

**Minutes of Master Management Board Meeting
December 10, 2015**

President Donna Capobianco called the meeting to order at 9:33 a.m.

Roll Call:

Present - Donna Capobianco, Gene Goldman, Dan Glickman, Bill Morse, Michael Routburg, Danielle LoBono, Fred Rosenzweig, and Dick Ciocca (who joined the meeting at 9:36 a.m.)

Remotely - Pierre Laliberté

Meeting Minutes:

(9:34:50 a.m.)

Dan Glickman moved to accept the following:

November 12, 2015, MM Board Meeting Minutes

November 19, 2015, MM Executive Session Meeting Minutes

December 4, 2015, MM Executive Session Meeting Minutes

The motion was seconded by Danielle LoBono. The motion passed unanimously.

Financial Report – Bill Morse:

(9:35:32 a.m.)

For the month ending November 30, 2015, Revenue was \$1,033,111 and Expenses were \$909,838. The Revenue exceeded the Expenses by \$123,273. Bill noted the only extraordinary item for the month of November was \$84,332 for firewall repairs. The YTD Revenue was \$11,390,499 and Expenses were \$10,999,400. The Revenue exceeded the Expenses YTD \$391,100.

The balance sheet is showing Cash of \$2,457,735. The Net Assessments Receivables on uncollected items was \$726,902. Total Assets were \$5,577,595 with Total Liabilities of \$6,351,283 and negative Total Net Equity of \$773,688.

Dick Ciocca entered the dais

(9:36:30 a.m.)

Donna announced Andrew Winston, Corporate Counsel on behalf of MM, would provide a legal report. See below at time stamp 9:38:20 a.m.

Legal Report - Andrew Winston, Corporate Counsel:

(9:38:20 a.m.)

Andrew Winston, as General Corporate Counsel for MM, was pleased to address the membership and provided an overview of the interesting and exciting legal accomplishments made since commencement of his engagement in February 2015. Mr. Winston highlighted the five cases that have been in litigation with Ventnor B and Ross Gilson, with the first one dating back to 2009 through 2015. At the conclusion of his report a round of applause ensued.

Further comments were made by both Counsel and Board Members.
(Refer to video at time stamp to hear full discussion.)

President's Report – Donna Capobianco, President:

(10:07:54 a.m.)

1) Proposed Gift of Land Deed -

Donna reported receiving a letter in November from the sales agent for the open land and read the letter into the record as follows:

"We would like you to present the following offer to the Master Management of CVE regarding the land purchase from Bast to the Robbins Group.

We are proposing a plan for a luxurious, active senior community development on the Military Trail, 23-acre parcel from the former golf course which consisted of approximately 80+/- acres. The Military parcel would be the only section that would have a future land use change from "open space recreational" to "residential".

The plan could incorporate a combination of luxury-independent living/ALF/memory care/affordable rental housing, or a garden-style apartment community for sale or lease.

The Developer would be willing to provide a Brown Field Designation on the entire 80-acre parcel, and to donate the remaining 57+/- acres of the former golf course to the community, at no charge, for the cooperation of CVE Master Management and its Community regarding the future development on the Military Trail parcel only. The only contingencies remaining prior to closing with the Robbins Group would be an investigation period to determine:

1. Traffic engineering for the future traffic flow accessibility from the Goolsby traffic signal onto Military Trail would support the additional traffic generated by the future development. As an added benefit, this traffic signal would serve as an exit only for the Century Village residents heading northbound on Military Trail.

2. Michael Goldstein can confirm that a Brown Field Designation can be obtained."

Donna then gave the following report:

At first take, it sounds like quite a gift. Once the underlying issues are exposed, it loses luster quickly. The CVEMM Board of Directors learned much over our two years of dealing with the unknowns of contamination clean up and have not lost sight that contamination exists in the land, ground water and has likely migrated to bordering association property. We know a Brownfield designation is only a starting point. We again reviewed the steps, costs, and liability of accepting a deed to this contaminated land with our legal and environmental experts and

again listened to their very significant concerns. To the best of our knowledge, there are at least ten critical, difficult and costly steps involved:

