

ESPLANADE GARDENS BOARD OF DIRECTORS

February 28, 2023, 6:00 pm

CORRECTED – 5/17/23

Meeting called to order at 6:03 pm by Mr. Collins, President
Roll Call conducted by Madra Crump

Present

Hubert Collins, Merle Carroll, Evon Qualls, Madra Crump, James White, Carolyn Lewis, Joseph Lawrence (arrived late), Debra Washington (via telephone), Adrienne Thomas, Charles Mays, Sandra Thomas. **(arrived late*)** A quorum has been met.

Motion by Carolyn Lewis and Seconded by Evon Qualls at 6:08 pm

Motion to accept the December 2, 2022, minutes with corrections dated February 15, 2023.

YES – H. Collins, M. Carroll, C. Lewis, E. Qualls, M. Crump, D. Washington, A. Thomas, C. Mays, J. White **NO** – None **Absent** – S. Thomas, J. Lawrence

MOTION PASSED – YES - 9 NO - 0 ABSENT - 2 ABSTAIN - 0

Motion by Carolyn Lewis and Seconded by Evon Qualls at 6:10 pm

Motion to accept the December 9, 2022, minutes with corrections dated February 15, 2023.

YES – H. Collins, M. Carroll, C. Lewis, E. Qualls, M. Crump, C. Mays, J. White
NO – D. Washington, A. Thomas, J. Lawrence **Absent** – S. Thomas

MOTION PASSED – YES - 7 NO - 3 ABSENT - 1 ABSTAIN - 0

Motion by Carolyn Lewis and Seconded by Evon Qualls at 6:13 pm

Motion to accept the December 21, 2022, minutes with corrections dated February 15, 2023.

YES – H. Collins, M. Carroll, C. Lewis, E. Qualls, M. Crump, C. Mays, J. White, D. Washington, **NO** – A. Thomas, J. Lawrence **Absent** – S. Thomas

MOTION PASSED – YES - 8 NO - 2 ABSENT - 1 ABSTAIN - 0

MAINTENANCE REPORT – Mr. Dennis Coombs, Maintenance Supervisor

Mr. Coombs states his submitted report is the same. Heat exchanges have been installed but the expansion valves on the radiators are beginning to breakdown. Ms. Lewis inquired about the flooding in Building #1 elevator shaft #3 – Mr. Coombs states the flooding was due to the sump pump installed by Latty Plumbing. The problem was resolved, water pumped out with no damage to the elevator and electrical components. Ms. Crump inquired about the compactor in Bldg. 3. Mr. Coombs and Mr. Rookard informed Ms. Crump that all compactors will be installed by AMG once they are delivered.

The Board inquired about the roof lights not working. Property Manager, Tony Rookard, stated the problem may be due to security guards unplugging the lights but this will be corrected by hardwiring the lines. Mr. Rookard also stated the required Red Warning Lights will be installed on Buildings 1 & 6.

SECURITY REPORT – Mr. Michael Franklin, Esteem Security Services

Submitted report indicates 182 notable incidents. The Board asked if the procedures/guidelines are posted with general rules and regulations for the security guards. Mr. Franklin stated an abbreviated version of the procedures is posted on the wall behind the guard's station. Ms. Qualls inquired about the investigation/background check on shareholders and what was the payment for said services. Mr. Franklin stated, "He was not compensated for the services rendered". Ms. Lewis reminded Mr. Franklin that during the Open Shareholders Meeting in January, he, Mr. Franklin, told the shareholders "He was instructed by the Board to conduct the background check, he is a licensed private investigator, he performed the services one (1) time and was paid for said services". Mr. Franklin denied receiving a payment. Ms. Lewis informed Mr. Franklin that there's a tape recording of the Jan. 25th, 2023, meeting of him making the statement. Ms. S. Thomas inquired about what course of disciplinary action is taken when a security guard has been reported for unprofessional behavior and how is the Board of Director notified. Mr. Franklin advised Ms. Thomas the guards receive regular training. Ms. Lewis suggested including complaints against security guards in the monthly report submitted to the Board.

ACCOUNTANT – Mr. Mellina

Ms. S. Thomas inquired about why is there one (1) signature on checks when there should be two (2). Mr. Mellina and Mr. Rookard advised Ms. S. Thomas; checks are electronically generated (ACH) with one signature to ensure required monthly bills

ACCOUNTANT – Mr. Mellina (continued)

are paid in a timely manner and other checks are forwarded to the Management Office for the second signature by the Treasurer and/or President.

