

Minutes of the
CVE Master Management Board of Directors Meeting
Thursday, April 19, 2007
(Postponed from April 12, 2007 Meeting)

A meeting of the CVE Master Management Board of Directors, postponed from April 12, 2007, was held on Thursday, April 19, 2007 at 1:30PM.

Roll Call – The following 10 members were in attendance: Donna Capobianco, Jules Kesselman, Dorothy Caplan, Connie Coccola, Lou Spitz, Harry Chizeck, Luella Reaume, Donna Dowling, William Morse and Charles Parness. Absent (3) Sandy Knoller, Stanley Eig and Eli Weisberg. Also present: Sergeant-at-Arms Joe D’Ambrosio and ex-officio COOCVE President Ira Grossman. The following 5 Chairs/Vice Chairs were present: Joe Sachs, Dan Glickman, Rhonda Pitone, Reva Behr and Fred Sherman.

Reading of the Minutes – The Minutes of the previous meeting were read and accepted unanimously.

President’s Remarks: Donna Capobianco asked those present for their understanding and patience and to please bear with her because she needs to take her time in dealing with all the issues that she has inherited as the Board’s new president.

Donna announced that Master Management will be utilizing a temporary assistant to take on Marie Towle’s and Anita Cruz’s administrative and senior accounting responsibilities, since management needs time to make permanent changes.

Donna reported that we still have \$94,000 outstanding in insurance premiums. One hundred fifty-one units still have not paid their annual insurance payment.

Donna said she was asked by Elly Rakowitz if the routine reports from Aquatic Systems still need to be routed to board officers for them to initial as having been seen. Donna suggested we stop circulating them for now, but keep a file for her review.

Donna will try to prepare a simple project report to keep all informed of projects pending and yet to be done. She pointed out how important it is to have such a record because, as everyone knows, anyone on the Master Management and the COOCVE boards can be replaced at any time. Therefore, there needs to be continuity and having Board members knowledgeable and “on the same page.” She asked for a committee to be formed to go through reports/documents/minutes printed in the Reporter and pull out anything outstanding that is a Master Management issue so it can be addressed and put on the project plan. She also asked for such committee to identify those that are COOCVE and those that are Master Management. Charlie Parness volunteered as chairman and Donna Dowling will work with him on this project.

Correspondence & Petitions:

1) Letter of 4/16/07 received from Ross Gilson as a pre-litigation message. Mr. Gilson appears to be seeking compensation for injuries resulting from action taken by CVE Master Management and COOCVE, plus expenses incurred in enforcing his rights as a unit owner and Director of COOCVE. His letter has been turned over to Becker and Poliakoff, our attorneys.

2) Letter of 4/17/07 received from South Florida Water Management regarding water usage and water shortage restrictions. CVE was thereby notified that it is required to implement a management plan that reduces its total irrigation by 30% instead of the previous 15% of monthly allocation. She explained that our water usage will be

monitored and if our usage goes above a certain limit, we will be taxed more. Century Maintenance and Management has been working closely with her to prevent blowing a pump due to drought conditions. Donna said we're getting close to the danger point when if there is not enough water, the pumps will begin to suck in mud and if they suck in mud, they will break down.

Jeff Chester prepared a variance request that we are submitting to South Florida Water Management. Century Maintenance and Management reviewed it and agreed that it was well written and complies with relevant regulations. This will be given to Anita Cruz to follow up and Donna will ask COOCVE to work closely with Master Management on this issue. COOCVE can help by informing building associations that if drought persists, Master Management will have to shut the pumps.

3) Letter of resignation received from Anita Cruz after 12 years of service to CVE. Donna said Anita has generously agreed to work until May 10th if needed, giving four weeks notice – even though her contract calls for two weeks. She added that Anita leaves us in wonderful stead. Bill Morse then said that it needs to be noted that Anita has worked for many years under the leadership of Trinchi Trinchitella and she did what she was instructed to do as a paid employee. Bill added that Anita has been subjected on several occasions to comments regarding her integrity. However, he pointed out that there is no evidence that she did anything other than her job, that she deserves recognition for her conscientious service and it should be on the record that there is such recognition. Donna acknowledged this, saying it is so good that recognition is coming from this Board.

Committee Reports:

Financial: Anita Cruz reviewed the financial reports not covered at the previous meeting. She reported that the bank accounts at Bank United have been closed, as had been discussed at the previous meeting. Donna thanked Anita, adding that her report was well done, as usual. Connie Coccola made a motion to accept the report. Bill Morse seconded the motion, which was carried unanimously.

Old Business:

AMR Contract – Bill Morse drafted a letter toward ending the contract, which Donna noted was very well done and she will forward it to our attorney for review before it goes out.

Stumps & Roots – We have cleared up most of the projects, but currently we have 19 stumps and 762 roots to be dealt with for a total of \$88,010. These are waiting for Board approval to pay Century Maintenance and Management. She asked the Board if she can go forward with the proposal to complete the root and stump removal. Bill Morse asked if these had been put out for bids. Donna explained that during the Wilma emergency situation, Master Management went to Century Maintenance and Management who uses Southern Arborists due to its lower price structure. She said that we went ahead at the time, without bids, to prevent possible liability claims in case people tripped and fell. Discussion followed, after which Connie Coccola made a motion to approve going forward with the proposal to complete the removal of the 19 stumps and 762 roots at a cost of \$88,010. This was seconded by Donna Dowling. Further discussion followed including these subjects: having bids for such work in the future, checking out if Century's contract with Master Management covers this kind of work and the question of Century's services and integrity. Donna said the Board will help make this decision; she

will make recommendations. She said at this point in time, according to previous Master Management President Don Kaplan's statements at a Schedule A Committee meeting, there have been no issues with Century Maintenance and Management. She said she has no history with them regarding having any problems. Donna asked Anita if the \$88,010 would place us in financial jeopardy. Anita assured the Board that payment would not be going out for at least 30 days and by then more funds will be coming in. Motion was passed with a majority vote of 5 to 4 to go forward on the removal of the 19 stumps and 762 roots.

