

Emerald Green Property Owners Association
 Monthly Meeting of the Board of Directors
 EGPOA Clubhouse and ZOOM
 September 18, 2022 - 9:00 AM

Name	Present
Dan Brumbaugh	✓ (in person)
Joel Cohn	✓ (zoom)
Tom Ganz	✓ (zoom)
Ilana Kaufman (Sub. Secretary)	✓ (in person)
Arthur Kaplan	✓ (in person)
Patrick Kennell	✓ (zoom)
Chris Loomis (Presiding Officer)	✓ (in person)
Alex Rey	✓ (in person)
Zack Siegel	✓ (in person)
Earl Silas	✓ (zoom)
Hal Simon	✓ (in person)

Meeting was called to order at 9:04 AM by Chris Loomis, presiding officer.

A. Approval of Minutes 9/11/22 Special Meeting

- a. Chris requested a motion to be made to approve the Special Meeting minutes from 9/11/12. Paused for pledge. Chris requested again for someone to make a motion to be made to approve the Special Meeting minutes, Ilana seconded, motion approved. Request to have Brittany post them to the EGPOA Facebook page as well.
- b. Chris requested a motion to be made to post the newly created EGPOA board email addresses to the EGPOA Facebook page as well, Dan seconded, motion approved.

B. Committees

- a. Chris asked for a motion to be made to accept 8 Committees:
 1. Oversight (Aesthetics, Security, Insurance)
 2. Long Range Planning
 3. By-Laws
 4. Finance
 5. Human Resources
 6. Lakes
 7. Community Events
 8. Welcoming

- i. Discussion clarifying which committees were board specific vs. homeowner driven occurred.
 - ii. Discussion regarding which committees would handle Permits and Violations.
- b. Chris asked for a motion to be made to accept 8 Committees. The necessity for any sub committees would be reviewed at a later date, Dan seconded, motion approved.
 - 1. Oversight (Aesthetics, Security, Insurance, *Violations*)
 - 2. Long Range Planning (Construction, Building, *Permits*)
 - 3. By-Laws
 - 4. Finance
 - 5. Human Resources (*Board members only*)
 - 6. Lakes
 - 7. Community Events
 - 8. Welcoming
- i. Committee sign up information will be distributed by EGPOA over email and social media. Community members are invited and encouraged to sign up. Board members have until 9/25/22 to sign up for their preferences.
 - a. Patrick K. - personally wanted to thank Rich Brown for his ongoing leadership with the Lakes Committee.
- c. Ilana made a motion to make Tom Ganz Assistant Treasurer and check signer, Hal seconded, motion approved, Tom accepted.

C. Revised Capital Assessment Planning

- a. Treasurer presented input values for outstanding bills and estimates to complete work on the Entertainium building and surrounding grounds for the draft proposal.
 - i. Contractors billed and owed = \$216,000
 - ii. New/Ongoing work = \$274,000
 - 1. Additional \$10,000 grass seeding for spring, not currently in assessment.
 - 2. B & B Electrical (\$103,000) includes: HVAC units (fitness center), light fixtures, and general electrical work in Entertainium.
 - a. Allocation for HVAC = \$20,000 for HVAC needs in the fitness center with ISO Air, air purifiers for the main building which could be covered with what remains.
 - b. Two split units for the fitness center, quoted - \$6,900 (Schmidt's Wholesale) - waiting on confirmed pricing and availability.
 - i. Discussion regarding HVAC unit selection change from last year for the fitness center.
 - 1. Additional systems for install not needed on split units, Covid compliant, less cost.
 - 2. Michael Hoyt - confirmed no approvals or requests were made to order a specific HVAC unit last year.
 - ii. Clarification made - main building HVAC not officially settled.
 - 3. Painted Floor (Main building Entertainium) supply cost = \$11,141 (includes no painting estimates, volunteer driven for install).
 - a. Discussion regarding professionals needed for striping.
 - i. Striping will be completed by the company who does the tennis courts - per M.H).
 - 4. Carpet Install - gluing tiles = \$10,000
 - 5. Security and Networking = \$75,000