HDC Loans- Mr. Mellina advised the Board the funds needed to close out the projects will be \$3.5 million dollars. Ms. Lewis asked about recouping funds from contractors if violations are incurred. Mr. J. Lepper, the Corporate Attorney responded by stating, funds can be recouped if violations are incurred.

SIGNATURE CARDS – Ms. Lewis asked what the timeline of signature cards for the transition of board members, i.e., (president, vice president, treasurer, assistant treasurer). Mr. T. Rookard, On-site Manager, responded that the new signature cards had not been made as of the end of December 2022 and was waiting for the banking institution to send notification that the new cards were approved. Ms. Lewis asked the Mr. Mellina, Mr. Rookard and Mr. Lepper as to how the previous board president can approved invoices after their term of office has expired? (documents were presented for their review). All stated this matter will be investigated.

Mr. Lawrence asked about two (2) checks payable to Mr. Collins, President. Mr. Rookard and Mr. Lepper explained that Mr. Collins was reimbursed for parking fees in relation to conducting corporation business. Mr. Rookard also mentioned he was reimbursed for using his personal account for corporation business.

LEGAL – Mr. Jack Lepper, Corporate Attorney

Mr. Lepper summarized his report discussing RCN proposal for a new cable service with the requirement of only 28% of shareholders to sign up within one (1) year (which is 524 units). The corporation would receive a \$250,000 signing bonus within 60 days of signing. (non-refundable even if we don't reach the 28% requirement). Bulk service would be for 3 years with HBO costing \$47.00 monthly plus tax. Esplanade was wired a year ago per FCC.

AMG Closeout – Funding needed to close out all projects is \$5 million dollars. There is \$1.2 million dollars in the seawall reserve that can be used to be applied toward the \$5 million. The original plan for the seawall reserve was to deposit funds annually to acquire enough funds to repair the seawall. However, funds were withdrawn from the reserve account reducing it to \$1.2 million balance. EG is still waiting for the State/Federal to give funding for the seawall. Ms. A. Thomas inquired about the Cap Grant Funding. Mr. Lepper stated the underwater study must be updated.

Page 4

MOTION – Carolyn Lewis, seconded by Adrienne Thomas at 7:53pm

To agree to terminate the seawall reserve and security agreement and related documents between Esplanade Gardens and HDC.

YES – H. Collins, M. Carroll, S. Thomas, E. Qualls, C. Lewis, A. Thomas, J. Lawrence, D. Washington, J. White, C. Mays **NO** – None; **Absent** – None; **Abstain** – M. Crump

Motion Passed - YES – 10 NO – 0 ABSENT – None ABSTAIN – 1

HPD Public Hearing – Free usage of the community rooms for meetings; 2 hour training for the Board of Directors; Hochul Law – Article 2- Shareholders attending board meetings.

MOTION - Adrienne Thomas seconded by Carolyn Lewis at 8:16pm

The board meetings be held in the Community Room to ensure sufficient space for shareholders to attend.

YES – A. Thomas, C. Lewis, J. Lawrence, J. White, **H. Collins, M. Carroll, C. Mays (*)**
NO: M. Crump, D. Washington, E. Qualls, S. Thomas

Motion Passed – YES – 7 NO – 4 ABSENT – None ABSTAIN – None

MOTION – Evon Qualls seconded by Hubert Collins at 8:46pm

Building 2 have an election of the building officers in the North Community Room for the residents to vote in person on Monday, March 13, 2023, at 7:00pm following the same procedure as the Board of Directors elections of one vote per apartment.

YES -E. Qualls, H. Collins, M. Crump, M. Carroll, S. Thomas **NO**- A. Thomas, J. Lawrence, D. Washington, J. White, C. Mays **ABSENT** – None **ABSTAIN** – C. Lewis

MOTION – TIED YES – 5 NO – 5 ABSTAIN – 1 ABSENT – 0

Meeting adjourned at 8:57pm for Executive Session

Minutes submitted by Carolyn Lewis, Asst. Secretary

NOTE: CORRECTIONS ARE INDICATED WITH BOLD PRINT AND ASTERISK(*)