

Big Six Towers, Inc.
59-55 47th Avenue
Woodside, NY 11377

MINUTES OF THE BOARD OF DIRECTORS MEETING

DATE: November 8, 2016

6:00 PM, Shopping Center Community Room

PRESENT: Kevin Doyle, Thomas Haggerty, Howard Geary, Richard Orridge,
Andrew Sawicki, Bill Kregler, Ed Bennett, Jerry LoMonte

EXCUSED: Anne Andrusko

ATTENDING: David Becker and Tama Francis, Douglas Elliman Property Management
Guest: Michael T. Reilly, Norris McLaughlin & Marcus, Corporate
Counsel for Big Six Towers, Inc.

Mr. Reilly spoke to the Board about responsibilities of Directors and answered questions. There was also detailed discussion of the importance of maintaining confidentiality.

The regular meeting commenced at 7:10'PM.

Board President Doyle stated that Board members should maintain a professional attitude during any contact with Management or Big Six staff. Directors are not entitled to any special access to shareholder or applicant information from the office.

Sawicki moved, Orridge seconded, to have Big Six undertake an upgrade to the video monitoring equipment in-house with a limit of \$ 3,000.00. Motion passed 9-0.

LoMonte moved, Sawicki seconded, to renew the annual service agreement with Architectural Entrance Systems that covers the buildings' entrance doors. Motion passed 9-0.

Doyle moved, Orridge seconded, to accept the October 2016 minutes. Motion carried, 5-0-4. New board members were not present at that meeting and so they abstained.

All Board members signed the Confidentiality Agreement. The last board had also signed the same agreement.

Committee appointments:

Bldgs/Grounds Committee Sawicki & Haggerty

NORC: Orridge

Public Safety: Doyle & Geary

Finance: Geary & LoMonte

Power Plant and Technology: Sawicki

Kregler volunteered to be on the Public Safety and Finance Committees. The Board declined his offer for the following reason: During his previous tenure on the Board, he was removed from these committees.

Kregler departed the meeting at 7:30 PM.

LoMonte moved, Sawicki seconded, to release Executive Session minutes from 2008-2009. Motion carried 8-0-1. Those minutes are attached to these minutes. Kregler was absent for this vote.

Meeting adjourned at 8:30 PM.

David Becker, General Manager

Jerome LoMonte, Secretary

B

[Executive Minutes Not for Distribution]

Big Six Towers, Inc.
59-55 47th Avenue
Woodside, NY 11377

APPROVED
@ May 13, 2008 Board Meeting

MINUTES OF BOARD OF DIRECTORS MEETING

DATE: April 8, 2008

PRESENT: John Gillooly, Diana Cort, Barnet Levine, Bill Kregler, Edwin Bennett, Israel Martinez and Joanne Burns

ABSENT: Jerry LoMonte and Anne Andrusko

Henry Dubro and Abdo Saleh representing Douglas Elliman Property Management

INVITED: Building Representatives: Norma LoMonte, Rhoda Schlamm, and Albert Marton

LOCATION: 7:00 PM – Community Room in Building # 2

Bill Kregler moved to convert the April 17th information meeting into a shareholder meeting to vote on the mortgage refinance.

Edwin Bennett presented and read a written motion (see attached); Bill Kregler seconded the motion. In favor: Edwin Bennett, John Gillooly, Diana Cort, Joanne Burns, Israel Martinez and Barnet Levine. Opposed: Bill Kregler. Motion passed.

Bill Kregler left the meeting at 7:35 PM.

John Gillooly moved to accept the minutes of the March 11, 2008 Board Meeting, Edwin Bennett seconded. In favor: Edwin Bennett, Barnet Levine, Joanne Burns, Diana Cort and Israel Martinez. Opposed: 0. Abstained: John Gillooly. Motion passed.

Joanne Burns moved to accept Carrier's proposal to replace the pump motor of the Absorption Chiller in the Power Plant in the amount of \$19,182.38; Barnet Levine seconded. In favor: Joanne Burns, Barnet Levine, John Gillooly, Diana Cort, Israel Martinez and Edwin Bennett. Opposed: 0. Motion passed.

Joanne Burns moved to accept Satin American's proposal to service the air circuit breaker used in Engine # 2 in the Power Plant in the amount of \$4,221.21; John Gillooly seconded. In favor: Joanne Burns, John Gillooly, Diana Cort, Edwin Bennett, Israel Martinez, and Barnet Levine. Opposed: 0. Motion passed.

