to Maple Lane is clear so that people can walk on it. Mr. Moore stated that the path is clear for walking.

SOCIAL:

Mr. Norcross reported that the Emerald Society would be having their annual dinner dance on March 19 in the Vail's Grove Pavilion. All are welcome. Cost is \$55.00 per person.

SURVEY:

Mr. Duffy stated that the committee hopes the surveys are completed and stamped by the surveyors by the next board meeting and also wants these surveys ratified by the Board. Ms. Desidero reminded the Board that a separate meeting needs to be held to discuss this entire process. The Board would be notified if this would be done prior to the March or April meeting at 6:30 pm and dinner would be served.

TREES:

No Report

AESTHETICS:

No Report

WWTP:

Mr. Duffy discussed the Wetland Mitigation Area. Stearns & Wheler is asking Vail's Grove where we want that area to be. In order to mitigate the wetlands in the area being disturbed by the building of the WWTP, they need to put in plantings and have given us two areas from which to choose. One is down by where the boats are stored and the other is near the ball field. Mr. Duffy said he is not sure he wants the plantings near the ball field. Ms. Desidero said that if they put the plantings down by the boat storage area and then they want to buy the area they are using as a Detention Basin, which is where we had designated for dumping our recyclables, where would we put our recyclables? Mr. Duffy said the update on the Detention Basin is the Towns are giving Stearns & Wheler two options: to either move it at S&W expense to a portion of land already purchased by

the Sewer District, or to purchase the area they have taken without permission from Vail's Grove. Mr. Duffy said we should be careful about selling that land without a lot of consideration as once it is gone it is another asset we cannot recover. Ms. Desidero said this is a very good point. She pointed out that until there is a decision about the Detention Basin the Board really can't make an informed decision about where to allow the Wetland Mitigation Area to go.

Mr. Duffy then reported on a meeting held regarding the assessment to the Stockholders starting in April 2011. This assessment is to start paying back the pre-bond to the EFC, which needs to start being paid back by November 2011. The District needs to come up with \$130,000 and will start the billing in April, so that the money is collected and ready by November. This first assessment will be approximately \$311 for this first billing. When the sewer district is fully operating, regular billing will commence. This billing is based on 50% of the lot size and 50% of the bedroom count. Mr. Duffy has the breakdown of how this amount is figured. The Sewer District will fully explain this process to the Stockholders.

SURVEY REVIEW:

No Report

PUMPHOUSE:

No report

PUBLIC LIAISON:

No report

BEACH:

Mr. Cassidy reported that the Lifeguard handbook and application is on the website. Ms. Desidero thanked Meghan Cassidy for doing the last edition of The Vail's Voice.

PUBLIC SAFETY:

No report

LEND A HAND:

No Report

WELCOME:

No Report

INSURANCE:

Ms. Desidero thanked Mr. McGuinness and Mr. Davies for their work on the weekend of the garage roof collapse. She also thanked Ms. Battreall for dealing with the Insurance Company on this issue. Everyone worked together wonderfully in getting this issue under control and to make it a safe area. Mr. Duffy also thanked Ken Sullivan, the contractor, who did a great job of making the area safe, getting all property out of the garages for the renters and then demolishing this structure in a timely, safe, clean manner. Mr. Moore was also thanked for his help to the renters of the garages on removing their property in an easy manner.

Ms. Desidero stated that we do need to re-build within six months and a Building Permit needs to be pulled for this. The Grove may need to go to the Architectural Review Board for approval of the design. Ms. Waltzer and Ms. Enos will be working on the design of the new structure. The Cooperative has a \$2500 deductible on this. Ms. Desidero also thanked Jack Waltzer for his advice on this issue.

New Business:

Mr. Ryan discussed a possible Utility Audit. He presented information from a company who contracts to look back at 6 months of utility bills, and then tries to get a refund of some of the fees. This company's fee is 50% of whatever credit the Grove receives. Mr. Ryan made a motion to hire URAC for this audit pursuant to Ms. Mytych, Ms. Rubini and Peter Rossi, CPA, looking at the paperwork and investigating this. Ms. Myers seconded. All in favor. Motion approved. Ms. Battreall will also call NYSEG for a possible energy audit of the Pavilion.

Meeting adjourned at 9:35 pm.