

**VAIL'S GROVE COOPERATIVE, INC.**

**BOARD OF DIRECTOR'S MEETING**

**November 15, 2011**

**CALL TO ORDER:**

Ms. Waltzer called the meeting to order at 8:09 pm and asked all to rise for the Pledge of Allegiance.

**ATTENDANCE:**

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

**ACCEPTANCE OF MINUTES:**

Ms. Myers made a motion to accept the minutes of the October meeting. Mr. McGuinness seconded. Mr. Ryan and Mr. Duffy abstained. All others in favor. Motion approved.

**COMMENTS & CONCERNS OF STOCKHOLDERS:**

None

**COMMUNICATIONS NOT INCLUDED IN REPORTS BELOW:**

1. Ms. Battreall read a letter to the Board of Directors from Mr. James Kiernan:

"I would like to bring to your attention the cleanup work after the storm. Jay and Andrew performed in a wonderful manner. They worked long and hard to clean up the Grove, and a wonderful job was performed. I hope the Board and Stockholders appreciate the work Jay and Andrew have done. They are to be thanked by all. Thank you".

**COMMITTEE REPORTS**

**CHAIRPERSON:**

Ms. Waltzer read the following statement and said it is not directed to any one person in particular but this is something she would like the entire Board to be cognitive of.

"My intention tonight is to remind everyone that this Board of Directors was elected by our shareholders to manage the business of the Vail's Grove Cooperative. I am ever hopeful that as we take care of business, our community will become a more congenial place to live. Our Board meetings are not the forum for a combat zone; power plays, backbiting, and the pursuit of personal agendas, unpleasant e-mails, and rudeness have no place here. We will not always agree on the best way to accomplish our ends. I've heard it said that you reach a consensus only when no one is entirely satisfied with an outcome. But we all have a job to do here. I would like to see us get it done with a maximum of

cooperation. Each of us needs to work towards being an ambassador of good will for this community. I hope that you'll take my words to hearts. We need to work together".

**VICE-CHAIRPERSON:**

No Report

**VICE-PRESIDENT:**

No Report

**TREASURER:**

Ms. Mytych made a motion to send three stockholders to legal for collection to begin as they are more than two quarters in arrears. Ms. Myers seconded. Ms. Rubini abstained. All others in favor. Motion approved.

Ms. Mytych reported that in the Executive session, salaries were discussed and she would like to make a motion that the Board approves the recommendations that were made by the Board as far as the discussions about salary. Mr. Ryan seconded. All in favor. Motion approved.

**ETHICS:**

Ms. Mytych reported that since the last meeting, the Conflict of Interest/Ethics Policy was revised. She distributed copies to the Board and asked for all to sign and return to the office. Employees and Chairs of Committees will also be required to sign.

**SECRETARY:**

Mr. Cassidy distributed the new Board member contact list and the list of Committee Chairs and their contact information. The December Board meeting is on December 13<sup>th</sup>. The list of Board meetings, including the Annual meeting for 2012, was distributed to the Board. Mr. Cassidy went through the follow-up list. Ms. Rubini reported that she is trying to set a meeting up for the residents of Maple Lane and herself to discuss the truck situation. Mr. Norcross needs to revise the letter about a tree, as there are additions to it since the storm. Ms. Battreall stated that the oil tank insurance policy follow-up will be worked on at the beginning of 2012. The tax issue regarding acreage has been taken off the list as Ms. Mytych stated that the issue would cost more in fees to challenge rather than the amount of tax paid for a small piece of land. Ms. Mytych will send an e-mail that she has to Ms. Waltzer to explain this issue. Ms. Mytych stated that she will revisit the hiring of URAC for an Energy Audit of the Grove. Regarding the background check issue, Ms. Mytych stated that it will be discussed and will stay on list until it is resolved and that the Ethics policy is revised and will come off the list. Mr. Witte stated that the Pavilion Energy Audit for the Pavilion could be removed, as he did not feel there was any worthwhile savings. Ms. Battreall reported the feedback she had received already from Mr. Davies regarding Buildings & Grounds: The NYS Highway Department has cleared the swale on Route 121, which was the solution to the problem Brooker Smith was having with water; Ken Kohlbrenner of GHD met with Ms. Martin and discussed the water problem near her house. Ken stated that when Landscape Unlimited comes back to the Grove to do work they would fix the road; new roof wires have been purchased and will be installed by Jay Moore on the Pavilion roof for ice melting purposes. The issue regarding the water in the manholes will stay on the list. The deadline for the Vail's Voice will be November 25<sup>th</sup>. The Vail's Voice will be mailed out with the new Directory which is at the printer now. The office will be closed on

