

Master Management Board Meeting

November 11, 2010

President Ira Somerset called the meeting to order at 9:30 a.m. on Thursday, November 11, 2010.

In attendance were: Norm Bloom, Caryl Berner, Harry Chizeck, Anthony Falco, Dan Glickman, Bill Goddard, Gene Goldman, Jules Kesselman, Bob Marcus, Fred Rosenzweig, Alan Schachter and Mel Schmier, Ira Somerset. Via Telephone: Dick Ciocca; Not Present: Jack Kornfield; Guests present: Al Smith, Executive Director, Donna Childrey, Office Manager, AJ Bock, Business Manager

Open Mike

Arnold Paglia: mentioned that the sound system in the room is terrible and should be looked at.

Rhonda Pittone: Why are we planting Coco plum hedges (which are very short) without an irrigation system in place?

Rita Pickar: Is there an update on the species of plants that are currently in the canals?

Mr. Smith responded to the questions:

The proposal we have with the current contract allows up to 30 waterings with a water wagon. This will allow the Coco plum (which is a drought tolerant plant) to get established. Regarding *Hygrophila* in the canals: There is a maintenance program that consists of one spray per month. This is a seasonal problem, and we will have to try and manage this the best we can. Ms. Berner stated that she spoke to the golf course manager and the two holes on the golf course to the north of us are sprayed. Mr. Schmier also stated that the red tipped Coco plum that we will be planting can grow to 20 feet naturally, if allowed.

Minutes

Mr. Somerset stated because of the complexity of the October 14 minutes to censure a Board member, Mr. Somerset went back through the minutes and revised them. He sent the Board a copy and will append the changes into the minutes. **Mr. Schmier moved to approve the October 14 minutes with the addition as appended. Mr. Schachter seconded. Motion passed unanimously.**

Mr. Somerset stated that Mr. Kornfield had submitted changes to the minutes from the October 28 Special BOD meeting. Mr. Somerset read the following paragraph, and the changes/additions are noted in italics:

Mr. Kornfield stated that he wanted to speak to the budget motion. Mr. Somerset stated that the discussion was yesterday, we just had discussion and a vote. He asked the Board if there was any further discussion and there was none. *Mr. Kornfield stated that he did not hear that, that he had his hand raised before and that he will have to publish his comments.* Mr. Somerset stated he can ask his questions as long as it does not pertain to specific line items. Mr. Somerset also stated that Mr. Kornfield's threat to publish his comments when he does not get his way is *abhorrent. Mr. Kornfield indicated unit owners should have someone who speaks directly for them.*

Mr. Kornfield stated that there is a fundamental error *in arithmetic* in the budget, which puts the budget in question. The cable television line item calculation is incorrect. Mr. Marcus re-checked the number and clarified that the number *was correct.*

Mr. Schmier moved to adopt the minutes of the October 28 meeting as corrected. Mr. Schachter seconded. Motion passed 13:0 (Ms. Berner abstained).

Financial Report – Mr. Bloom

The CVE Master Management Financial Report prepared by Ms. Childrey was distributed to all Board members and discussed in detail. For the month of October 2010, the Total Income was \$899,508; Total Expenses were \$539,832; Net Income was \$359,676. YTD Total Income is \$9,000,410. Total Expenses are \$7,647,949; Net Income is \$1,352,461. Cash on Hand is \$2,136,602; Total Assets are \$2,948,725; Total Liabilities are \$1,080,725 and Total Equity is \$1,868,000; Prepaid Dollars are \$295,365.

Overdue accounts receivable from unit owners is \$458,033 representing 459 unit owners.

Mr. Glickman asked about the bad debt of \$192,808.83. Ms. Childrey explained that this number is a placeholder where the funds are put to match Seacrest's books. We have taken a write-off, but Seacrest has not because they need to write off the monies against specific accounts. A meeting is scheduled with them next week to discuss this process.

Mr. Somerset stated that Mr. Murphy has, since the first of 2010, presided over 19 closings and he has collected \$34,202.

Mr. Goddard moved to accept the Treasurer's Report, Mr. Schachter seconded.

Motion passed 13:0; Ms. Berner abstained.

