

**MINUTES OF MEETING
REGULAR MEETING OF THE BOARD OF DIRECTORS
BRINY BREEZES, INC.**

**Wednesday, November 13 2013, 9:00 A.M.
At the Briny Breezes Community Center**

The November 13th, 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, Director Malchuski by teleconference.

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 Wednesday 13, 2013 at 9:00 am and signed by General Manager, Carl Forrest.

Ocean Ridge Police Chief

Chief Yannuzzi thanked Briny for renewing the contract for the Ocean Ridge Police Department to continue to serve our community. The Chief spoke at various portions of the meeting. Not including his remarks on Agenda items which are recorded under the appropriate Agenda item, his comments covered the following:

- He reminded 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 committed.
- He warned that scams involving Obamacare are currently being perpetrated in the area and for the residents to be wary of any unsolicited phone calls asking for personal information.
- He mentioned that the Lantana Bridge will be reopened the coming weekend.
- He informed that Federal Hwy 1 between Woolbright and Boynton Beach Blvd will be closed on Dec 7th from 2pm until 9 pm for the Ocean Ridge Holiday Parade
- He added that Intracoastal bridge issues may occur during the annual Christmas Boat Parade on Dec 13 beginning after 6:30 pm.
- The Chief announced that there is a drop-off box at the Ocean Ridge Police Station where expired prescription medicine and narcotics can be discarded with no questions asked. The drugs collected will be disposed in an environmentally safe manner of.
- Finally, Chief Yannuzzi told the Board and attendees that they can call Ocean Ridge Police at 561-732-8331 for any non-emergency (non-911) matters.

Note: After the Board meeting, several Board members suggested putting a placeholder on future Agenda’s for Chief Yannuzzi to speak to the board and residents early in each meeting.

Approval of Minutes

The Board considered the approval of the minutes for the Board Meeting of Wednesday July 17, 2013 and the Special Meeting of the Board of Directors on September 30th, 2013. No amendments were offered to either set of minutes save the correction to the spelling of Lynne Weiner’s first name in the minutes of July 17, 2013. Oglesby committed to correct the spelling

error on the hard copy before filing these minutes in the corporate office, after approval of the minutes by the Board.

Secretary Oglesby then made motions to waive reading and approve each set of minutes. After receiving seconds, the Board voted unanimously by roll call to approve the minutes of both meetings.

Correspondence

Secretary Oglesby read the correspondence received by the Board. After reading the letter from Town of Briny Breezes pertaining to annual billing of expenses for FY 2013-14 to the Corporation, Director Oglesby suggested a meeting between President Sharon Kendrigan and Director Long and another board member to go over the Town Budget and the basis for their request for corporate funds. President Coyner endorsed the idea and Treasurer Long agreed to set up the meeting. There was no opposition voiced from the Board.

In another letter to the Board, Chuck Foland (R-202) requested the use of the Ocean Clubhouse and adjacent beach area for the wedding of the son of Michael Bingham from 10am-10pm on December 17 2013, a minister who has conducted multiple Easter sunrise services at Briny and is in the regular rotation for leading Sunday Services in the Briny Auditorium for several years. The event is expected to include about 50-60 guests. Oglesby moved to approve Foland's request, noting that Foland would be the designated Park Resident Host for the event and will shoulder the related responsibilities of this position (Rule A.4.d and Rule 3). After the motion received a second, a roll call vote indicated Directors Gallacher, Coyner, Long, Malchuski, and Oglesby in favor of the motion and Directors Koplen, Stewart, and Coppola opposed. The motion carried 5 to 3. Nancy Boscan of the Town Council informed the Board that the "No Parking" signs may only be covered six times a year, per a verbal agreement between the Town and Corporation.

Two letters were received from stockholder Don Mulgannon (J-7). The first asked to have the Board to survey the stockholders to determine if they want to sell Briny at to suggest a price and a second letter requested that the Board conduct a survey to determine if the majority of stockholders support selling Briny at an attractive price (price not to be specified). On the same topic, the Board received two stockholder petitions. One was signed by owners of 46 units and requested the Board to pursue the sale of the Corporation and a second, signed by owners of 7 units, requesting the Board poll the stockholders to see if they want to pursue the sale of Briny. The Board had previously agreed to discuss the survey idea as an agenda item under New Business so the matter was deferred to the normal order of business.

Presidents Report

President Coyner addressed the attendees present at the meeting and those watching on BBC 8 and welcomed them back to Briny. He mentioned that it should be apparent to residents that have returned to the Park how diligently our staff has worked on improving the Park facilities and appearance. He also assured the stockholders that these efforts are continuing. The President reminded everyone that the Board is always concerned with the health, safety and welfare of our stockholders. He added that the Corporation is functioning as efficiently and economically as possible. Finally, President Coyner thanked the stockholders for their support.