- a. Includes \$16,000 for main gate (already installed)
 - b. Card access for courts
 - c. Fiber between the building and gates
 - d. Board room set up
 - 6. Additional site work= \$75,000
 - a. \$10,000 additional needed to seed the lawn - not currently factored in.
 - 7. Total Scope of work = \$490,00
 - 8. Finish coat for paved surfaces will be completed in the spring - Poley Paving.
 - 9. Presiding officer, point of clarification - The remainder of the board, outside of the treasurer, have not seen underlying contracts and/or purchase orders for the scope of work in discussion.
 - a. Discussion - More eyes needed on the contracts and purchase orders - due diligence of the board.
 - b. Gym Equipment Follow Up - Chris Loomis
 - i. Tom and Chris followed up with Joe Bacana - will provide feedback on estimates and equipment selections with the board this week.
 - 1. Treasurer indicated any follow up will not change financial allocations for the gym equipment.
 - a. 60 month lease money will come out of assessment, not operating budget, nothing will be purchased up front.
 - b. Board Discussion - the leasing or buying of gym equipment in the assessment plan not settled.
 - c. Maintenance for Dam repairs, scope and cost updates - Tom Ganz/Dan B./Michael Hoyt
 - i. Tom, Dan and Michael have met to address hydro grouting (LLM) and Davies Dam repair.
 - 1. Hydro grouting - company will come in and "caulk" the spillway box. No contingency money needed.
 - 2. Davies Dam
 - a. Exploring different ways of addressing the issues. Extension of permit needs to happen first. Not an immediate issue.
 - 3. Contingency money for reserves, to avoid future assessments, will come from the assessment. Up to \$30,000 could be applied to reserve funds on an annual basis, which could include the Dam. Board will have oversight for how to apply funds.
 - a. Board Discussion: Resolutions for reserve allocations from the assessment versus board oversight?
- E. Legal opinion follow up: Vote requirement for Capital Assessment Plan - Patrick
 - a. Received legal advice from counsel. A plan that does not include new borrowing is covered under the prior resolution. The framework of this plan does not require new borrowing. Any new borrowing would require $\frac{2}{3}$'s vote.
 - b. Time request for community comment
 - i. David Fanslau - asked to restate the plan, its terms, and how it is not considered new borrowing. Asked the board if $\frac{2}{3}$'s vote should be required instead of the simple majority. Will a legal opinion be shared if homeowners are concerned with the opinion?
 - 1. Board discussion:
 - a. The assessment plan is yet to be determined, it is still in draft. Draft numbers will be presented at the end of the meeting.