President's Report – Mr. Somerset

Mr. Somerset thanked the staff for their work and thanked Dan Glickman for filling in over the summer.

Luella has taken a leave of absence and been replaced by Sharon McLearn.

Mr. Somerset read an e-mail and letter from Mr. Kornfield resigning from the MM Board of Directors. Mr. Somerset thanked Mr. Kornfield for his service to Master Management and Century Village.

Mr. Somerset mentioned that people often say that the Board of MM does not listen, we all live in Century Village, we hear and see what is said and being done, we go to meetings and social events and we hear from residents. When MM makes decisions that are not what the individual proposed, or would like, MM is accused of not listening. We make our judgments independently and there are always some that are not happy with that. As far as Board meetings and discussions, some people say that MM meetings are contentious, unorganized and unruly. We come with no pre-determined agenda and no predetermined actions. We come here and discuss the issues, shaping and polishing our decisions.

Funding for the new irrigation system will add \$13.00 to the coupon for next year. However, through hard work we have reduced other costs by approximately \$4.00. Last year, the coupon included \$1.50 increase for Comcast; since we are not collecting that money next year, we have reduced the coupon by that \$1.50. Because we did not pay the \$1.50 to Comcast this year, we are crediting that \$1.50 back to each unit, a reduction of \$3.00. We reduced security hours and will keep the 5/6 bus combined, reducing the budget by another \$1.28, for a net *increase* of \$9.00 for the 2011 coupon.

At yesterday's Area Chair Meeting, it was mentioned that two channels were taken away, but today they were back on. We have consulted with several experts and attorneys to get consultation on the Comcast issue. Every time we have tried to deal with Comcast, they would stall us. This is a contractual issue. We were told that it would be difficult to fight Comcast if we were to go to court, as well that we have a very good contract with Comcast. We have sent the last draft of the agreement to Comcast this week and are waiting their response which should be received in 10 days.

Mr. Bloom stated that although he hardly agreed with Mr. Kornfield, he did admire his tenacity and because of his resignation, he hopes that this will not cause Board members to avoid being on the opposition even if they are the only one.

Ms. Berner asked that the Comcast Committee meet so they can begin to look at alternatives in case this does not go well. Dick Ciocca stated that the Committee did speak about that but it is very premature to do so at this time.

Executive Director's Report – Mr. Smith

Perimeter Hedge review is underway, and the comments from the City will be picked up tomorrow.

Mr. Falco has been working with the banks regarding the financing of the irrigation project. We have six banks that are interested in working with us.

Ms. Berner stated that if we were to go with what the City landscaper suggests, it would be half the cost. She also stated that some of the procedures we do on this Board are incorrect according to Robert's Rules.

Mr. Smith stated that he has not seen the City landscapes findings yet. The contract we have with Landscapes of Distinction makes them fully responsible for the permitting process.

Mr. Schmier: Was the amount we approved \$147K?

Mr. Smith: Yes. The total for the four phases was approximately \$200K but we only have funding for the first three phases which is a total of \$147K.

Ms. Berner: If we change to half ficus/half cocoa plums, as the City landscaper is suggesting, how do we change the bid?

Mr. Smith: If the city required us to do that, we would have to re-bid the project.

Mr. Glickman made a point of order stating that we have already discussed perimeter hedges when the motion was made, and we should not be discussing this now. Mr. Somerset stated that he will let Ms. Berner continue with the discussion. **Mr. Glickman appealed the ruling of the Chair; Mr. Schmier seconded. After discussion and vote by a show of hands, the ruling of the Chair was not sustained.**

Business Manager's Report – Mr. Bock

Reef Electric Inc.: Tilford V Code Enforcement Violation sprinkler pump violation has been corrected.

Arqbuilt Inc.: CVEMM interior wall permit issued and wall is now under construction.

Florida Arborist Inc.: Phase two of CVEMM contract completed for tree trimming.

Signsations Inc.: Main Gate entrance sign completed and was installed 10/2.