Israel Martinez moved to approve the purchase order in the amount of \$5,383.19 to buy parts from H.O: Penn Machinery needed to continue with the top overhaul of the #2

Motion to the Board

I move this Board to find that Director William Kregler has converted Big Six funds to his personal account, that he is exercising unauthorized ownership over Big Six funds, and that he is in breach of his fiduciary duty to Big Six in the following respects:

1. By keeping certain funds, described below, which belong to Big Six, in a personal account, or otherwise under his exclusive control;
2. By failing to disclose the exact amount and location of these funds;
3. By failing to provide to Big Six a complete accounting of these funds; and
4. By refusing lawful requests from officers of the Board in 2005 and 2008 to return these funds to Big Six.

The funds in question were acquired by Director Kregler from the sale of Big Six property entrusted to him for that purpose in 2003. This property consisted of scrap metal which became available for sale as a result of the balcony/terrace restoration project. Director Kregler has acknowledged Big Six's ownership of these funds by insisting that the funds be used for the sole purpose of constructing a clubhouse for shareholders, and by opening a bank account in his name designated by him as the "clubhouse account." Further, he has claimed he is entitled to continued ownership and control of said funds unless and until they are used to build said clubhouse. In light of his assertion I further move the Board as follows:

1. To reject his claim that these funds must be used for the sole purpose stated above and to revoke and to declare null and void any prior action or suggestion by any prior Big Six Board to this effect;
2. To direct that these funds be deposited in the Big Six general account to be used for all proper purposes;
3. To declare that his fiduciary duty to Big Six does not permit him to retain ownership or control of these funds for any reason or for any purpose;
4. To direct Director Kregler to immediately return to Big Six all of these funds, together with compounded interest thereon; and
5. To direct him to immediately furnish to Big Six all documents relating to these funds, including the bill of sale(s) of the aforesaid materials; bank statements or other financial statements; and such other records as will show the location and amount of these funds for the entire time they have been in his possession or under his control.

In the event Director Kregler fails to comply with this Motion, the Board further is moved to refer this matter to counsel for Big Six to institute any and all measures available by law he deems appropriate, be they civil or criminal, to secure compliance with this Motion and a return of the funds, a full accounting thereof and all records pertaining thereto.

Norris
McLaughlin
& Marcus, P.A.
ATTORNEYS AT LAW

July 7, 2008

William Kregler
60-10 47th Avenue, Apt. 7H
Woodside, New York 11377

Re: Big Six Towers, Inc. / Unauthorized Retention of Co-op Funds

Dear Mr. Kregler:

Enclosed for reference is a Resolution adopted by the Board of Directors of Big Six Towers, Inc. (the "Co-op") at its executive session meeting of April 8, 2008, regarding your unauthorized retention of Co-op funds since 2008. We are advised that on April 10, 2008 you deposited the sum of \$4,378.77 into a Co-op account, in purported compliance with paragraph 4 of the Resolution. However, you have failed to account for those funds during the many years in which they were in your custody and control, as required by paragraph 5 of the Resolution.

Accordingly, you must provide all the information and documentation specified in paragraph 5 of the Resolution, so that the Board can determine if you have properly accounted for all of the Co-op's funds. Please do so at least five (5) business days prior to the next Board meeting, scheduled for July 29, 2008.

We trust that you will comply with your fiduciary duties as a Director of the Co-op, and thereby preclude the need for the Board to consider further action against you in this matter.

Sincerely yours,

Norris McLaughlin & Marcus, P.A.


Ezra W. Goodman

cc: Board of Directors
Henry Dubro, General Manager



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July 15, 2008

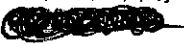
William Kregler
6010 47th Ave apt 7H
Woodside NY, 11377

Re: Checking Account 
Savings Account 

Dear Mr. Kregler:

As per your request I am enclosing the following information regarding above referenced accounts.

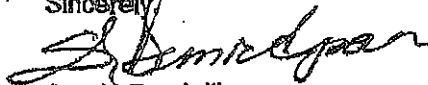
Please note, that the checking account was open on October 29, 2003 in the amount of \$2,998.00. On August 18, 2004 you made an additional deposit of \$1,375.00 to bring the total balance on the account to \$4,368.00, which was closed on August 16, 2007 and the funds were transferred in to the above savings account.

On April 9, 2008 the savings account was closed for the amount of \$4,378.77 (original balance of \$4,368.00 + interest) and the funds were transferred in to savings account 

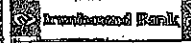
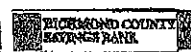
I have enclosed supporting statements for your records.

Hope this will be helpful.

Sincerely,



Sandy Demirdjlan
Assistant Branch Manager



Big Six Towers, Inc.
59-55 47th Avenue
Woodside, NY 11377

APPROVED December 9, 2008 Board Meeting
BIG SIX TOWERS INC.