- b. Are working with a plan that falls in line with legal counsel's opinion that does not ask for new money.
 - c. The ask for more money does not come from new borrowing.
 - d. Legal summary has been shared verbally. Want to be transparent, and will think about sharing it.
 - ii. Lee Vogel - Concerned about the Entertainium floor being painted with the same material from the pickleball and tennis courts. Damage spots already present on the new courts.
 - 1. Board discussion: Spots could be from sub structure underneath, not the paint due to heat/cold cycle.
 - iii. Kallie Tedaldi - Agreed with D.F requesting a $\frac{2}{3}$'s vote for new assessment.
 - iv. Jose Dejesus - Agreed with requesting a $\frac{2}{3}$'s vote as well.
- F. Board discussion on Capital Assessment Plan Presentation
 - a. Monthly financials not being reviewed, not on agenda, only if time permits.
 - b. Water company dividend payouts (\$7,800 monthly) through 2023
 - i. Funds not guaranteed.
 - ii. Some board members previously discussed increasing the budget to compensate for other expenses.
 - 1. Assessment plan is not contingent on increasing the dues.
 - c. Treasurer reported completion of due diligence with board concerns.
 - i. Point of clarification, President -any numbers discussed for a plan or the assessment, are not final numbers.
 - d. Treasurer presented draft assessment numbers:
 - \$550 - 1 time payable (sometime October)
 - \$725 annual assessment
 - This includes:
 - Payment of 3 Million loan
 - \$490,000 additional expenses incurred on Entertainium
 - Fitness and gym equipment - paid for on an annual basis
 - Reserve allocation - for dam or any other prioritized contingency
 - Point of clarification - project ran over for several reasons. Asking homeowners for closing expenses to complete the project.
 - e. Golf course debt currently being paid out of operating budget = \$10,090 monthly.
 - 1. Request made to put golf course payment in as a line item for the 2023 operating budget.
 - f. Prioritization of paying obligations was noted as to not further incur more interest.
 - g. Dan made a motion to adopt the assessment plan as it stands. Arthur seconded.
 - i. Presiding officer asked for clarification on the motion with number, then discussion from the board, followed by the community.
- G. Dan made a motion for the plan to be adopted in its current state: \$550 payable on or before October 31st. An annual assessment for \$725 payable May 1st payable 2023-2033. Hal seconded.
 - a. Board discussion
 - i. Tom - Going to work on new revenue waves, and shortening the term length.
 - ii. Dan - The board could put up to \$40,000 annually from the T & C fund to cut one year off of the loan.
 - iii. Patrick - Need for one additional step to verify input values. Doesn't want to

delay, but requested the assessment be subject to values being verified, purchase orders, contracts, or other documentation. If not, may have to come back and revisit.

- iv. Dan - Michael and Brittany have presented all the information they have available. Confident we can move forward with presented figures.

Dan made a 2nd motion request to accept the assessment plan as is.

Presiding Officer indicates the motion is already on the floor and discussion continues.

- v. Hal - Notes level of comfort with the work Dan, Michael and Brittany have put in. Request made if something unforeseen comes up when building is being completed, that it comes to the board immediately for its attention and commitment from board to cut back or forgo the scope of the work if bills come in higher.

Hal seconds the motion on the table.

- vi. Arthur - Thanks given to the board members who volunteered unpaid hours to the building project over the last few years.
- vii. Ilana - Clarification that nobody outside of Dan and the office have seen any contracts related to the scope of the work. Numbers have been shared and vetted by Dan, but no one has seen contracts. Not wanting to hold up things for the sake of a hold up, but commitments to do so were publicly made as a new board. Important note - the rate on the loan resets in five years.
- viii. Chris - exercises point of privilege to comment. Not prepared to vote yes today. Assessment plan is close and understands the imperative of moving purposefully and solving it quickly. Doing due diligence before voting to make sure it's done right the first time. Voting no is not a reflection on the plan itself, but a judgment that we need more time and happy to be wrong about that.

Chris requests for someone to make a motion to postpone a vote on the assessment to a Special Meeting to be called for next weekend.

- ix. Hal - any delay will cost more money in interest.

Ilana motions to table the assessment vote until next weekend, Joel seconds.

Michael Hoyt - asks for an official roll to be called.

Dan - present

Chris - present

Arthur - present

Zack - present

Hal - present

Alex - present

Joel - present

Tom - present
Earl - present
Patrick - present
Ilana - present

Presiding officer calls for a vote on the motion on the floor.

Dan objects, the motion on the floor is to accept the assessment plan in its current state.

Arthur clarifies a tabling motion is needed first.

Presiding officer asks for a break to clarify Robert's Rules

Request to take community comments on proposed assessment during the break.