Code Enforcement: 1) Violation to trim trees and bushes along Powerline Road behind the Activity Center: Work was completed on 10/19 and approved by Code Enforcement on 11/4. 2) Violation for Perimeter hedge along Deer Run private homes. The maximum hedge height by code is six feet. We challenged the violation and requested a formal interpretation. An e-mail interpretation from the Director of Planning, Jerry Ferguson, was received and stated that when a single family lot abuts a multi-family lot, either the single family lot or the multi-family lot may have an eight-foot hedge. Therefore, where Century Village abuts the single family homes of Deer Run, the hedge may be eight feet in height.

Priority 1 Inc.: The outside fire sprinkler valve is leaking. They have ordered a new valve and alarm bell on 10/21 and will schedule repairs.

CVEMM: Distributed copies of the traffic study to BOD members for their information. The Board had a brief discussion on the cost of the traffic study and compliance.

Mr. Goddard and the Board complemented Mr. Bock on the tenacity he used in the Perimeter Hedge violation.

Mr. Marcus: What is the status on the bench/pad project? I worked on an inventory of the benches last spring.

Mr. Bock: We now have a detailed list of all 139 bus stops and 49 bus benches/pads in CVE. We will continue to go through the Village next year and replace approximately 40 additional benches/pads.

Mr. Goddard: Many of the bus stops are white and the writing on them has faded. Can anything be done about this?

Mr. Bock: Yes, we ordered new decals and are replacing them when we can.

Ms. Berner showed the Board a copy of the Recreation Meeting Agenda and asked Mr. Bock for a copy of what he does for the month so that she can keep track when items are completed.

Mr. Bock stated that his "to-do" list changes daily.

Ms. Berner asked if the CV signs, which are in blue and located on either side of the gatehouse, are going to be changed to match the new green sign?

Mr. Bock: There are many renovations planned for the front of the Gatehouse, including painting, electrical, etc.

Ms. Berner: There are two signs that say “Do Not Enter” when exiting the Main Gate. When were those signs put there?

Mr. Bock: We did not install them. I believe the signs were installed by the City.

Mr. Bloom: Are we looking at putting seasonal lights at the Front Entrance?

Mr. Bock replied that we cannot do anything until we get electricity installed.

Old Business

None

New Business

Ms. Berner moved that, whereas the State of Florida permits a corporation to hold meetings with members of the Board via telephone, please understand that this is a permissive statute, not a mandatory statute; therefore until such time as the by-laws of our corporation are amended to reflect that Master Management allows for meetings via telephone conferencing, all motions passed without a quorum physically present and motions passed without a majority of the physically-present members, all decisions are null and void by law. Therefore, I move that our bylaws be amended to include for teleconferencing. Mr. Bloom seconded. Ms. Berner then read a passage from Robert’s Rules of Order. Mr. Somerset asked Ms. Berner to table this motion until a discussion is had with our attorney. Ms. Berner agreed. Mr. Goddard suggested a Committee be formed to investigate this issue and Ms. Berner be the Chair of that Committee.

Members’ Comments

Mr. Glickman: The vegetation that is in the lakes is called *Hygrophila*; the subject of a newspaper report that Mr. Kesselman distributed to us is *Hydrilla* which is different from what we have.

Mr. Glickman: Mr. Bock reported that Florida Arbor completed phase two; is there a phase three? Al Smith stated “No.” What was the cost for phases one and two? Approximately \$24,000.

Mr. Schmier mentioned that there needs to be some kind of traffic control in the Village other than what we currently have. Whether we do it with BSO or some alternative means, we

need to stop the speeding, stop at stop signs and stop at crosswalks when people are in them, but we need to do something.

Mr. Chizeck: Perhaps we need to put in speed bumps in front of the stop signs for people to slow up when approaching the signs.

Mr. Falco agreed that it would be a very good idea to put in speed humps throughout the Village. He thanked whoever was responsible for the art in the Activity Center.

Mr. Goddard also agreed with putting in speed humps/bumps or raising the intersections throughout the Village.

Mr. Rosenzweig agreed with putting in speed humps in the Village. Mr. Rosenzweig spoke regarding Mr. Kornfield's resignation. When Mr. Kornfield objected to the budget, he was objecting over a miscalculation of \$.003 cents that the budget was off.

