

**MINUTES OF MEETING  
REGULAR MEETING OF THE BOARD OF DIRECTORS  
BRINY BREEZES, INC.  
Wednesday, December 11 2013, 9:00 A.M.  
At the Briny Breezes Community Center**

The December 11<sup>th</sup>, 2013 Regular Meeting of the Briny Breezes Inc. Board of Directors was called to order at approximately 9:00 AM by Board President Joe Coyner.

Secretary Oglesby called the roll and all Directors (Coyner, Malchuski, Koplen, Oglesby, Long, Coppola, Stewart, Gallacher) were present.

The Pledge of Allegiance was recited and a Moment of Silence was observed. Secretary Oglesby confirmed that Proof of Notice for the meeting was posted Friday, December 6, 2013 at 9:00 am and signed by General Manager, Carl Forrest.

**Special Guest: Boynton Chief Fire Marshall, Rick Lee**

General Manager Carl Forrest informed that he had asked that Chief Fire Marshall, Rick Lee, not to appear today to allow the Board more time to gather information regarding the restricted use of the Auditorium and the need to retro-fit for sprinklers. President Coyner added that the GM is currently waiting for a response from the Fire Chief to the GM's letter asking for more information on these matters. Director Coppola mentioned that he would have liked an attorney's opinion that he requested three weeks ago be prepared and studied before the Board meets to discuss the use of the Auditorium with Chief Fire Marshall Rick Lee.

**Approval of Minutes**

The Board considered the approval of the minutes for the Regular Board Meeting of Wednesday November 13, 2013. Secretary Oglesby asked the Board for amendments and receiving none, made a motion to waive reading and approve the Minutes of the November 13 2013. The motion received a second and was unanimously approved by the Board. A hard copy will be signed and filed in the Briny Office.

**Correspondence**

Secretary Oglesby read the two letters from stockholders addressed to the Board of Directors.

One letter was from Celene "Candy" A. Alexandra (B-5) enumerating complaints about Briny's Cable TV contracted company, AM3's service and two of the channels they retransmit. Her letter also asked among other things why BBC-8 no longer broadcasts movies from DVDs.

Director Stewart explained that Direct TV provides the channels to AM3 and has withdrawn the channels in question and replaced them with other programming over which Briny has no control. He pointed out that BBC-8 could not broadcast movies to the Park because of copyright laws prohibit such transmissions without the approval of the copyright holder. Although Director Stewart told the Board that he has discovered a way to retransmit movies from the internet without violating copyright laws, the procedure requires someone sitting in BBC-8 monitoring the transmission during the entire movie. No volunteers came forward to provide that service.

Stewart also informed that the Technology Committee is looking at alternatives to AM3 when the current contract with Briny expires.

GM Forrest mentioned that he had discussed the poor service and lost channels with AM3's Vice President in Chicago. The executive told the GM that he had no control over stations that do not wish to continue providing programming to AM3. In the conversation with the AM3 executive, our GM also discussed the poor service that residents have received when they call the company with problems. GM Forrest related that AM3 is well aware that their contract will expire in 2015 and have been trying to improve their services to the Park and respond within the required 48 hour period stipulated in the AM3 contract.

A second letter was from Art League Director, Sue Alter requesting that their proposal to refurbish the inside of the Art Building be put on the Agenda for the Regular Meeting of the Board of Directors scheduled for January 15. Her letter also requested permission to obtain bids on the project so that the Briny Breezes Art League will be able to ascertain what amount of money the Art League will need to raise for the refurbishment contemplated. (*Suggestion to Board: we may wish to survey the Directors to see if they support this initiative and, if so, contact Sue to allow her to begin seeking bids from licensed contractors as needed.*)

After reading the letters addressed to the Board of Directors and received prior to the Dec 11 meeting, Oglesby was asked to read all letters in the package contained in the Board Meeting Package labeled "Correspondence".

With the majority of the Board supporting this action, Oglesby read the remaining correspondence in the package. Two of the letters dealt with flowers planted around a fire hydrant in District 3.