1. Obtain approval from Deerfield Beach City Commission to designate the land a Brownfield.
2. Execute Brownfield Site Rehabilitation Agreements with Broward County Environmental Protection and Growth Management Department (EPDGM).
3. Pay environmental consultant to prepare and obtain approval by EPGMD of Site Assessment Report that meets criteria of Chapter 62-780.600, Florida Administrative Code, and conduct any and all additional testing required.
4. Pay consultant to prepare an analysis of remedial alternatives.
5. Obtain formal EPGMD approval of a Remedial Action Plan that meets criteria of Chapter 62-780.700, Florida Administrative Code.
6. Implement and pay for the approved remediation procedure.
7. Pay for environmental legal oversight during remediation implementation activities.
8. Fund all technical & legal assistance associated with obtaining Site Rehabilitation Closure Order.
9. Pay for and complete post-remediation rehabilitation (unused building demolition/removal, landscaping, possible irrigation, etc.).
10. Pay annually for an environmental insurance policy.

Until step 2, a Site Rehabilitation Agreement is reached, we are open to being sued. And even then, the legal protection of the agreement may not cover CVEMM for everything. If you think it is unlikely, I can tell you within days of receiving this proposal letter, CVEMM was threatened with a law suit if we accept a deed.

Moreover, our environmental attorney made it clear, after the state approves a cleanup plan it can and often does change and increase requirements. Finally, after years of cleanup work, with all the heavy equipment and dump trucks going in and out (number of years corresponds to tax breaks and expense rebates allowed per year) it only ends when a Site Rehabilitation Closure Order is obtained from the state saying the job is done.

Clean up is not cheap, easy or pretty and cost is a moving target and only moves up. There is no way to obtain a clear or fixed cost and there are many complexities and variables all along the way. We have been told we currently live in the worst case scenario. We are abutted by contaminated land that is difficult to sell. Not owning the land means CVEMM has no obligations or risks.

All of these issues are likely some reasons, other than parcel 5 along Military, no one appears interested in parcels 1- 4. If a developer builds any type of residential community on parcel 5 that all abutters agree to, they are covering the land with buildings and that is considered remediation. Unless the developer plans a land use change of the entire parcel all the way in to Century Blvd, where CVEMM would be an abutter, our company has no say in what the

abutting associations decide regarding parcel 5. We are not a Master Association. It would be inappropriate for us to make any comment or state any opinion. Development of parcel 5 requires the developer to show the abutting associations what he wants to build and gain their agreement. If he does not gain abutter agreement, he will not get the city to agree to a land use change. He may plan to build something desirable and lovely that the abutters agree to. We have no idea. Regardless, both our corporate council and our environmental attorney felt we should not put our community in any financial and/or governmental jeopardy nor should we pay anything toward cleaning up the site.

Given all the input, we came to a consensus we might consider accepting a deed on clean land that has received a Site Rehabilitation Closure Order from the state. Most likely, a developer would cover the land with 2 feet of topsoil with no obligation and no desire to go any further, leaving us a 60 acre sand box. At that point we would have to determine the cost of re-establishing the green space (grass seed, sod, etc.). We concluded if it ever got that far, it would be best to once again inform all our members of the issues and costs and ask you to vote on whether we should move forward or not.

There is no such thing as a free lunch. On the surface the letter sounds wonderful. But we know underneath lurks huge litigation and cost potential. Whether we buy it or accept a gifted deed, we would own contaminated land. And anyone who owns it will eventually have to remediate it. It is almost three years since the golf course was closed. So far, no one seems interested in owning parcels 1-4. All we learned and shared with you last year and today may be telling us why. (Proposal offer declined.)

Donna made further comments regarding the risk of land contaminants and a city ordinance which requires the grass to be mowed by the owner.

Executive Director - Kelly O'Meara Hampton:

(10:22:07 a.m.)

1) Website Registration -

Kelly advised an email blast would be sent encouraging residents to re-register on the new website. Those who register will receive an entry for a January drawing to win a free mini iPad. Kelly noted that to date, 4,200 residents have registered and this is the best way of getting news and information out to the residents.

2) 2016 Budget -

(10:22:47 a.m.)