Mr. Goldman: Last year a resident spoke about the difference between speed humps and speed bumps; the bumps were the problem. In the Cove area, the City is using speed humps. The speed humps might be the best way to go.

Mr. Schachter: Unless you put the humps across both sides of the road, which will cost twice as much, people will go around them; and they will not work.

Mr. Kesselman recently received a complaint about the hedges on the East Drive blocking the view of oncoming traffic. As a result, he asked Commissioner Popelsky to investigate the situation, and the hedges were removed by the City.

Mr. Marcus: We were originally against the speed humps/speed bumps because of the fire department/ambulances so we should have a discussion with them to find out what is and what isn't acceptable.

Mr. Somerset stated that if the Board wants Mr. Smith to go in that direction, he will determine what is best for the Village.

Mr. Bloom: Why didn't some of the MM Board Members put in their nomination to run for the Board?

Mr. Somerset stated that there was not sufficient notice for the Board members to put their name in advance, but they can be nominated from the floor at the COOCVE BOD meeting on Tuesday, November 16.

Mr. Ciocca was thankful for the opportunity to join the Committee via telephone conferencing and hopes that we do not make any foolish changes. Also, as Chair of the Insurance

Committee, at Tuesday's COOCVE BOD meeting, we will be making an announcement about the preferred carrier for insurance and would like MM to help disseminate that information.

Ms. Berner mentioned that the copies of the budget are too small to be read easily. There is something from FPL where you can either put solar panels on flat roofs to sell electricity or generate electricity, and we should look into that for the Activity Center.

Motion to adjourn was made at 11:38 a.m.

Respectfully submitted,

Ira Somerset

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Addition to the Minutes of the October 14, 2010 Board Meeting

(Accepted for attachment to the minutes, but not read into the record)

To the Master Management Board ~

At the October 14, 2010 meeting, a motion of censure was offered, followed by several amendments. In sorting out the final language, I rechecked the audio and the complete version of the motion, as passed, appears below.

Whereas CVEMM passed a Comportment Policy for its members on April 15, 2010 (attached).

Whereas a member of the BOD of Master Management, has repeatedly violated that Comportment Policy by publicly arguing against decisions made by the Board, without providing any additional facts, and particularly in other CVE bodies such as the Council of Area Chairs (most recently on Sept. 15, 2010); and has attempted to influence those bodies and the community-at-large to put pressure on MM to change decisions that have already passed;

Whereas that member has publicly called into question decisions made by the CVEMM Board, CVEMM officers and fellow Board Members and Board Committees;

Whereas that member has repeatedly published the following on his personal, "your cve" website, and e-mailed to members of the community-at-large (example: his blog posts and spam e-mails of Aug. 19 and Sept 14, 2010): (1) false and deceptive allegations about matters of fact and Board policy; (2) his opposition to motions passed by MM and presently being implemented; (3) his demands that the

Board revisit alternative proposals which the Board has already debated and voted against.

Whereas that member is aware of the CVEMM Comportment Policy which prohibits this behavior, and has been asked by MM officers and previous Board motions to desist from this behavior, but refuses to do so;

Whereas such actions injure the good name and reputation of the organization, disturb its well being, and hamper it in its work;

It is moved that Mr. Kornfield be officially censured by this body for his public acts in defiance of the Master Management Comportment Policy, and that Mr. Kornfield be asked to abide by the sanctions identified in the Comportment Policy and commit to a choice between:

- 1. resigning from the Board of CVEMM immediately or**
- 2. remaining as a member of the Board of Directors of Master**

Management and thereby committing to desist from violations of the Comportment Policy, in accordance with the Board's Comportment Policy.

Should Mr. Kornfield choose to remain a member of the BOD and agree to follow the Comportment Policy, but then be found to act contrary to the policy, as determined by the MM President and then ratified by the next BOD meeting, the BOD will request that the BOD of COOCVE vote to remove him as a CVEMM Board member.

Following the passing of the censure motion, Mr. Kornfield was asked directly by the Presiding Officer and Board members if he would abide by the Comportment Policy. He responded in the affirmative (*"I will stick to the policy;" "I will comply with the Comportment Policy."*).