H. Homeowner comments on proposed assessment:

- a. Rich Brown - Moving the exercise equipment into the capital expense away from the operating budget is going to increase the cost of the equipment by 12%.
Hal - Clarified that any increases to the assessment are self financed, not borrowing additional funds.
Dan - Clarified whenever the fitness center opens, the gym equipment will be a budgetary item until May 1st at \$1,600 per month. Going forward from May 1st, the funds will come out of the assessment until paid off in 5 years.
- b. Lesli Askew - Commended Dan for all the work he has done. Previous dam repair approvals were delayed over time and cost homeowners more money in the end. Asking board members to approve the plan, and move forward so the community doesn't have to pay more due to inflation. The plan is sound and it does not require more money to be borrowed, putting the community in more debt. Per Robert's Rules, doesn't believe another motion can be put on the table.
- c. Michael Gutnik - Asked for clarification if the interest rate was locked in for financing with the bank. If not, the rates may reset this week.
Dan - The bank openly committed to working with EGPOA on the rates as long as the loan can be closed sometime around December. This is part of the urgency.
- d. Jose DeJesus - A homeowner expressed that they came to the office to pick up their ballot, and was told by a staff member who to vote for and who not to vote for. Asked to have this addressed because the new board is building trust with the community. Office staff has to be neutral and not get involved. Concerned distrust may still be out there as the new board is trying to get a budget passed. Suggested waiting the week, to build trust.

Chris called for order - requests that concern be put in writing and sent to the President of the Board, as it deals with staff. Discussion not permitted as it pertains to a personnel matter and would require an executive session.

Point of clarification requested by Joel - Is the equipment a financed lease? A financed lease is considered a loan, and believes you will need a 2/3's vote to get that from the community.

Arthur - Clarified bylaw provision indicating ability for board to lease equipment.

Transcript for point of clarification above:

(1:50:32)

Dan: As far as the vote goes for the motion.

Chris: Alright so...

Joel - Wait, wait...Can I bring something up?

Chris: Joel go for it.

Joel: So basically, we are talking about a finance lease on the equipment and we own it. And in effect that's a loan. So I think you are going to need $\frac{2}{3}$'s vote to get that from the community; it's a loan guys.

Chris: Ok

Joel: That's a fact.

Chris: I'm going to kind of bring this to a close and ask us to...So let me explain what's going on here, just for the benefit of the community so we can bring it back...

Dan: It kinda sounds like we don't want the homeowners to have gym equipment. That's what it sounds like.

Ilana: No, he's making sure, cause' you have to sign off on the loan as the treasurer, and then he's just making sure that you have the legal, cause' you're legally going to have to put your name on that document, and if per our bylaws it would have required you to get a $\frac{2}{3}$'s vote, he's just looking out that you don't...

Dan: And that would come up after, you know, after the assessment passed or not passed. If we decide at that point that we're going to go through the financing process and this is what legal has said, vice versa, but what does that have to do with right now?

Arthur: We vote, we buy a truck, we buy a plow, we buy, we lease a truck, or thing we don't go...

Hal: We don't get $\frac{2}{3}$'s

Arthur: $\frac{2}{3}$'s for that. It's a board thing. To, its, its.., so we don't.

Dan: I think it's a stretch, but.

Joel: No, we buy the trucks.

Dan: It definitely sounds like a stretch, but it's regardless.

Chris: So...

Michael: We lease our trucks.

Hal: We lease the trucks, we lease the pool equip., the equipment in the pool house right now. That didn't go out for a 2/3's vote.

Arthur: It's always a budget item in the whole world.

Dan: Again, I mean, I've asked, I've motioned for a vote and it sounds like we are just kicking and delaying. I'm not sure what that is in regards to. At the end of the day, we presented a plan. I've given figures to everyone in this board for the last two weeks, two weeks.

Earl: So Dan...

Dan: And you know what, I've sent countless emails, I have not gotten questions, I have not gotten feedback that is the result of what we are talking about right here. I have asked people to talk to Michael, we have openly discussed this.

Arthur: I have discussed this with you.

Chris: Alright Earl go ahead.

Earl: To his point, I think it's fair. Every board member has a right to vote their conscience. But if he's put a motion on the floor, and he's concessioning, we need to vote.