After a short discussion, Director/Treasurer Long moved that a notice be placed in the Bugle advising anyone who has planted flowers around a fire hydrant to remove those plants within a week after the notice is published. The article will advise that after the grace period, the Corporation will remove all the flowers surrounding any fire hydrant to meet fire code requirements. **The motion received a second and the Board voted 7-1 in favor of Treasurer Long's motion, with only Director Malchuski opposing the measure.**

Secretary Oglesby read the remaining letters in the Correspondence package but no Board action ensued.

### **President's Report**

President Coyner addressed the attendees at the meeting reminding them that the Board was working tirelessly to try to make Briny the best it can be. He also reminded everyone present that the Board is always concerned with the health, safety and welfare of the Corporation and its stockholders.

Next, President Coyner mentioned that he and GM Forrest had attended a conference in Ft. Lauderdale dealing with managing co-operatives and had listened to a persuasive talk by Becker and Poliakoff (Ken Direktor) recommending a legal review of all corporate documents to ensure that they were up to date and consistent with current laws and statutes. He added that Board will consider such action in the future.

The President then asked that stockholders put their requests for work in writing at the office as "work orders" so that they can be tracked to see if the work is addressed and completed in a

timely manner. Finally, he encouraged stockholders to speak directly to their District representatives (Directors) if the stockholder has issues or concerns regarding Committee or Board actions.

### **Treasurer's Report**

Treasurer Long began by summarizing the meeting with Town Council President, Sharon Kendrigan on November 11, 2013. Treasurer Long led the meeting for the Corporation and Directors Stewart and Oglesby were in attendance.

The purpose of the meeting was to understand and confirm the basis for the increases in Town charges to the Corporation for FY 2013-14 related to the Boynton Beach Fire and Rescue Department, the Ocean Ridge Police Department and the Boynton Beach Water and Sewer Department. After a thorough review of the Town's Budget relevant to these costs, the contingent of Directors were in agreement that the charges billed to the Corporation were accurate and justified under the long-standing verbal agreement between the Town and the Corporation support the Town's requirement not to incur a fiscal deficit.

Treasurer Long pointed out that around \$10,000 of the increase in charges was to replace four sewage pumps damaged by material such as diapers, grease, facial wipes and clothing disposed of in sinks and/or flushed down toilets. Since such costs are controllable if all residents dispose of these types of items in trash receptacles instead of in the Briny sewage system, Treasurer Long asked the residents in attendance to "spread the word" on proper disposal of these items to help control our costs.

The Treasurer next reported the balances from the Corporation's Balance Sheet as of November 30, 2013. She announced that our Operating Account had an opening balance of \$56,700 and the operating Money Market had a balance of \$184,000 for a total at \$240,700; Park Improvement account was \$225,000; the Catastrophe Fund was \$114,300; Total Reserves stood at \$645,100; and the total in Checking and Savings accounts together was \$1,225,150.

Treasurer Long also noted that as of Dec 10, 2013, there were 14 delinquent accounts representing a total value of \$9,650. She added that accounts receivable (including delinquent accounts) stood at \$36,590 and accounts payable at \$43,800.

Treasurer Long then informed the Board that the Annual Audit and Budget are currently in development. She encouraged the stockholders to attend the following important meetings: the General Meeting on Jan 8<sup>th</sup> at 9:30 AM at which we will discuss matters which are proposed for voting by the membership at the Annual Meeting and other matters concerning the welfare of the Corporation and to attend the February 26<sup>th</sup> 2014 Annual Meeting. The Treasurer invited the stockholders to attend a Special Board Meeting to review and approve the 2013-14 Budget which will be held on Wednesday January 15, 2014 following the Regular Board Meeting on the same day. Finally, she encouraged shareholders to attend Budget Development meetings that will be held on December 16 and December 23<sup>rd</sup> IN the Community Center.

### **Manager's Report**

GM Forrest began by informing the Board that he had hired Gilbert Bofil on a 90-day, trial basis to replace former employee Bob and Ed Gass when Ed retires.

