

Master Management Board Meeting,

4/15/10

President Ira Somerset called the meeting to order at 9:30 am on Thursday, April 15, 2010.

In attendance were: Caryl Berner, Norm Bloom, Dick Ciocca, Anthony Falco, Dan Glickman, Bill Goddard, Gene Goldman, Jules Kesselman, Jack Kornfield, Bob Marcus, Fred Rosenzweig, Alan Schachter, Mel Schmier and Ira Somerset; Harry Chizeck via telephone

Guests present were: A.J. Bock, Business Manager; Michael Mahaney, Consultant Advisor and Kelly Serkin, MM Administrative Assistant

Mr. Somerset introduced the new Business Manager, A.J. Bock.

Open Mike:

Rhonda Pittone – spoke about Town Center bus and watering of the buildings.

Roslyn Nehls – spoke about the missing mini bus stop sign at exit of Westbury, painted over mini bus/trolley signs and bus benches.

Joe Sachs – spoke about the need to move forward replacing the current irrigation system.

Mr. Somerset explained that the new County ordinance was more stringent than that of SFWMD and that the County was now responsible for enforcement of irrigation rules. The ordinance limits watering to two nights a week. Our irrigation system is incapable of putting out the amount of water it takes to water this Village completely in the two nights. The best we can do is the fronts one week and the backs the next week. In the meantime, the crew will do maintenance work on the system. If we don't get a variance or find a work around this restriction by the time the maintenance work is completed, Seacrest will probably lay them off, which will make it more difficult for us in the future. We have been trying to get in touch with Kristin Jacobs' office to see if they can help as well. The Westbury stop sign was removed by a resident and a new one has been ordered. The new sign will state "trolleys must stop at intersection". The other signs are a fading issue and they will be replaced. One of our board members has just completed an inventory of the signs, benches and pads and we plan to put the Bus Bench project on the priority list for next year, if not sooner. Mr. Glickman responded that extending the East Route to 5pm will not happen right now –it is a matter of dollars and maintaining

the schedule as well as stops on Hillsboro Blvd. The BCT is only allowing one stop on Hillsboro Blvd but since J&J closes for approximately three months, July-Oct, it is still being reviewed.

Financial Report – Donna Childrey

The CVE Master Management Financial Report was distributed to all Board members and discussed. For the month of March 2010 the Total Income was \$900,696; Total Expenses were \$794,741; Net Income was \$105,954. YTD Total Income was \$2,701,914; Total Expenses were \$2,517,184; Net Income was \$184,729. Total Assets were \$2,320,364; Total Current Liabilities were \$1,346,011; Total Equity was \$974,353. Cash on hand is \$1,555,913. Prepaid Dollars were \$497,248; Overdue accounts receivable from unit owners is \$343,694 representing 720 unit owners.

Donna Childrey spoke to the BOD about a real estate software program to assist in locating information on a unit owner such as mortgage info, tax roll, comps, and liens. Fred Rosenzweig moved to license the real estate software product for one year at a cost of \$187/month for two users. Jules Kesselman seconded. Motion passed unanimously.

Executive Summary – Mike Mahaney

Mr. Mahaney stated that he is in the process of finishing up some items, that he enjoyed working at CVE and thanked everyone for their assistance. Mr. Somerset mentioned that Mr. Mahaney's report on the golf course was sent to the Board for their review. Ms. Berner mentioned that there was a Planning and Zoning meeting on golf courses last week which was very informative.

Minutes

Bill Goddard moved to waive the Minutes of the Board Meeting on March 11, 2010.

Alan Schacter seconded. It was noted that two Board members, were omitted in attendance Norm Bloom and Bill Goddard. Their names were added to the copy sent to the *Reporter*. Ms. Berner stated that there was a discussion on the management advisor which was omitted. The Board voted unanimously to accept the minutes as corrected.

Fred Rosenzweig moved to waive the reading of the Minutes of the Special Board Meeting on 4/12/10. Gene Goldman seconded. Mel Schmier stated that the

wording was incorrect in the approved motion and submitted a correction..."Mel Schmier moved to authorize the President or his designees to offer to Al Smith the position of Executive Director of CVE Master Management Company, Inc. ***within the guidelines approved by the Board of Directors*** and to negotiate an employment agreement for the approval of the Board of Directors, pending attorney review." Dick Ciocca seconded. The Board voted to accept the minutes as corrected. Motion passed 12-1 (no vote: Jack).