New Business:

Project List – Donna has been working closely with Anita and our accountant in order to create a list of projects based on priority. These include major issues such as litigation, accounting, emergencies, insurance and vendors. She will present a draft of the list at the next meeting.

Roads and Signs- Donna reported that Al Miller presented her with a list and photos of roads and signs needing repairs, totaling 29 sites on Master Management property. Donna has asked Don Kaplan to accompany her to inspect these areas and help her determine which are and are not on Master Management property. Donna will give her report at the next regular meeting. She did point out for everyone's edification that our hurricane or emergency center is part of Master Management's domain.

Resumes/Open Seats on Board – Donna received resumes from applicants interested in filling the open seats on the Board. She said that based on what she has learned from reading related Master Management properly filed documents and speaking to our attorney, we can wait until the next meeting in May, which will give us more time to request and receive more resumes. Luelle Reaume made a motion to table elections until the regular May 10th meeting. This was seconded by Connie Cocola. Discussion followed during which Donna told the Board what her procedure would be regarding background checks: She checks on people via Google.com to see their background and recommends that all prospects for Master Management positions, whether volunteer or salaried, be checked out this way. She stressed the need for such due diligence and that she did this on anybody who volunteered to be a Board member or officer. She further advised all that if any individual wishes to be part of a committee or be a vice president or be a part of this body, that some searching should be done. She said, "One person's name came up and what I found was pretty negative." Charlie Parness asked if Donna was talking about a replacement for staff or a replacement for the Board. Donna said she was talking about anybody who sits on Master Management and she is going to suggest at the next COOCVE meeting that they take their time and do their best to set up the proper situation for interviews and voting procedures when conducting regular elections at year end. If the Master Management Board wants to fill positions, she would be asking the Board to do the same, so people will submit their resumes and she will have the chance, and Board members will have the chance, to do some searching.

Donna then referred to a New York Times article about Co-Op City. Charlie Parness asked: "Someone I know?" to which Donna replied, "Your name is in it." She added that the Board needs to be very cautious and do due diligence when searching for people to fill Board positions. Charlie told Donna: "I totally agree with you that anyone who is running should have their resumes, should have them go through the nomination process, whatever, and thoroughly, so people know who these people are." Donna said

she will be looking to this Board for doing its tough job in making those decisions, so we don't move forward too fast, but move forward with prudence in an attempt to do it right.

Bill Morse suggested not waiting another month, suggesting the motion on the floor be changed so the open positions can be filled today. Donna said if we have nominations beyond the resumes she already has, she'd prefer to have nominees get a letter or resume to her by Thursday next week; she'll have time to review them and then hold a meeting to make final decisions. Every resume will be scanned and emailed to the entire Board. A vote on the motion to table elections until next regular meeting of May 10th was taken, resulting in a 6 to 3 majority opposed to table elections until May 10th.

Bill Morse then made a motion to go ahead with nominations today based on the resumes Donna has; also to nominate any other people we think are qualified and that any nominees for which Donna does not have resumes, be contacted to get a letter of interest and a resume by email or delivery by Thursday, April 26th so they can be reviewed by all before Donna schedules a special meeting for elections. Motion was seconded by Lou Spitz. This was passed by a majority with one opposed.

Donna then announced receipt of two resumes submitted for nomination to fill the two vacant positions on the Board: Reva Behr and Ira Somerset. Donna asked the Board if there are any restrictions or requirements regarding number of months per year necessary to serve in order to have a seat on this Board. Charlie Parness said only COOCVE officers have that requirement and Donna said she'd check this out. Meanwhile, Bill Morse nominated Reva Behr, Ira Somerset and Gene Goldman. Donna told the Board that if they have additional people to nominate, she needs to receive their letters of intention and resumes, which she will forward to each Board member for review prior to the special election meeting.

Traffic & Safety: Charlie Parness read the following resolution to the Board: "Be it resolved that Master Management Board in support of the City of Deerfield Resolution recently enacted, do hereby approve the admission of the Broward Sheriff's Office into Century Village East for the purpose of traffic and safety." Discussion followed during which Donna said she believes Master Management has already filed with the BSO to allow police to come back in to issue tickets, etc. Charlie maintained that the Board never approved this. Charlie then made a motion to approve the resolution as previously read to the Board. Bill Morse seconded the motion which was then passed unanimously.

Contracts/Agreements: Charlie Parness read the following resolution to the Board: "Be it resolved that the Master Management Board will not approve the extension or renewal of any existing contract or agreement, unless the board has conducted and reported on a performance evaluation of said contract or agreement." Donna objected on the grounds that Master Management does not do a "performance evaluation," but should be doing "due diligence." The wording should be changed to "...unless the board will do due diligence as contracts come up for renewal." Charlie was in agreement with this. However, no motion was made on this resolution.

Motion to Adjourn: Lou Spitz made a motion to adjourn the meeting at 11AM. This was seconded and unanimously approved.

Respectfully submitted,

Elly Rakowitz, Recording Secretary