

MINUTES FROM THE MEETING OF THE  
BOARD OF DIRECTORS OF  
MISSIONWOOD AT MIRAMAR CONDOMINIUM ASSOCIATION  
(Zoom virtual meeting due to COVID-19)

Organization Meeting of Missionwood at Miramar Condominium was held virtually via Zoom due with owner's participation due to COVID-19 on Tuesday November 30, 2020

The meeting was called to order at 7:42 PM. In attendance were Michael O'Hara, Johnny Jean Louis, Yacov Wallerstein, Gifford Stern, Angela Johnson, Javier Rodriguez, Zoney Bailey  
**Absent:** Fern Lamey, Heslop Daley

**(zoom video time 21:45- 40:36)** The reading of the Minute of the Board Director meeting for October 27, 2020 was read by Board Secretary Johnny Jean Louis, motion by Zoney Bailey to adapt the minute as read by Board Secretary Johnny Jean Louis and second by Board member Javier Rodriguez the minute was adapted as read with changes from Yacov Wallerstein as it pertain to change the statement "rental fee to \$100" to "rental unit fee by \$100"  
*VOTE COUNT: Johnny Jean Louis (YES), Michael O'Hara (YES), Yacov Wallerstein (YES), Angela Johnson (YES), Javier Rodriguez (Yes), Zoney Bailey (Yes) and Gifford Stern (Yes)*  
*The motion to accept The reading of the Minute of the Board Director meeting for October 27, 2020 PASSED.*

**(zoom video time 40:40-41:32)** Board president Michael O'Hara layout some house keeping protocol about the Budget Discussion. Michael, We were scheduled to have a special meeting of the board of directors to workout the budget as discussed from the previous meeting. But, after consulting with our attorney I was told we can not have a closed board meeting to discuss the budget. But, we could have a meeting to discuss personnel because of a lawsuit we went thru. Given that two of our members say they are not willing to vote on the budget as is. So, I did not see the point of trying to arrange another open meeting.

*\*\*\*\* Note from secretary according to our Missiowood At Miramar Condominium Association, Inc. By-Laws: Article 2 sec7(c) we are allowed to have a special meeting about any subject and can be called by the direction of the President or the majority of the board. Which we did in the previous meeting.*

**(zoom video time 41:32- 1:06:04)** President Michael O'Hara this's the meeting for the budget reason why we are having this day we need that much time to get the coupon books printed in time for January. The budget discussion was open.

The chair recognized treasure **Yacov Wallerstein**, I spent four hour building the budget based on last year's budget and compared it to actual expenses from the year 2020. Nothing that was in the budget last year reflects the expenditure spent. As per our condo insurance we were able to save \$4000 by paying the insurance in full. Also I took \$250,000 and put it at the centennial bank and closed it for two years at a 1.75% interest rate that brings us income for the year. So, when we do a budget, things are always changing. What do you do when insurance jumps to

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the roof? Or unexpected stucco repair? I sit every month with Howard and see how much money comes in and goes out. According to that we are planning how to fix it. Even when we give priority to roof and stucco. Other things we have to hold back until we figure out where we are going to get the money to fix it. I am glad to report we did not spend all the money on the budget for last year. We try to keep the HOA fee the same. We are putting \$88,000 into reserve every year. So, think of a budget like driving using a GPS from point A to point B during that time you are unaware of the upcoming obstacle such as a pot hole, red light or construction and that's how a budget works. My suggestion is to approve the budget as is. So we don't have to increase the HOA fee.

**Zoney Bailey**, for the past three years I have talked about the bathroom repair nothing is done.

**Yacov Wallerstein**, put it on the agenda

**Johnny Jean Louis**, every year someone lets approve the budget as is, and a discussion will happen later down the line but, never happens. Then later people get dismissed when they attempt to have the discussion.

**Michael O'Hara**, things do get discussed. We talk about fixing the pavers in front of the club house. Zoney was all over it until we got it done. And that is what it takes, you to keep talking about until we get it done.

**Zoney Bailey**, I am talking about the tennis court, the people are paying the fee. We need to have the court fixed! the people want to use it. I talked about the weeds and spoke to Howard. When the property goes down people's house values go down too.

**Yacov Wallerstein**, the problem is we are so inundated with stucco and roof leak issues we were worried we did not have money to do it. So, we take those issues first.