Presidents Report – Ira Somerset

The Masuen contract is at their attorney. A meeting was held with Mr. Philip Azar, Loss Control Expert from Philadelphia Insurance, who explained about loss prevention and mitigation, then inspected our facilities. His presentation will be posted when he sends it to us. Mr. Azar will be sending us a report of his findings so we can take steps to reduce our risks. To enhance communications, we will post notices on CVEDB and Channel 99 and email them to Mr. Rubino to forward to Area Chairs. Kent Security reported a drastic improvement with the staff this month. Internet Protocol cameras were installed at all three gates and in rover vehicles. Response time is down to five minutes for the outside rover. The rover can be reached at 954-596-8551. Traffic has slowed down with one minor accident reported as well as a small car fire outside the west gate. There were several reports of falls. MM received a letter from the owners of the golf course withdrawing from the conditions in the letter of intent. Neither party has any obligation to the other.

Mr. Somerset stated that he received an e-mail from Mr. Parness, 1st VP of COOCVE regarding two resolutions that were passed at the COOCVE Executive Meeting and then by COOCVE:

Joe Rubino moved that MM provide the COOCVE BOD with a written report of all MM's current litigation and its status.

Jack Kornfield moved to provide the information as to the current status of litigation that MM is involved in with the content of the case number so that residents can follow it. Dan Glickman seconded. Gene Goldman asked for a friendly amendment to post the information on our website, only the case number, name of case and name of court. Amendment accepted. Motion passed 13-1 (No vote: Harry)

The second resolution was:

Mr. Kornfield moved to have MM provide to this Body its plan for hurricane activities in sufficient detail for individual condominium associations to plan.

Mr. Kornfield moved to provide this information. No Second.

Mr. Somerset stated that the city would come in and clear the main roads and if they don't MM would bring people in to do that. Master Management's responsibility is their buildings, the roads and getting security up to speed. Everything to do with the buildings is each individual association's responsibility. The City stated that they would take care of evacuating people if the proper information is provided to them.

Summary of legal actions - Firewall lawsuit- Mr. Murphy filed motions to dismiss and demand for defense and indemnification to Comcast. Comcast cable agreement- Mr. Murphy is communicating with legal counsel for Comcast. Century Maintenance Lawsuit- made a claim for breach of contract. Ventnor B- lawsuit filed, MM is being defended by Travelers. There are approximately 99 foreclosures that have been identified.

Harry Chizeck left the meeting at 10:45am

Business Manager's Report – A.J. Bock

RFA # 304 - After a discussion on White Fly treatments by Mr. Bock, Jack Kornfield moved that we do not treat for white fly at this time. Caryl seconded. Dan Glickman moved to table the motion not to treat. Gene Goldman seconded. Motion to table failed (8:4). Fred Rosenzweig moved to approve the proposal from Seacrest Services for white fly treatment as specified in their proposal at a cost of \$11,829.45 plus fees and tax. Dick Ciocca seconded. Mr. D'Amato clarified that this treatment is guaranteed for one year and the hedge will be retreated if needed during the year at no cost. 10:2 (No vote: Jack, Caryl; Bob Marcus abstained).

RFA # 305 - Electrical repairs at main gate house. Gene Goldman moved to approve Reef Electric to replace the broken light fixtures at a cost of \$1,396.00 plus permits. Jules Kesselman seconded. Motion passed unanimously.

RFA # 306 - Pool heaters at Tilford Pool. After a discussion on the Pool Heaters at the Tilford Pool, Fred Rosenzweig moved to approve the proposal from Cool Team for the Heat and Cool commercial grade pool heater units for \$9,400. Dick Ciocca seconded. Motion passed 12-1 (no vote: Jack)

RFA # 307 - Miscellaneous paving. After a discussion on roadway repairs, Fred Rosenzveig moved to have Five Star Sealing and Paving repair 32 roadway locations for a total of 1,232 yards for a cost of \$23,606 plus permit fees. Dick Ciocca seconded. Motion passed unanimously.

Jack Kornfield moved to have a 5 minute recess. Bob Marcus seconded. Motion failed.

Committee Reports

Irrigation Committee – Anthony Falco

Anthony Falco stated that the Masuen contract is with their attorney. He also read a report from Mr. Carew, who is with the Natural Resources Planning and Management Division of Broward County Environmental Protection and Growth Management Department. Mr. Carew attended the presentation by Treasure Coast and reported on it. In response to questions by Ms. Berner, he presented his views on reusing the existing PVC piping at CVE (not a good idea). Mr. Glickman asked that the Irrigation Committee wait to meet with Masuen until the Executive Director is on Board on May 3.

Mr. Kornfield began to make a motion relating to irrigation which the chair ruled out of order. Mr. Kornfield appealed the ruling of the chair. Dan Glickman seconded. The ruling of the chair was upheld (9-2) (No vote: Dan, Jack).

Comcast Committee – Dick Ciocca

The committee is currently not meeting until all legal ramifications have been completed.