Those currently registered to the new site will receive an email indicating the coupon increase from \$120 to \$122, per October approval of the 2016 budget. Kelly revealed the increase would apply to renovation of the Tilford bathrooms, repainting the exterior of the building and interior walls, installation of new flooring, carpet, and window treatments in the Activity Center and renovation of the interior of LeClub. Additionally, construction for the new East and West Gate will begin in April 2016. Kelly noted a letter from Seacrest would be included in the coupon book advising resident payments can now be made by credit card and that there has been a change in the lockbox address. For further inquiry, Seacrest should be contacted.

3) New Street Signs - (10:24:46 a.m.)
Kelly was pleased to announce the many compliments received regarding the new street signs. Moving forward with gatehouse renovations, new directional signs will be installed.

4) Bus Step Modification - (10:25:12 a.m.)
Due to a recent bus accident (no injuries were reported) installation of the new automatic bus step to lower the step had been postponed. The step will be installed in the next couple weeks and will await resident feedback before installation of the new step to all buses.

5) Exterior lighting - (10:25:53 a.m.)
The proposal from FPL received last week for the exterior roadway lighting fixture upgrades was for \$19,000. Kelly was pleased to announce the proposal was considerably lower than the original projection cost of \$40,000. Once exterior lighting is complete a photometric study report would be generated to determine further lighting recommendation.

Per Member inquiry, Kelly informed the lighting would produce five times the amount of light on the major roadways.

6) Irrigation - (10:27:35 a.m.)
The additional grounding for the irrigation system being installed by Treasure Coast will conclude in the next couple weeks, and irrigation is 100 percent complete.

7) Landscaping and Pest Control Contracts (10:28:02 a.m.)
The landscaping and pest control services contracts will expire December 31st. Therefore,

Gene interjected to report residents' excitement of the added lanes at the East and West Gate. In addition, Kelly noted the gate houses would be constructed further back to allow additional car stacking as well as upgrading the bar codes to transponders would further enhance entry and exit through the Village.

Gene Goldman moved to approve the execution of a 3-year contract with Luke's Sawgrass for Landscaping Service, in the amount of \$114,000 annually. The motion was seconded by Michael Routburg. The motion passed unanimously.

Dick Ciocca moved to approve execution of the 3-year contract with Luke's Sawgrass for Pest Control and Fertilization Services, in the amount of \$33,000 annually. The motion was seconded by Michael Routburg. The motion passed unanimously.

Per Member inquiry, Kelly clarified two line items from her report that was distributed to the Board.

Business: (10:33:00 a.m.)
Unfinished - None

New - None

Member Comments:

(10:33:11 a.m.)

Gene reminded the Board and the public the election for the 3 available positions on the MM Board will be held January 19, 2016, at the COOCVE Directors Meeting. The following morning, January 20, 2016, at 9:30, a public Special Board Meeting specifically for election of the new officers will be held.

Dick expressed gratitude for the holiday lighting and thought it looked wonderful.

Donna inquired about the lack of lighting along the Century Plaza shrubbery. Kelly took the matter under advisement.

Michael mentioned the upcoming Town Hall Meeting.

Fred, for the sake of the Village, was delighted and satisfied the Village lawsuits had been resolved and hopes Ventnor B can make themselves comfortable, settle in, and move on. A round of applause ensued.

Announcements:

(10:37:01 a.m.)

The Town Hall Meeting is scheduled for December 17, 2015, at 9:30 a.m. in the Clubhouse Party room.

For convenience, Donna suggested the Board consider scheduling the Town Hall Meeting, if resident turnout remains low, immediately after the annual year-end meeting concludes.

The next regular Master Management Board Meeting is scheduled for January 14, 2016, at 9:30 a.m. in the Activities Center.

The Special Board Meeting only for the Election of Officers is scheduled for January 20, 2016, at 9:30 a.m. in the Activities Center.

Danielle wished Happy Hanukah, Merry Christmas, and a healthy New Year. A round of applause ensued.

Adjourn:

(10:40:44 a.m.)

Meeting was adjourned at 10:40 a.m.

(For greater detail, those wishing to hear all comments, discussions, and debates are encouraged to view the meeting video in its entirety or by using the time markers above on www.cvedb.com. Meetings may also be viewed on our Community TV Channel 98.)

Respectfully submitted,

Gene Goldman
Secretary
CVEMM Board of Directors

The signature above indicates only that these are the minutes adopted by the Board of Directors in open session on _____, 2015.