November 23, 24, and 25. The office asked that if Board members have a question for any other Board member, that they please contact the member themselves, rather than the office being the go-between on these phone calls.

#### **MEMBERSHIP:**

Ms. Myers made a motion to approve the membership application from Mr. and Mrs. Roberts to purchase 21 Vail's Lake Shore Drive. Ms. McHale seconded. Ms. Rubini and Mr. Ryan abstained. All others in favor. Motion approved.

Ms. Myers made a motion to accept the rental application from Mr. and Mrs. Cull to rent 37 Vail's Lake Shore Drive. Ms. Mytych seconded. Mr. Ryan abstained. All in favor. Motion approved.

Mr. Ryan made a motion to approve rental renewal for the Chaicchia house to Lisa Varnberg for another year. Mr. Cassidy seconded. All in favor. Motion approved.

#### **SUNSHINE:**

Ms. Battreall wished get well wishes to Sue Enos and Angela Terrili. Ms. Battreall read a thank you note from Diana Stevens.

#### **BUILDINGS & GROUNDS:**

Mr. Davies reported that the brush from the storm is almost completely picked up and cleared.

Mr. Davies contacted two tree contractors to look at the branches that are hanging from trees to get a price for clean-up work. Mr. Davies suggested asking stockholders if they want to use the same contractor and possibly saving money as a large group. A robo-call was suggested. Mr. Davies stated that we have been waiting for a chipper, and there will not be any available until after Thanksgiving. Mr. Norcross asked if we could rent a chipper and have Jay work on it. Mr. Davies said we do have room at the North End and if needed, we could put the brush at the ball field and possibly use a chipper when we get it.

We still have a lot of soil that needs to be dug up at the recycling area. Joe from Arben stated to Mr. Davies that he thought we wanted at least 2 feet taken out of that area and Mr. Davies said the Grove wants at least 6 feet taken out. Mr. Davies stated that he informed Arben that he wants the area back to where it was, to see the normal grade. He said our Maintenance truck will be able to come up, halfway up the hill and dump, then go to top of hill and drop again. Mr. Davies said that the Town of Brewster allows people to dump leaves at their dump on Palmer Road. He said we will try this tomorrow to see how much time it takes Jay to do. Mr. Norcross said if we get a chip box, the leaves would not fall out of the truck.

Mr. Davies got an e-mail from John Lee regarding GHD stating that someone would be here in October to fix a problem at his house. GHD has not responded to e-mails. LU has indicated that GHD has not been paying them and they will not do anything for us until they are paid from GHD. When Mr. Davies speaks to Ken Kohlbrenner or Sarah Cwikla, they say things that they do not do.

The Grove had one of our contractors come in to fix something, per GHD, and that our contractor has not been paid as yet. Mr. Davies suggests a meeting with GHD, and Warren Lucas to sort out some of these