**Zoney Bailey**, it took me two years to get the front office pavers done.

**Michael O'Hara**, we have quotes for the tennis court and the cameras.

**Javier Rodriguez**, Yacov I respect the time you spend putting the budget together. But, I don't agree about voting for the budget as is. The reason is after spending four or five hours analyzing the budget with Johnny we were able to cut 7% from the budget and reinvest that money on other expenditures. We don't need five employees in the office. We don't have the service that supports having five employees on the payroll. My recommendation to the board is to cut 5 employees down to three that will save us \$30,000. I also have a quote for new accounting management services for \$23,000 a year that is \$7,000 less than we are paying now. I am able to share the quote with the board at this time.

**Michael O'Hara**, Javier you are talking about something other than the budget.

**Javier Rodriguez**, this is about the budget.

**Zoney Bailey**, we are here to do the budget.

**Johnny Jean Louis**, he's not, he is about the budget.

**Gifford Stern**, I don't like the tone of the meeting. We are all adults here.

**Johnny Jean Louis**, Zoney allow Javier to finish speaking. No one interrupts you when you are talking.

**Michael O'Hara**, Javier so, make your motion about reducing the amount for employees.  
**Javier Rodriguez**, Missionwood of Miramar is not benefiting from having 5 employees on payroll. We could cut our budget by 7% by cutting and eliminating some line items in the budget. I have an excel I could share in the chat.

**Michael O'Hara**, did you share the excel with everyone?

**Javier Rodriguez**, no, but i could do that in the chat now

**Zoney Bailey**, I remember the website.

**Michael O'Hara**, this is going to be a long discussion If we dont keep orderly. Javier If you don't send us anything How can we consider it.

**Johnny Jean Louis**, Michael I have a question. This is a discussion about the budget? The idea is we are supposed to discuss the budget, go over the line item we want to change now and decide what to eliminate. Once we decide on a change we need to send it out to the accountant.

**Michael O'Hara**, you need a motion to change line items on the proposed budget. If you say "I motion to change \$5000 into \$500" we could talk about it.

**Johnny Jean Louis**, Michael we don't need a motion to change a line item because the board was not previewed or voted on during the making of the proposed budget by Yacov so we don't need a motion to change line item.

**Michael O'Hara**, Johnny what you have in front of you is the proposed budget. So if you want to make a change proposed the change and the board will vote on it.

**Johnny Jean Louis**, Michael my question was the proposed budget put together by Yacov with the board participation? We are not required to vote on every line item in the budget another to change it or we will be here all night. The vote has to be on the final budget only.

**Michael O'Hara**, what's your motion Johnny?

**Johnny Jean Louis**, Michael the house keeping rule you just put in place about voting on each line item is not necessary and not correct according to the bylaws.

**Michael O'Hara**, it's in our bylaws

**Johnny Jean Louis**, Michael my question was the proposed budget put together by Yacov with the board participation?

**Michael O'Hara**, the way the budget is done, contacts the accountant and asks for the budget from last year and goes through it based on what we spend and make a budget. And we have three budget discussion and yacov modified the budget three time

**Johnny Jean Louis**, NO! We had one budget discussion.

**Michael O'Hara**, we had three.

**Javier Rodriguez**, No we did not have any discussion. We had one presentation, reading and workshop on the budget by the accountant that is it.

**Michael O'Hara**, Do I hear a motion?

**Johnny Jean Louis & Zoney Bailey**, A Motion for What!

**Yacov Wallerstein**, Johnny you and Javier are talking back and forth like ecko, you want! You Want! But you are not saying what you want. If you want 7% less put a motion let the board decide Yes or no.

**Johnny Jean Louis**, question Yacov are going to vote on every line item tonight?

**Yacov Wallerstein**, NO! only the line item you have a problem with.

**Johnny Jean Louis**, my understanding was we were going over the budget, making the necessary changes, then votes on the budget as a whole at the end. Because if I have to go over every line item we are going to be here all night.

**Zoney Bailey**, so accept the budget as is.

**Michael O'Hara**, propose the change and we will vote on that change.

**(zoom video time 1:06:06-1:54:19)**

**Javier Rodriguez**, I want to ask the director to refer to the chat which has all the information Yacov is requesting the line item number. I am proposing to eliminate 770,775 and 759 related to payroll.