Treasurer's Report

Treasurer Long began her report by noting that Briny's Fiscal Year 2012-2013 ended September 30 2013, informing that the Board is currently in process of conducting our annual audit. She noted that because the audit is still in progress, we cannot give a complete financial

report but can report that preliminary indications appear to show that the Corporation will be reporting a surplus at the end of the 2012-13 Fiscal Year.

A full report and annual audit is expected to be completed and ready for distribution in an early 2014 time frame.

Treasurer Long announced that the Finance Committee is meeting on Friday, November 15, at 11:00 am in the Community Center to schedule meetings for the development of the fiscal year budget for 2013-14. Director Malchuski noted that the meeting notice did not conform to the 14 days' notice required by Florida Statute 719.106 5c. General Manager Forrest explained that since the meeting would not consider final budget recommendations to the Board nor shareholder assessments, the notice period for the meeting was only 48 hours according to the same statute.

Manager's Report

GM Forrest began by informing the Board that Briny is getting a new printer system used for making Resident ID badges.

Next, he summarized some of the work done by his staff over the summer including but not limited to the following: painted the walls in the Park and installed new "Briny Breezes" signs; painted roads markings and parking lines throughout the Park; power washed and repaired cracked sidewalks (some still in progress); installed new water cutoff stands; repaired storm drains on Briny Blvd and Ruthmary; put up new and adjusted existing road signs as needed; striped and waxed all common area floors; installed a new draw fan in Quonset 3; remodeled and repaired the bathhouses in District 1 and 2; painted all bathhouses and ends of Quonset Huts as needed; painted office trim; seal-coated front parking lot and remarked; installed new software and computing hardware in the office thanks to Director Stewart; sanded and repainted walk poles under overhangs in front of the office and pharmacy as well as filling and repainting the walkway; refinished the pool and fixed pool heater (may need replacement soon for an estimated cost of \$2700). Numerous other works are detailed in GM Forrest's written report to the Board.

GM Forrest noted that the Flamingo Seawall has been repaired and soil and sod are going to be installed on the area between the seawall and Flamingo Dr. He added that several District 4 seawall problems have been addressed.

Regarding a complaint by Judith Kraft (A-17) regarding damage to items placed in Quonset hut storage, GM Forrest informed the Board that he had investigated the situation and found no leaks over the storage area. However, he pointed out that all items stored in the Quonset Hut are subjected to high humidity that can damage items that are susceptible to mold, humidity and mildew degradation.

Drainage and Seawall Committee Report

Committee Chairman Coppola stated seawalls on Heron and Dock Drives are still having issues especially the seawall adjacent to Mosher's unit Q 213 on North Heron. With regard to the seawall adjacent to Q213, GM Forrest informed that he spoke with Qualmann yesterday and learned that we have two options: (1) replace the seawall, which will be very expensive or (2) use a special netting, and after removing the fill behind the wall, fill the crack with a special substance followed a sealcoat of the repair area. Qualmann says that option (2) this is the least

expensive solution and after repair, the repair should last for the next thirty years or so. Qualmann is currently working on an estimate for this work.

Previous Business

There was no previous business to consider so the President directed the Board to begin consideration of New Business on the agenda.

New Business

- A. **Substitute of Proxy:** *Secretary Oglesby made a motion to have Director Gallacher replace him as the stockholder's Corporate Proxy for voting on resolutions at Annual Meeting to be held February 26, 2014.* Oglesby explained that he would not be in Briny for the Annual Shareholder meeting and wanted to make sure that no problems were encountered in certifying Proxies voted by the Stockholders. The motion was seconded and unanimously approved by the Board of Directors. General Manager Forrest was directed to contact Becker and Poliakoff to the request and complete the appropriate substitute proxy legal forms.

- B. **Replacement of A/C units in Auditorium**
President Coyner announced that our maintenance staff has evaluated the problem and has come up with a solution that avoids replacement of the A/C units at this time. Since the issue has been resolved, he asked that the matter be deleted from the agenda and not discussed further. There were no objections from the Board.

- C. **Security Camera Systems office/park**
President Coyner informed the Board that Item C has already been taken care of, needs no further attention from the Board, and recommends deleting the item from the Agenda. No Director took exception.

- D. **Consideration of selling Briny Breezes**
Director Coppola made a motion to conduct a survey of the willingness of stockholders to sell Briny with no mention of price. Stockholders Tom Byrne (F-208), John Schultes (L-11) and Jim Fox (B-210) spoke in favor of the various approaches to conducting the survey. Ray Prophet (F-8), Dan Statt (V-205), Roger Klink (H-206) and Gail Elbe (H-201) spoke against conducting a survey at this time. The motion received a second, but failed to pass by a vote of 5 to 3 with Directors Coyner, Long, Gallacher, Malchuski and Oglesby voting against the survey and Directors Koplen, Coppola and Stewart voting in favor of the survey.