He then announced that the Holiday Luncheon for the staff will be held on December 20, 2013 (Friday) and the office and maintenance functions will close at noon on the same day.

He reminded everyone that notice has been posted in the Bugle concerning the policy and planned action for ridding the park of feral cats. The traps are expected to arrive this week and trapping activities are planned to commence on Tuesday, December 17 2013.

Next, GM Forrest informed the Board and Stockholders regarding fire code violations reported after the annual fire inspection of Briny facilities that occurred this year on November 5, 2013. The GM told us that most of the violations cited by the inspection have already been addressed. The maintenance staff has changed a number of door locks and that all emergency exit signs and lighting has been upgraded as per the requirements of the fire inspectors. However, the requirement for a sprinkler system in the Auditorium was problematic, so the GM brought the matter to the attention of the Board.

The GM stated that he has developed a cordial working relationship with Boynton Chief Fire Marshal Rick Lee and used that relationship to explore options for the continued use of the Auditorium until a sprinkler system is installed. He estimated that the cost for installing a sprinkler system would be approximately \$100,000.

After Director Malchuski advised the Board that Florida State Statutes allow Briny to postpone any retro-fit of sprinklers until December 31, 2019 or to avoid retro-fit altogether by a majority vote of the stockholders, the GM brought this statute to the attention of the Boynton Beach Chief Fire Marshal. Chief Fire Marshal Lee wrote to our GM that, per National Fire Prevention Assn. Section 101.13.3.5.1, a sprinkler system will not be required if the Board sends him a signed agreement that the Auditorium will not be used for (1) dances, (2) as a discotheque nor as a night club (offering any form of entertainment), (3) that there will be no festival seating for holiday meals and that (4) the Auditorium will not be used as an exhibition hall (such as the annual Briny Rummage Sale). If the agreement is broken, then Lee says he will require the installation of a sprinkler system.

Lee added that any cooking other than microwave cooking (or use of a coffee pot) in the Auditorium kitchen will require a hood and suppression system as required by National Fire Prevention Assn. Section 101.13.3.22. However, he informed that if the residents want to hold an event like those prohibited above, the Fire Department will institute a "Fire Watch" during that event (involving two firemen on site at a cost of \$40/man-hour according to Director Kopen). The Fire Chief ended the letter to GM Forrest by warning us of the dangers of assembly fires and recommending that Briny install a sprinkler system in the Auditorium.

At a meeting to discuss the appearance of the Fire Chief that occurred prior to this Board meeting, Stockholder Roger Klink, a former fire inspector in Cincinnati, suggested that we postpone meeting with the Fire Chief until he could investigate this matter to identify any information that might help us have a productive dialogue with Lee. In the meantime, Lee has indicated that he will remove the sprinkler violation from the Auditorium inspection report by Lee Gregory, the inspecting officer. This amended report has not been received by the Corporation at the time of this Board meeting.

In GM Forrest's opinion, if the sprinkler violation is removed from the inspection report, the Corporation can continue using the Auditorium for its events except for the events listed as prohibited in the Fire Chief's letter.

Director Malchuski suggested that the Town attempt to negotiate for some level of free "Fire Watch" services in the next contract with the Boynton Beach Fire Department

Director Stewart supported Director Coppola's point made earlier that we need a Legal opinion before moving forward. Further discussion was deferred to the relevant agenda item under New Business.

Moving to another topic, GM Forrest announced that the Flamingo Seawall is nearly complete and will be fully cleaned-up after all work is finalized.