Old Business

Fred Rosenzveig moved that “Board Members” public acts of opposition to approved policies be censured by this body, and that Board Members be asked to choose between (1) resigning from the Board of CVEMM, leaving them free to publicly criticize accepted decisions and activities of this organization as they choose, or (2) remaining a Board member of CVEMM and therefore committing to desist from public opposition to its approved policies. Gene Goldman seconded.

Mr. Glickman stated that this motion is out of order and should be brought up in New Business; the chair ruled that Mr. Glickman was out of order. Dan Glickman appealed the ruling of the chair. Jack Kornfield seconded. The ruling was sustained by the Board 9-3 (no vote Caryl, Dan, Jack). Dan Glickman moved to

table the motion. Jack Kornfield seconded. Motion to table failed: 3-9. The Board then voted on the original motion which was passed 9:2 (No Vote: Dan and Jack; Abstain: Mel and Bob).

Mr. Kornfield asked about the status on the motion passed at the February BOD meeting asking for a draft of a business affidavit. Mr. Somerset stated that he will follow-up with Mr. Murphy on that as he was working on other major issues that the BOD asked him to work on.

New Business

Mr. Goldman moved “The Corporation hereby adopts Roberts’ Rules of Order regarding the comportment of the members of its’ Board of Directors. As a reaffirmation of those rules and for purposes of clarity, the Board of Directors adopts this policy.

POLICY on COMPORTMENT: Roberts’ Rules of Order, Chapter XX, section 61, sub-section ‘Offenses Elsewhere than in a meeting...’ provides for the imposition of disciplinary action by the Board on any member who acts in a manner than tends ‘...to injure the good name of the organization, disturb its well being, or hamper it in its work.’ Further, ‘...behavior of this nature is a serious offense properly subject to disciplinary action, whether the bylaws make mention of it or not.’

The following actions are offenses for which CVEMM BOD members can be called to order and sanctioned (reference RR, CH. XX, Disciplinary Procedure):

1. Publicly arguing against motions that have already been debated and passed by the CVEMM BOD and are in the process of being implemented.

Example: Publicly arguing against projects passed by the BOD as the wrong approach and a waste of money. Calling on the COOCVE BOD to demand that CVEMM buy a product or service that the CVEMM BOD has already rejected. Making negative remarks at other public events that injures the good name of CVEMM.

2. Communicating, without authorization by the BOD or the Officers, with outside agencies, individuals, and companies on CVEMM business. (See MM Bylaws Article 13)

Example: Independently making appointments with outside vendors or persons to meet CVEMM officers, or independently going to governmental agencies and officials and discussing CVEMM policies and other governmental policy vis-à-vis CVEMM, without authorization or permission. Requesting or soliciting information and adding a statement similar to the following: “Although I am a member of the MM Board of Directors, I am not writing in that capacity”.

3. Discussing and criticizing CVEMM business and policies, and criticizing any positions or actions of CVEMM officers or its BOD, in meetings of bodies and agencies outside CVEMM, or in public forums like blogs or mass distribution e-mails.

Example: calling on COOCVE to order CVEMM to provide information; criticizing CVEMM policies and challenging the CVEMM President during an Area Chairs’ meeting; using a blog or other means of public communication to criticize the CVEMM President’s actions, board decisions, or to make demands of the board or officers, etc.”

Fred Rosenzweig seconded. After a detailed discussion, the Motion passed 10-2 (No vote: Dan and Jack)

Anthony Falco moved that from this day forward, there be a security guard present at MM’s monthly meetings for the entire meeting to act as a sergeant-at-arms and take direction from the Chair only. Gene Goldman seconded. After discussion the motion failed 6:7.

Jack Kornfield moved that CVEMM solicit bids from qualified companies to bring CVE pumping stations up to the requirements of the SFWMD in a safe manner, and, because of the size of CVE, to control the pumping stations remotely, with the requirement bidders give options (for example, for the reinstallation of poorly installed pumps and the upgrade or repair or replacement of unsuitable or damaged pumps). Bob Marcus seconded. The chair ruled this motion out of order. Jack Kornfield appealed the ruling of the chair. Bob Marcus seconded. The ruling was sustained by the Board 10-2 (no vote: Jack and Bob)

Alan Schachter asked the BOD when replying to an e-mail received from another BOD, to only “reply to sender” and not “reply all”.

Bob Marcus moved that the process and recommendations in the document entitled *Updating the Century Village East Irrigation System; A Professional Pragmatic Approach dated April 11, 2010* be followed. Jack Kornfield seconded. The chair ruled the motion out of order.

Bill Goddard moved to adjourn at 1pm, Alan Schachter seconded.

Respectfully submitted,

Ira Somerset