**Michael O'Hara**, Javier do you want this line item change?

**Javier Rodriguez**, YES! I want a motion to modify line item 770,775 and 759 another to reduce \$30,000 from payroll.

**Michael O'Hara**, what are your changes Javier?

**Javier Rodriguez**, *A motion to propose reduce line item 770 from \$62,000 to \$40,000*

**Michael O'Hara**, *second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED*

**Zoney Bailey**, we can't do it like this Javier. The people work here for years and we can chop them to the side.

**Javier Rodriguez**, *A motion to proposed to eliminate line item 775 pool staff*

**Michael O'Hara**, *second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED*

**Javier Rodriguez**, *A motion to proposed to combine line item 565 and 575 office supply and postage and printing to \$6000*

**Michael O'Hara**, *let's take it in two parts. MOTion to combine line item 565 and 575*

**Michael O'Hara**, *second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED*

**Javier Rodriguez**, *A motion to propose to reduce line item 550 legal fees from \$10000 to \$5000 retainer.*

**DISCUSSION:**

**Johnny Jean Louis**, Michael for the legal fee do we have a contractual agreement with the attorney firm?

**Michael O'Hara**, I believe we do

**Johnny Jean Louis**, from what length of time to what length of time?

**Michael O'Hara**, the contract is probably open ended; we took it several years before Heslop retired as president.

**Johnny Jean Louis**, so we can move to another attorney anytime?

**Michael O'Hara**, As long as we vote on it but, we are not voting on this tonight during a budget.

**Javier Rodriguez**, Michael we are inquiring about the attorney contract because we don't know.

**Johnny Jean Louis**, if we are working on a budget are we willing to save money? Find something better and That costs us less money?

**Michael O'Hara**, if something better comes from a board director motion on that issue not on a budget.

**Johnny Jean Louis**, please allow me to finish if we find a better vendor giving us the same service and costs us less money. Is the board not willing to save money on that service? Because it seems to me the board not willing to save money just continued to go with the status quo? So, if we have an open end contract is that something the board is willing to look in too?

**Yacov Wallerstein**, again I am telling you like I told Javier but, no one listens or does anything about it. you guys come with great suggestions. The attorney is no friend of mine. Javier never brings me the info on the account. bring me something we could discuss.

**Javier Rodriguez**, Yacov the reason why i wait for the meeting to bring my proposal is you and Michael are overriding the authority of the board. I sent Johnny the proposal a week ago. I choose this scenario because the minute is going to be on the record.

**Johnny Jean Louis**, Yacov I agree with what you say. We need to bring you a proposal to see which vendor is giving us the best service and the best price. However the problem I am having or maybe Javier too is that information about our vendor contract is not forthcoming, Javier says he asks for information but no one gives it to him.

**Michael O'Hara**, Johnny this is not a budget discussion.

**Johnny Jean Louis**, Yacov going forward when we want to change something it prudent that all the board members are familiar with all vendor contracts so we could shop around for a better deal and the board could vote on something.

**Yacov Wallerstein**, Johnny I agree with you. I want for next year to move on and improve the things we need to have a system where we all work together. If we have a roof leak. It's hard to sign those checks! I'm having a heart attack thinking where we are going to get the money for that when I have to sign those checks. The responsibility is mine. I am worried about it. We need to plan ahead another to play with the number. Not just vent out our frustration. And having discussion about nothing. At the end we all have a missowood best interest in mind.

**Johnny Jean Louis**, I don't think our discussion is about nothing. Us as board members sometimes there is stuff we should be previewed to but we are not previewed to the minute or during the meeting and that's frustrating to me.

**Gifford Stern**, i am looking at all the line items, the money and the things that are dedicated to these items. We have to make a motion for all these line items. but, remember our interest is Missionwood not for our eagle but to better Missionwood. With a proposal remember you get what you for. Remember the least pay is not always the best product. We have to present information for us to vote. You can not wait until the meeting for the minute to record to present information to the board.

**Johnny Jean Louis**, the problem is Gifford when the budget proposal was put together Yacov say from the last meeting he had two or three meeting with Michael, Roxana and Howard about the budget so, if the have two or three meeting as the secretary i am not preview to the meeting or records of this meeting so, a meeting was put together to put a proposed budget together without the board involved or the secretary to put it into record. Now you are asking me to accept the budget as is without being previewed to any budget discussion or the board member for that matter. If the board was involved during the meeting we would have been aware and involved. That would have eliminated the back and forth today.

**Michael O'Hara**, when we had a meeting to discuss the budget it got very contentious and loud.

**Johnny Jean Louis**, When? That was a reading for the budget. You told us no changes could be done that day from the last meeting.

