

Special Master Management Meeting

10-6-08

Chairman, Charles Parness called the meeting to order at 1:00pm on Monday, October 6, 2008. In attendance were; Reva Behr, Donna Capobianco, Harry Chizeck, Donna Dowling, Anthony Falco, Gene Goldman, Jules Kesselman, Jack Kornfield, Susan Koser, Bill Morse, Charles Parness, Mel Schmier and (via phone, Bob Marcus, Ira Somerset and Marilyn Lane).

Guests present were Robert Kratchoff, Director of Operations; and Ira Grossman, President of COOCVE.

Charles Parness addressed the Board and read a statement; " As President, I believe I have always acted in the best interest of the residents of Century Village, without personal gain. I have enjoyed serving as the President of CVE Master Management and thank my fellow board members for their efforts. For personal reasons, I am submitting my resignation as President of CVE Master Management. This resignation is effective immediately. So as to best serve this community; I will continue to remain as a Director of CVE Master Management."

Charles Parness then turned the meeting over to Reva Behr, the second VP in command.

Reva Behr thanked Charlie on behalf of the Board for his accomplishments.

Gene Goldman made a motion to the Board:

Whereas in December of 2007, at the beginning of the 2008 term of the Board of Directors, Charles Parness was elected President of Century Village East Master Management, Inc. And whereas at that time no other member of the Board of Directors of Century Village East Master Management, Inc. put his or her name forward to lead the Corporation during this continued time of important change for the Corporation and how it could best serve the residents of Century Village, Deerfield Beach. And whereas from that time forward, Charles Parness worked with and led the Corporation in the direction of greater community responsibility, transparency and democracy. Therefore, be it resolved that we commend and thank Charles K. Parness for his hard work, time, effort,

commitment and the dedication he expended for the residents of Century Village Deerfield Beach.

Be it further resolved that we thank him for providing leadership and support to the Board of Directors of Century Village East Master Management, Inc. and to Century Village East in a time of great change and adversity.

Seconded and passed unanimously.

A motion was made by Reva Behr, to nominate an interim president to carry us through the next 90 days. Nomination by Mel Schmier for Jack Kornfield. Donna Dowling nominated Donna Capobianco. Jules Kesselman nominated Reva Behr and she declined.

After a brief discussion on holding an open vs. closed ballot, the Board voted 14 to one to hold an open vote ballot. Reva Behr then asked both nominees to address the Board. After Donna Capobianco and Jack Kornfield addressed the board and accepted the nomination the Board held an open vote. The results were as follows: Reva Behr – Donna Capobianco; Donna Capobianco – Donna Capobianco; Harry Chizeck – Donna Capobianco; Donna Dowling – Donna Capobianco; Anthony Falco – Jack Kornfield; Gene Goldman-Donna Capobianco; Jules Kesselman - Donna Capobianco, Jack Kornfield – Jack Kornfield; Susan Koser - Donna Capobianco, Bill Morse - Donna Capobianco, Charles Parness – Jack Kornfield; Mel Schmier – Jack Kornfield; Bob Marcus - Donna Capobianco, Ira Somerset - Donna Capobianco, Marilyn Lane - Donna Capobianco

The votes cast were 11 for Donna Capobianco and 4 for Jack Kornfield.

Donna Capobianco was voted the new Interim President of Master Management

Transportation Contract

Donna Capobianco passed out handouts to the Board of Directors and visual boards were placed in front of the room for the audience to see.

Donna Capobianco discussed in detail with the Board the new bus route structure. This structure was made as close to what we currently have today in terms of primary key stops. Depending on the company we choose, the

company has offered, at no cost to CVE, to conduct a time and motion study to make sure we are utilizing the routes effectively and efficiently.

Inside routes do not change in terms of stops. The outside routes are what will change. Buses are like the community bus vehicles. Buses will all start at clubhouse.

West Route – 7 Days; 9:00am – 3:00pm Monday – Saturday; 10:30am – 4:30pm Sunday. Start at clubhouse, exit onto Hillsboro, left on Hillsboro to Target, Albertsons, Deerfield Mall, back onto Hillsboro to the Clubhouse. The trip capture will be no more than 30 minutes.

East Route – Weekday's – Monday through Friday 9:00am – 3:00pm. Trip capture time is 75 minutes. Start at Clubhouse, turn right onto Hillsboro, enter into Century Plaza (community bus pick up), right onto Military trail to Trail Plaza, Sawgrass Promenade, left onto Sample Road to NB Medical Center, Federal Highway to Focal Point (open Mon-Fri only) back to Hillsboro Blvd to CVS and back to CVE Clubhouse.

East Route- Saturday's – same as weekdays except stop at Town Center Mall instead of Focal Point.

East Route – Sunday's - 10:30am – 4:30pm – Trip capture is 75 minutes. Start at Clubhouse, turn right onto Hillsboro, enter into Century Plaza (community bus pick up), right onto Military trail to Trail Plaza, Sawgrass Promenade, left onto Sample Road to NB Medical Center, back to Sample Road to Festival Flea Market, back to Powerline and go in on the West Drive back to CVE Clubhouse.

Donna Capobianco addressed the board and asked if there were any disputes to the above route recommendations. Jack Kornfield was the only member who disputed the recommendation.

Of the five bidding bus companies the committee narrowed it down to two companies - Quality and Midnight Sun/Coach America as the final bidders.

After the Board discussed in detail the pros and cons of the two companies, a motion was made by Gene Goldman to award the contract to Quality and the contract will include the total cost, including as it is adjusted under the express cost, adding in the optional available cost and the safeguard (two extra buses) for a total cost of \$1,116,136, not to exceed 3% in the final

negotiation. It was suggested by Mel Schmier to change the motion to add, subject to review by our attorney. Seconded by Reva Behr. Motion passed (14 to 1) (Jack Kornfield voted no).

Management Replacement Bids

Donna Capobianco passed out to the Board a cost comparison spreadsheet on the maintenance and management replacement bids. The Board discussed the bids from the two final vendors – Seacrest and Castle Group. Seacrest addressed questions from the Board. After a detailed discussion, a motion was made by Marilyn Lane to adopt all four sections of the Seacrest proposal including accounting with the option that at some time in the future, the MM Board can make changes as they see fit. Seconded by Bob Marcus.

Mel Schmier made a motion to divide the question. Seconded by Charles Parness. After a discussion, Mel Schmier withdrew his motion and made a new motion to vote separately on each portion of the contract. Seconded by Charles Parness. Motion defeated (5 to 10) (Reva Behr, Donna Capobianco, Harry Chizeck, Donna Dowling, Anthony Falco, Gene Goldman, Susan Koser, Bob Marcus, Ira Somerset and Marilyn Lane all voted no)

The Board then voted on the above mentioned motion made by Marilyn Lane to adopt all four sections of the Seacrest proposal including accounting with the option that at some time in the future, the MM Board can make changes as they see fit. (Motion passed 11 to 4) (Jack Kornfield, Charles Parness, Mel Schmier, Jules Kesselman all voted no).

Motion to adjourn meeting at 3:45pm

Respectfully submitted by

Donna Capobianco