### **Ocean Ridge Police Chief and Briny Town Marshal**

Chief Yannuzzi comments covered the following:

- The Chief informed that there had been 4639 incidents logged in October in Ocean Ridge and Briny. 73 were in Briny of which 3 were written warnings, 9 were parking tickets and 12 dealt with other incidents of illegal parking. 31 of the 73 were simple "Police door-checks" of Briny Corporation facilities. No incidents dealt with feral cats. He added that any feral cat incidents reported would be turned over to Palm Beach Animal Care and Control who actually issue the citations connected with violations of the feral cat statute.
- No action by O.R. Police is possible regarding the Jack O'Shea complaint
- He informed that dredging would start on December 12<sup>th</sup> south of Briny to replenish the beaches between Delray and Ocean Ridge.
- He announced the Ocean Ridge Annual Holiday Party on December 12<sup>th</sup> at the O.R. Town Hall from 5:30-7:30pm and invited Briny residents to attend.
- He added the Boynton Beach Christmas Boat Parade on December 13<sup>th</sup> begins at 6:30pm and the bridges will be closed to traffic during the event. He suggested that Briny residents wear their ID badges so residents could easily identify uninvited/unwanted visitors to the Park that might enter our property to view the event.
- He ended his presentation by reminding the Briny residents of the importance of the "See Something, Say Something" program to identify and investigate any suspicious activity in the Park that might indicate a crime is being planned or in progress.

### **Committee Reports**

#### **• Voting Oversight Committee Report**

*The Chairman of the Voting Oversight Committee Director Oglesby moved, in accordance with Briny Breezes By-Law Section 8.40, that Stockholder Chuck Foland (R-202) be appointed as Election Coordinator for the 2014 Annual Meeting. **The motion received a second and was unanimously approved by the Board.***

According to By-Law 8.40, Chuck will be responsible to select one person from each district to observe the vote counting process and when complete, certify that the vote count for their District is true and accurate to the best of their knowledge. Chuck will compile the votes from each District-certified count and convey the results to the Board of Directors during the Annual Meeting. The Board President will then inform the Board and Stockholders of the names of the Directors that were elected and the results of the vote on resolutions on the ballot.

Oglesby also asked for Stockholder-volunteers to staff the remaining open positions for 2014-15 Voting Commissioners. Voting Commissioners will count the votes received at the Annual Meeting on Feb 26, 2013. Oglesby added that he the two volunteers from District 4: Caryn Dennison (V-204) and Dorothy McNeice (V-206) had signed up already; one person has volunteered from District 1, Eileen Duffy, and one from District 2, Grace Frezza.

Director Coppola advised Oglesby that Eleanor Siemens (D-209), a District 3 resident has volunteered to serve as a Voting Commissioner for the 2014 Annual Meeting.

*(Secretary Update: Subsequent to the meeting, Sandra Dietzel (J-17) and Veronica Mittendorf (H-211) volunteered to serve as the Voting Commissioners from Districts 2 & 3, respectively, so the Board now has volunteers for all Voting Commissioners required except in District 1, where we are short one Voting Commissioner.)*

- **Bulkhead/Seawall and Flooding Committee Report**

Committee Chairman Coppola informed that during a recent high tide, water overtopped the Dock Drive seawall and the resulting wave of water swept across North District 3 and flooded the streets in the low-lying portions of the District. He explained that to prevent this from reoccurring during storm and seasonal high tides and during major rain events, the Dock seawall must be raised or a secondary higher barrier must be installed.

After Coppola read the summary portion of the recommendation from Kimley Horn to build such a secondary barrier adjacent to Dock Drive, Secretary Oglesby recommended that Committee Chairman Coppola call a meeting of the Bulkhead/Seawall and Flooding Committee to evaluate the two options identified for mitigating seawall overtopping before making a recommendation to the Board. The Committee Chairman agreed to call such a meeting sometime before January 3<sup>rd</sup> 2014.

- **Communication Committee**

Committee Chairperson Sally Long asked for volunteers to serve with her to improve our communications vehicles such as the Briny website, print material (Bugle), and TV (BBC 8).

- **Landscape and Pest Control Committee**

Committee Chairman Coyner announced that his committee will meet from 10-11am on Dec 12<sup>th</sup> at the Ocean Clubhouse. The committee will look at developing an application form for simplifying approval for planting trees on unit leases.