Hal asked to clarify what Robert's Rules indicated about the motions on the table.

Patrick - Requested point of order to the presiding chair.

1. The main motion to vote is on the table and seconded.
2. There was a motion to table the first motion, which was seconded. Under Robert's Rule you can't have a motion to table, unless you have a motion in the first place. A motion to table is not debatable. Suggestion is to take the vote on the table motion first and then if it fails, vote on the other motion.

Motion to table the assessment vote until a Special Meeting next weekend.

Joel: yes

Alex: no

Hal: no

Zack: no

Arthur: no

Chris: yes

Dan: no

Tom: no

Earl: no
Patrick: no
Ilana: yes

Motion to table the assessment vote fails, 8 - no, 3 -yes

Motion on the assessment plan to stand as is.

Patrick: Noted will vote yes (on the condition needing to see contracts this week and will follow up with Michael).

Joel: absent - on flight

Alex: yes

Hal: yes

Zack: yes

Arthur: yes

Chris: no

Dan: yes

Tom: yes

Earl: yes

Patrick: yes (see note above)

Ilana: no

Dan makes a motion for adjournment.

Presiding officers request a call for vote counts on motion.

Motion to accept the assessment plan as is passes, 8-yes, 2-no

I. Zoning request - Michael Hoyt

- a. 14 Scarborough shed request from July (no room on back of property), requesting to place it on the side of the property.
 - i. Neighbors solicited, no one objected, and town approval conditional on board approval.
 - ii. Dan motions to adopt homeowners request, Hal seconds, motion passed.

J. New business and Homeowner Session

- a. Hal - Ice rink viability for the season - Area between tennis courts and dog park a viable option.
 - i. Michael indicates issues with too much sun in all viable leveled areas.
- b. Richard Rubin - Thankful for straightening of the mailboxes by condos, but still a visual eyesore.
 - a. Presiding officer wants to follow President's precedent to allow homeowner concerns to be first addressed by management before board comment.
 - b. Michael Hoyt - Chet has been working on it for 5 years, as did Arthur. Postmasters have changed in Wurtsboro. We don't have private roads. Cluster boxes out of the question due to maintenance issues and insurance. Funds were appropriated for cluster boxes 5 years ago, but not an option moving forward.
- c. Rich Brown - garbage bins and bylaw clarification requested. Garbage cans are in the middle of

the road after pick up days. Reached out to Chet for violations. Chet indicated they don't have time to monitor it. Clarification - are outside bins required?

Michael - Can use rolling bins or sheds in the front.

Ilana - Homeowner's responsibility to move in within 24 hours per homeowner rules.

- d. Cindy Kanterman - Needing clarification on security officer responsibilities. Emailed concern to office, haven't yet heard back. Two dangerous vehicle incidents with kids reported. Security guards did not respond to either at the time. Are working hours reflective of the value provided if the pool is closed?

Michael - Per the incident, there is an incident report, have spoken to those involved and was addressed. Security hours cut back after today, 8 hour shifts, in summer they have 12 hour shifts. Responsibilities include: when the pool is open ensuring members only access.

Hal - Responsibilities do not include babysitting. If EGPOA property is being damaged, it is within their jurisdiction to step in.

- e. Rich Brown - beyond the condo mailboxes there are loads of tree limbs that for safety reasons need to be looked at.

Michael - Will let the town know.

- f. Jose DeJesus - Where is the golf course being included in the committees?

Hal - Long term planning

Wanted to address the need for the golf course to have a sub committee for potential liabilities. Still noticing use of motorcycles on the golf course, creating unsafe environments for the community using it. Requested sending out memos reminding homeowners about the board approved resolutions regarding potential for fines for use of motorized vehicles.

- g. Chris - reminder for homeowners to look out for an email regarding committee sign ups.

K. Arthur motions to adjourn 11:25 AM, Hal seconded, motion approved.