**Javier Rodriguez**, Michael it was just a reading of the budget you say no changes could be done that day.

**Michae O'Hara**, I it did get very loud however there's a motion on the floor to vote on.

**Michael O'Hara**, second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED

**Javier Rodriguez**, A motion to propose to reduce line item 940 tree trimming from \$18,000 to \$15,000

**Yacov Wallerstein**, as you know we budget \$18,000 last year we only spend \$15,000

**Gifford Stern**, I saw those numbers.

**Johnny Jean Louis**, where I only see \$18,000 on line item 940 not the \$15,000. The amount Yacov mentioned is not previewed to me.

**Michael O'Hara**, we budgeted \$18,000 last year we only spent \$15,000. Because it a budget not a actual

**Michael O'Hara**, second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED

**Johnny Jean Louis**, Yacov you say save \$3,000 dollar on tree trimming, does this vendor have an open end contract ?

**Yacov Wallerstein**, I dont no.

**Michael O'Hara**, No we shop around every year.

**Javier Rodriguez**, A motion to propose to reduce line item 590 Telephone from \$2,000 to \$1,200 to a comcast or ATT bundle.

**Michael O'Hara**, second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED

**Javier Rodriguez**, A motion to propose to eliminate line item 520 Bank Charge from \$2,000 to \$0.00 to Space Coast Bank they have a free business checking account. I will set a meeting with the manager to discuss the account.

**Yacov Wallerstein**, go ahead set it up.

**Angela Johnson**, set it up first.

**Zoney Bailey**, this a waste of time.

**Michael O'Hara**, second by Johnny, all in favor VOTE: Javier Rodriguez (YES), Johnny Jean Louis (YES) all in OPPOSE: Michael O'Hara (NO), Yacov Wallerstein (NO), Zoney Bailey (NO), Angela Johnson (NO) and Gifford Stern (NO) MOTION FAILED

**Javier Rodriguez**, Thank for your time line item 795 motion because the previous motion has failed

**Gifford Stern**, for the next Missionwood board member. We should have a treat list on the chalkboard above Howard desk to add things that need fixing and update.

**Zoney Bailey**, I spoke to Howard about that board already.

**Michael O'Hara**, Thank all, does anybody have a comment or any modification they want to address about the budget?

**Zoney Bailey**, i feel we need to change the insurance company.

**HOMEOWNER VICTORIA Q:** via the chat read by Michael O'Hara: why can't we see the actual numbers for the 2020 budget????

**A: Michael O'Hara**, because we never include that at all. We hear to discuss next year's budget. It helps to know what we actually spent. For the next budget if you are suggesting to include the actual money spent I don't see why not.

**HOMEOWNER VICTORIA Q:** why is the rental income 12000 for 2021? since due to covid it would most likely be closed?

**A: Michael O'Hara**, the rental income is from unit missionwood own or control when in foreclosure and the own the property the association allows by law to rent the unit and use that money as income.

**Zoney Bailey**, i would like to know from Javier How many people using the website?

**Michael O'Hara**, the law says we need to have it.

**Javier Rodriguez**, I haven't been involved with the website for over a year. Howard handles it. Please redirect the question to Howard.

**Michael O'Hara**, we are not able to use the website to pay HOA fees. But It's a good idea.

**Johnny Jean Louis**, for the website to have payment capability the accountant system needs to be integrated with the website Yacov will contact the account company and inquire as to the fee if any.

*Board member Javier Rodriguez final comment on the budget.*

*Board member Johnny Jean Louis final comment on the budget.*

*Board member Zoney Bailey final comment on the budget.*

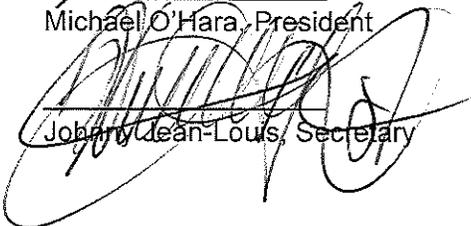
**Zoney Bailey**, **A motion to accept the proposed budget for January 1, 2021 through December 31, 2021 as is. The motion was second by Angela Johnson.**

**Michael O'Hara**, all in favor **VOTE: Michael O'Hara (YES), Yacov Wallerstein (YES), Zoney Bailey (YES), Angela Johnson (YES) all OPPOSED: Javier Rodriguez (NO), Johnny Jean Louis (NO) MOTION PASSED and ADAPTED**

*Board member Michael O'Hara final comment on the budget.*

Board member Johnny motion to adjourn the meeting and second by Javier and voted unanimously by the board the meeting was adjourned at 10:00pm

  
Michael O'Hara, President

  
Johnny Jean-Louis, Secretary

12/04/2020  
Date

12-4-2020  
Date