## **Previous Business**

### **A. Reconsideration of selling Briny Breezes**

Director Coppola made a motion to reconsider a (non-binding survey) to determine the interest of stockholders in selling sell Briny, assuming attractive sales price and terms. The motion received a second and was discussed by the Board and Stockholders. Stockholder John Schultes (L-11) spoke in favor of conducting the survey. Marie Solis (E-13) spoke in favor of a survey with more specifics as to price and terms. Stockholders Kennedy O'Grady (O-202), Sue Thaler (Q-207), Joanne Long (L-201), Roger Klink (I-209) and Gail Elbe (H-210) spoke against the motion. Once again, **the motion failed to pass by a vote of 5 to 3 with Directors Coyner, Long, Gallacher, Malchuski and Oglesby voting against the survey and Directors Koplén, Coppola and Stewart voting in favor of the survey.**

### **B. Wi-Fi in the Community Center**

Director Malchuski, who put the matter on the Agenda, requested an explanation for how the installation of the secure Wi-Fi site in BBC-8 that serves the Briny Office, the Exercise Club, and the Community Center was approved for implementation. Her general concern was about purchases/changes to Briny made by Committees and Clubs that are not being vetted to the Board for formal approval.

Director Stewart explained that the Wi-Fi installation had been discussed at a prior meeting, but never received a vote of the Board (motion never received a second). Considering the low cost (~\$44.50/month paid by BBC-8) and benefit to the stockholder (BBC-8 music downloads, possible free movies, the need to update the BBC-8 computer software, and (35) stockholders in the Park that need to use the internet for short visits in Briny), Director Stewart obtained GM support to initiate the service with ATT. Generally, the Board supported Director Stewart's decisions and actions in this matter. Stockholders Sue Thaler (Q-207), Nancy Boczon (F-4), Dan Statt (V-205) and Marie Solis (E-13) had questions and comments about the BBC-8 Wi-Fi service and its security that were addressed by the Board. Dan Statt suggested using the Wi-Fi for Skype connections at Board Meetings where Directors were attending by remote connection.

Any stockholder wishing to utilize this "free to stockholder" service should contact Director Stewart and arrange to bring their internet device to him so he can enter the secure password. Director Stewart mentioned that in the future, he would like to install three additional Wi-Fis in the Library, the Hobby Club and the Ocean Clubhouse.

At the end of the discussion, Director Oglesby made a motion to move on to the next order of business. The motion was seconded and a voice vote indicated all Directors supported the motion.

## **New Business**

### **A. Fire Inspection Re: Auditorium**

Director Oglesby read pertinent sections of Florida Statute Article 719.1055 (5) (a) regarding unit owner rights not to retrofit common elements of a residential cooperative with a fire sprinkler system before the end of 2019 in a building that is certified for occupancy. The article also gives the unit owners the right to vote before December 31, 2016 on whether or not they ever want to retrofit their common elements for sprinkler systems. The decision to retrofit or not is determined by a majority vote of unit owners (in our case, our stockholders and a majority of shares of stock) according to the Statute.

Director Oglesby moved to request a legal opinion from Becker and Poliakoff asking: If the stockholders of Briny Breezes Inc. vote to forego retrofitting of the Auditorium and other common elements for sprinkler systems before December 31, 2016, will the Fire Department be able to require retrofitting for sprinkler systems in the future? Also, to determine what restrictions on use of the Auditorium can still be enforced if the vote to forego retrofitting passes (cooking, dances, etc.). Director Gallacher asked if the Auditorium was a building certified for occupancy and Director Malchuski replied that the Auditorium was so certified. The motion received a second and was discussed. Oglesby's motion was amended and clarified by Director Long to include asking our attorneys what type of event the Auditorium can and cannot be used for. Stockholder Kennedy O'Grady (O-202) spoke in favor of installing the sprinkler systems. Director Stewart reminded the Board that there are no reserves established for retrofitting sprinklers so the work would have to be paid for by a special assessment of the stockholders. **The amended motion carried unanimously.**

### **B. Landscaping of South Lot**

Director Malchuski put this on the Agenda because the landscaping was done without Board approval. Since no motion on the matter was forthcoming from the Board, President Coyner moved to the next order of Business.