issues. Mr. Duffy suggested that we pay Tim Butler for the work as we are the ones who called him and hold the money back from what we owe LU. Mr. Davies said that LU said the Grove does not owe money for speed bumps, only for the extra ones. Mr. Davies stated that Tim Butler and he spoke on the site and that Tim knew he was to be paid by GHD and that Tim Butler gave them a different price than he would give to us. He said Tim charged them much more. Mr. Davies said that GHD is trying to get Tim paid and that they know they hired him. Mr. Duffy said that Sarah from GHD feels this is a LU responsibility. Mr. Duffy said the damage could have happened when LU did our water pipe, which we contracted for, or when LU put in the sewer pipe, which the district paid for. Mr. Davies said he was there with Ken and Jay after Jay chipped out the pipe and the problem was that the water spigot area was paved over. Mr. Davies said a meeting needs to be had with Ken or Sarah. Mr. Davies said that LU never responded to the calls about this problem. Ms. Mytych said that she understands why Tim Butler thinks we should pay and she does not want to pay the bill and then worry about collecting back from someone. Ms. Waltzer read a letter from Sarah Cwikla to Warren Lucas, summing up the situation about LU not responding. The situation needed to be remedied and Ken told Jay to call Tim Butler. A few days later, Leandra from LU called and said that Mark never responded to her calls. Tim Butler is still looking for his payment. Mr. Butler feels that because Vail's called to hire him to do the work, Vail's should be paying him the money. Only Jay Moore hired Tim and spoke to him. Jay said that when he found the water leak, he contacted Ken Kohlbrenner. Jay called LU but no response was had. Ken then asked Jay to contact our contractor to fix the problem. Ken was not on site when the work was being done. Jay said when he called Tim Butler, he came out to do the job and there was no discussion about who was paying him. Mr. Moore thought that if the sewer district did the damage, that they would pay. Mr. Davies said that Ken knows he hired Tim Butler. Mr. Davies does not understand why GHD cannot make the payment. Ms. Mytych asked why we cannot add this amount to the money GHD owes us for the use of our land. Mr. Duffy said that this is as if we cannot contact a homeowner, we fix a water problem, but then the homeowner pays. Mr. Duffy thinks if he speaks to GHD, they will come up with the money. Ms. Rubini thought that we can ask GHD to have the payment made. Ms. Rubini said after we try, then Vail's Grove could write the check. Mr. Davies said that Mr. Butler makes a decent living from the Grove and he is not hurting from this money. He said Tim knows we are working hard for him and it would be a bad idea to pay him. We will give this 30 days before we pay Tim. Ms. Battreall reminded the Board that Mr. Butlers bill was made out to Vail's Grove, as he thought he was being paid by Vail's Grove. Mr. Davies said that the Grove rate for Mr. Butler is \$1080 a day and this bill is for \$1200 and Mr. Butler only worked ½ a day. Mr. Davies said he was standing there when Mr. Butler said he was giving GHD a ½ day rate to do this job.

Mr. Davies is looking for the rendition that GHD gave the Grove regarding the plantings. Mr. Duffy said we do have that.

Mr. Duffy said that Sarah from GHD stated that they will take out 4-6 feet out from the leaf/water retention area, within the next 2-3 weeks, and Mr. Davies stated that when he spoke to Joe from Arben, Joe seems to think he has to take another 2 feet out of the basin and Mr. Davies told him he needs to take 4-6 feet out – Mr. Davies told Joe that when he is going to do it to contact Mr. Davies and Jay Moore and they will come down there. Mr. Duffy would like this expedited so that we can get a letter out and get the money by Christmas.

#### **LEGAL:**

Ms. Rubini reported that the Board did agree to charge \$500 per month to GHD for the unauthorized use of Vail's Grove land and that the longer this restoration goes by, the more it will cost. Ms. Rubini informed all parties that the Grove will sign the agreement as soon as the area is restored to the way we want it to be. She has not received a response yet.

Ms. Rubini is still trying to set up a meeting with the Maple Lane residents regarding the road and suggests that Mr. Duffy discuss the money for the detention basin, the Tim Butler money and the Maple Road issue with GHD. Mr. Duffy will look at the paper work in the office and discuss with Ms. Rubini to get a letter out next week.

**REAL ESTATE:**

Mr. Duffy discussed an application from Michael Sowa on Locust Road regarding needing to slope the land away from his house to alleviate the mold problem they are experiencing. No fill will be brought in and the grade will not be raised. Mr. Duffy made a motion to grant permission to allow them to do the work, pursuant to an addendum being added that if any water goes onto his neighbor's property, the Sowa's will be responsible. Ms. Mytych seconded. Mr. Witte abstained. All in favor. Motion approved. Mr. Devitt of 2 Locust Road stated that the water could be diverted to the drain.

