



COROMANDEL

Coromandel Community Associations

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Coromandel Umbrella Association

Annual Meeting 11-30-21

The regular meeting of the Board of Directors of the Coromandel Umbrella Association was held on Tuesday, Nov. 30, 2021 2021 via Zoom.

Board Members Present:

Laura Gerber, President

Ed Mendelson, Director

Thomas Schmiedigen, Director

Steve Katz, Director

Philip Fine, Director

Stefanie Nagelbach, Director

David Loughnane, Director

Alan Polikoff, Director

Director Board Members Absent: None

Also Present: Steven Perna, Property Manager, Braeside Condo Management, Morgan Smith, and Assistant Property Manager

I. Call to order

Laura Gerber, President, called the meeting to order at 7:02 pm. A quorum was present. Ms. Gerber turned the meeting over to Steven Perna to elect the officers for the upcoming year.

II. Umbrella Board Election of Officers

Stefanie Nagelbach nominated Laura Gerber for President. Thomas Schmiedigen seconded the motion; Ms. Gerber was unanimously elected President.

Ms. Gerber took over the meeting and nominated Ed Mendelson for Vice President. Ms. Nagelbach seconded the nomination. Mr. Mendelson was elected Vice President by unanimous vote.

Ms. Gerber nominated Thomas Schmiedigen for Treasurer. Ms. Nagelbach seconded this Motion. The vote was unanimous to elect Thomas Schmiedigen as Treasurer.

Ms. Nagelbach nominated Philip Fine to serve as Secretary. Ms. Gerber seconded the motion. The vote was unanimous to elect Philip Fine as Secretary.

The 2021-2022 Umbrella Board Officers 2021-22 officers:

Laura Gerber	President
Ed Mendelson	Vice President
Thomas Schmiedigen	Treasurer
Philip Fine	Secretary

III. Discussion of composition of Board of Directors

After the election of officers, Ms. Gerber made a motion to remove Mr. Loughnane from the Umbrella Association Board stating he could not replace Mr. Polikoff as an Umbrella Board member since Mr. Polikoff has a two-year term as a Townhome board representative and was appointed to the Umbrella Board last year. Mr. Loughnane raised a point of order and stated the Umbrella Board did not have the power to interfere with Townhome appointments. Mr. Loughnane said that he would seek a legal opinion on this matter. Ms. Gerber said she had a legal opinion from attorney Michael Kim that stated the Umbrella Board could remove a director from its board. This legal opinion was not shared with other board members when it was originally received.

In Ms. Gerber's view Mr. Polikoff was removed illegally when Mr. Loughnane made his Umbrella Board appointments.

Mr. Loughnane stated under the Townhome association by-laws, the Townhome association president has the right to appoint two directors to serve on Umbrella Board at his discretion. Townhome by-laws Section 5.13 does not specify a two-year term for those directors. Mr. Polikoff then stated that based on his interpretation of Section 5.13 in conjunction with Section 5.02 in the Townhome by-laws, he has a two-year term on the Umbrella Board and he can serve on the Umbrella Board for one more year. Mr. Loughnane stated Section 5.02 only applies to election to the Townhome board. Ms. Gerber asked Mr. Perna to ask attorney Kim for a legal opinion on this specific issue.

A debate followed by whether Mr. Kim was still the Townhome attorney.

Mr. Loughnane stated that it was not a foregone conclusion that Mr. Kim would still be the Townhome's attorney. Ms. Gerber asked Mr. Perna to find out Mr. Kim's contractual obligations to the Umbrella and Townhome Boards.

Ms. Gerber stated the Motion To Remove Mr. Loughnane from the Umbrella board should be tabled until a legal opinion is received. Mr. Schmiedigen seconded the motion. Ms.

Gerber, Mr. Mendelson, Mr. Schmiedigen, and Ms. Nagelbach voted yes to table this motion. Mr. Fine, Mr. Katz and Mr. Loughnane voted no. The Motion was passed 4 to 3.

IV. Executive Session and Adjournment

The board went into executive session. After this session the meeting was adjourned by motion of Ms. Nagelbach with a second by Mr. Mendelson. The motion passed unanimously. The meeting was adjourned around 8:15 p.m.

Submitted by Philip Fine Secretary