### **C. Consideration of Hiring Licensed Electrician/Plumber**

Director Malchuski, who put this topic on the Agenda, made a suggestion that the Corporation might save money by hiring a retired, licensed electrician/plumber as a full time employee to work on our common elements. The matter was discussed and considered, but did not receive a formal motion from the Board and was referred to the GM and/or Personnel Committee for further evaluation and consideration. Stockholder Nancy Boczon (F-4) doubted that there was enough work for the Corporation during the summer to justify the expense of a full-time license electrician/plumber.

**D. Should there be a Q & A Meeting for Stockholders?**

Director Malchuski suggested that the Board hold separate Q&A sessions (not Board Meetings) that would allow residents to ask the Board of Directors any questions and complaints that might be on their minds but not covered on Board Agendas. Director's Long, Coyner, and Gallacher suggested doing this in District meetings or combined District Meetings.

Afterwards, a number of residents came forward with just such Q & A's. Nancy Boczon (F-4, large trash disposal), Dan Statt (V-205, need for Technology Committee to do appropriate research to be in position to replace Corporate TV service at end of AM3 contract in 2015), Bill Wahne (H-211, contractor not spraying a portion of common areas for ticks and fleas; the Board shared the information that they were seeking bids to increase spraying for fleas and ticks twice a month), and Joanne Long (L-201, question of permission to hold the Briny Bazaar in the Auditorium) came to the microphone and took advantage of the opportunity to ask questions of Board members. After the Board answered the inquiries, Director Oglesby made a motion to include an open Q & A session at the end of each Regular Board meeting in the future. The motion was seconded but was NOT voted on by the Board.

**Adjournment**

Director Oglesby moved to adjourn at approximately 12:00 pm. The motion was seconded and passed unanimously by the Board.

Respectfully Submitted,

Tom Oglesby  
Secretary, Briny Breezes Inc.

Approved on: January 15, 2014

# NOTICE

## MEETING OF THE BOARD OF DIRECTORS

### BRINY BREEZES, INC.

WEDNESDAY, DECEMBER 11, 2013, 9:00 A.M.  
COMMUNITY CENTER

## AGENDA

*STOCKHOLDERS MAY SPEAK ONCE FOR A MAXIMUM OF 3 MINUTES ON EACH  
AGENDA ITEM*

1. CALL TO ORDER/ROLL CALL
2. PLEDGE OF ALLEGIANCE
3. PROOF OF NOTICE
4. SPECIAL – RICK LEE BOYNTON FIRE DEPARTMENT – CHIEF FIRE  
MARSHALL
5. APPROVAL OF PREVIOUS MINUTES
6. CORRESPONDENCE
7. PRESIDENT’S REPORT
8. TREASURER’S REPORT
  - A. MEETING WITH TOWN PRESIDENT RE: 2013/14 FISCAL YEAR  
EXPENSES
9. MANAGER’S REPORT
10. OCEAN RIDGE POLICE CHIEF REPORT
11. COMMITTEE REPORTS
12. PREVIOUS BUSINESS
  - A. RECONSIDERATION OF VOTING TO SELL BRINY
  - B. WIFI IN COMMUNITY CENTER
13. NEW BUSINESS
  - A. FIRE INSPECTION RE: AUDITORIUM
  - B. LANDSCAPING SOUTH LOT
  - C. CONSIDERATION OF HIRING LICENSED ELECTRICIAN/PLUMBER
  - D. SHOULD THERE BE A Q & A MEETING FOR STOCKHOLDERS
14. ADJOURNMENT

**A L L S T O C K H O L D E R S W E L C O M E**

**THIS NOTICE IS DATED AND POSTED: FRIDAY, DECEMBER 6, 2013, 9:00 A.M.**

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Carl Forrest, General Manager