**INSURANCE:**

Ms. McHale reported that she spoke with Pat Clair of SKCG Group, our insurance broker. An adjuster will be coming out to see the tree issue at 10 Hickory Lane to see if our insurance would cover any of the cost of removing our tree from the property or from Mr. Kiernan's house.

Ms. McHale reported that we have started to receive our insurance renewals for 2012. The cost for our Umbrella Policy went down to \$1606 yearly and the Auto insurance cost stayed the same.

Mr. Duffy asked about the insurance for the garage. Mr. Davies stated that we are submitting bills to the carrier now and then we will get additional money back and the garage will not cost us anything. It will all be covered by Insurance.

**TREE:**

Mr. Norcross has been discussing a budget with Ms. Mytych. He is still reviewing some tree issues at One Vail Blvd. and he will continue to investigate. Mr. Norcross stated that we received a letter from the DeFelices and the arborist stated that the tree does need to come down. This tree is a priority and will be taken down.

Mr. Norcross asked what amount he could approve without the need to go out for bids. Ms. Mytych stated that the amount should be lower than \$2000 in order to not get bids.

Mr. Norcross thinks that tree removal should come under the Tree Committee and that limb clean-up and removal should be part of B&G Committee.

Mr. Davies said he has some people coming in next week to look at trees and he could get a price for Mr. Norcross for the removal of that tree.

**BOAT RAMP:**

Mr. Ryan stated that early in December he is going to be going to the storage area and will straighten out the boats down there. Mr. Ryan said there are one or two rowboats in storage that are up for grabs, if anyone is interested in that. Mr. Ryan will inform the office when these boats can be offered to stockholders.

**WWTP:**

Mr. Duffy stated that the Grinder Pump bids will be going out in January or February, and hopefully they will start the installation by March. Hopefully this will be finished by June/July of 2012 with hook ups happening by the end of summer 2012.

We are presently having issues with GHD regarding some punchlist items. There was a slow up of work by the DOT down by the 121 Market but that has been rectified now and those permits will be granted after Thanksgiving.

Mr. Duffy stated that Tony Hay, who will be the new Supervisor of the Town of Southeast, will be a fighter and hopefully help us in getting the construction road re-opened. If they need to fix the sight line issue on Rte. 121, there is still money in Putnam County for projects like this.

There are only about 25 homes here at Vail's Grove that have not been inspected for their electrical panels and GHD is fine with getting bids without those inspections right now. The Board can fine residents if they do not get their panels up to date for the Grinder Pumps. Any upgrades to electrical are done at the homeowner's expense. Mr. Lucas said that if there is financial issue individuals can be billed monthly to allow for that. Mr. Duffy said if any house is condemned, it costs the Grove a lot of money as we lose on the quarterly fees.

**PAVILION:**

Mr. Witte reported that the control panel in the furnace in the small room was replaced for \$490.

Mr. Ryan made a motion to approve application to allow Mike Walsh to rent the Pavilion on December 30<sup>th</sup> pursuant to getting payment and insurance. Ms. McHale seconded. All in favor. Motion approved.

**LONG RANGE PLANNING:**

No Report

**OMBUDSMAN:**

Ms. Waltzer will refer an issue to Ms. Desidero.

**RECREATION:**

Ms. Rubini reported that Ladies Night Out/Vendor Fair is on Thursday and there will be about 30 vendors. The Holiday Party will be on December 10<sup>th</sup>.

**AESTHETICS:**

No Report

**PUMPHOUSE/PUBLIC HEALTH:**

No report. Mr. McGuiness will be in touch with Mr. Waltzer to get a set of Pump house keys.

**PUBLIC LIASION:**

No Report

**BEACH:**

No Report

**PUBLIC SAFETY:**

No Report

**LEND A HAND:**

The committee needs stockholders to volunteer and sign up to help on this committee. We will be advertising in the Vail's Voice.

**WELCOME:**

No report

Meeting adjourned at 9:45 pm.