- E. **Approval of New Insurance Coverage Supplied by Wells Fargo Ins**
After Insurance Committee Chairman Gallacher described the process that resulted in the Corporation selecting a new insurance agent, Wells Fargo (who replace our former agent, Slaton), and signing new policies that resulted in saving of approximately \$36,000 over last year's insurance costs. Director Gallacher and Stockholder and Committee member Tom Byrnes mentioned that are looking at changing expiration dates of these policies so that renewal dates for all policies will occur during the Park season so that insurance matters be considered when stockholders and Board Members are present in Briny.

F. Feral Cats Situation

GM Carl Forrest noted that we have a growing number of feral cats in the Park and that feeding feral cats is illegal. Police Chief Yannuzzi mentioned that his officers could/would enforce on behalf of the Town, the county ordinance (Section 4-8) forbidding anyone from harboring and providing sustenance to feral cats outside of approved feral cat communities.

After a lengthy discussion of the problems caused by feral cats and the options for dealing with the problem, Director Gallacher made a motion requiring the Manager and Board to set up a policy to remove the feral cats from Briny and transport them to Palm Beach Animal Care and Control Office at 7100 Belvedere in West Palm (phone number 561-233-1200). In response to a question from Stockholder Judith Kraft (A-17), President Coyner explained that any cat roaming free in the Park will be subject to being trapped and transported to Animal Care and Control under this initiative. Director Gallacher's motion was seconded and unanimously approved by the Board.

Note: Subsequent to the meeting, the GM put out a note in the Bugle informing stockholders that the Corporation would be trapping Feral cats over the next several months and warned cat owners who allowed their pets out of their units without a leash that these domestic cats could be trapped and delivered to the authorities in the process of trapping and removing feral cats.

G. Flea and Tick Treatment

General Manager Carl Forrest began the discussion by mentioning that the current procedure is to spray all common areas for fleas and ticks. He informed that our supplier has offered to spray all trailers in the Park on a monthly basis for \$5/ trailer per month and that this would cost approximately \$30,000 per year if the Corporation paid for the service. That money is not currently included in the budget. President Coyner suggested that we refer this matter to the General Manager for further study and recommendation. No objection was raised by the Board. Director Malchuski commented that once a month spraying is totally ineffective as it does not interrupt the life-cycle of the flea.

H. Security Gate South Lot

Director Stewart informed that a new security gate would cost approximately \$20,000 and due the large number of keys distributed to those who use the lot, the Park would still not be able to control access to the south lot and charge appropriately for storage. GM Forrest pointed out that the problem is control of access which can be addressed with an electronic security system.

Director Oglesby made a motion to refer the matter back to the Maintenance and Storage Committee to come up with a comprehensive recommendation to bring to the Board. The motion received a second and was passed unanimously by the Board.

I. Approval of Lease renewals of Corporation Leases

Director Gallacher made Motion to approve the renewal of current existing leases for Pharmacy, Beauty Salon and Town Hall under existing terms in the lease. After receiving a second, a roll call vote resulted in passing the motion, 7 to 1 with the only vote against the measure from Director Malchuski.

J. Rule Enforcement

Director Gallacher made a motion that noted that the Board has provided everyone in Briny with a copy of the rules [Revised March 15, 2013] and moved to instruct the General Manager to enforce these rules. The motion was seconded and unanimously approved. President Coyner asked that the stockholders assist in enforcing the rules by submitting rule violations that they observe in writing to the Manager.

Adjournment

Secretary 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: December 11,2013

**NOTICE
MEETING OF THE BOARD OF DIRECTORS
BRINY BREEZES, INC.
WEDNESDAY, NOVEMBER 13, 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. APPROVAL OF PREVIOUS MINUTES**
- 5. CORRESPONDENCE**
- 6. PRESIDENT'S REPORT**
- 7. TREASURER'S REPORT**
- 8. MANAGER'S REPORT**
- 9. COMMITTEE REPORTS**
- 10. PREVIOUS BUSINESS**
- 11. NEW BUSINESS**
 - A. SUBSTITUTION OF PROXY**
 - B. REPLACEMENT OF A/C UNITS AUDITORIUM**
 - C. SECURITY CAMERA SYSTEMS OFFICE/PARK**
 - D. CONSIDERATION OF SELLING BRINY BREEZES**
 - E. APPROVAL OF NEW INSURANCE COVERAGE SUPPLIED BY WELLS FARGO INS.**
 - F. FERAL CATS SITUATION**
 - G. FLEA AND TICK TREATMENT**
 - H. SECURITY GATE SOUTH LOT**
 - I. APPROVAL OF LEASE RENEWALS OF CORPORATION LEASES**
 - J. RULE ENFORCEMENT**
- 12. ADJOURNMENT**

ALL STOCKHOLDERS WELCOME

THIS NOTICE IS DATED AND POSTED: THURSDAY, NOVEMBER 7, 2013, 9:00 A.M.

Carl Forrest, General Manager