MINUTES OF BOARD OF DIRECTORS MEETING

DATE: November 11, 2008 at 7:00 PM

PRESENT: Edwin Bennett, Diana Cort, Jerry LoMonte, Anne Andrusko, Barnet Levine, Joanne Burns, Bill Kregler, Thomas Haggerty and Israel Martinez

Henry Dubro and Ilan Gelbwachs representing Douglas Elliman Property Management

LOCATION: 7:00 PM –Building #2 Community Room

Edwin Bennett moved to alter the method that minutes are drafted. Minutes will reflect motion, who raised the motion, who seconded motion and tally of vote, without indication of which way the rest of the board members voted; Anne Andrusko seconded. **Motion passed unanimously.**

Edwin Bennett moved, in accordance with advice of counsel, that Bill Kregler be removed as chair of the public safety committee and be barred from service on said committee on the following grounds:

1. His demonstrated failure to understand or appreciate the limits of lawful action available to our security force by seeking to have a shareholder "requested to the office" for interrogation and to investigate the lawful posting of Big Six campaign literature and -
2. His demonstrated failure to acknowledge the limited authority of a board member to order or direct Big six employees to perform services or otherwise interfere in their employment activities.

Jerry LoMonte seconded. **Motion passed 8 to 1.**

The Board agreed to authorize Management to proceed with attempting to secure a new temporary certificate of occupancy and to report within 90-120 days of progress.

Israel Martinez moved to accept the bid from City & County Paving Corp to repair various defective sections of sidewalk. Joanne Burns seconded. **Motion passed unanimously.**

Barnet Levine moved to accept the negotiated terms for the renewal of the Visiting Nurse Services' lease. Diana Cort seconded. **Motion passed 8 to 1.**

The Board authorized Management to proceed with lease renewal negotiations with Big Six Fitness.

The Board authorized Management to proceed with lease renewal negotiations with Borukhov Grigory – Shoe Repair.

Bill Kregler moved to allow Woodside Jewish Center's request to lower the liability limits on their insurance policy for their rented office space. Anne Andrusko seconded. **Motion passed unanimously.**

Bill Kregler moved to amend counsel's suggested revision to paragraph 16 of the Rules and Regulations in the Occupancy Agreement, to replace the word "animals" with "dogs" in order to provided better clarity to the proposed rule. Implementation is subject to advice of counsel. Joanne Burns seconded. **Motion passed 8 to 1.**

Anne Andrusko moved to accept the proposal of J&D Communications to update the roof antennas and amplifiers in preparation for the digital signal conversion, mandated by the Federal Government on February 17, 2009. **Motion passed unanimously.**

Jerry LoMonte moved to accept the proposal from Lawless & Mangione for engineering services in relation to the stand-by steam hot water heater. Barnet Levine seconded. **Motion passed unanimously.**

Bill Kregler moved to have counsel review and revise his proposed motion regarding the creating of a policy limiting Board Member's posting of Big Six Towers business on the internet. Thomas Haggerty seconded. **Motion defeated 7-2.**

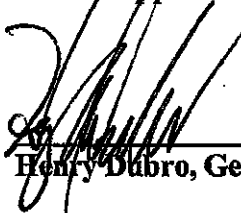
Bill Kregler moved to have Management investigate what common areas of Big Six Towers can have their heat turned off, in an effort to save on energy costs. Thomas Haggerty seconded. **Motion passed unanimously.**

The Board decided to keep the November informational meeting but to cancel the December meeting, as it was scheduled in the midst of the holiday season.


The meeting was adjourned at 9:23 PM.

Date of Approval

12/10/08



Henry Dubro, General Manager



Joanne Burns, Secretary

BIG SIX TOWERS, INC.

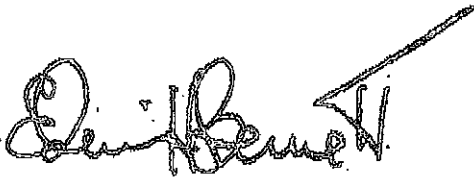
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MEMORANDUM

To: Board of Directors

From: Edwin Bennett, President 

Date: March 23, 2009

Re: Direct Communication by Board Members to Outside Professionals

On March 11, 2009 we were advised by Paul Rosario, Property Manager at HPD of a communication he received from Board member William Kregler requesting that he be granted access to the same information presently available to the Board President and General Manager, Henry Dubro. The precise nature of this request is not entirely clear inasmuch as neither the type of access requested nor the information desired is defined with any precision. Furthermore, information relevant to the operation of the Co-Op that is received by the General Manager and/or this writer from any source routinely is presented to the full Board by way of memos and at Board meetings.

It would appear therefore, from recent conversations between Mr. Kregler and Mr. Dubro and/or this writer that Mr. Kregler is seeking from HPD a directive allowing him to have direct contact with outside professionals, such as Corporate Counsel and Corporate accountants, requests he has made that indeed have been denied. Mr. Rosario has requested that a reply to Mr. Kregler's request be made with a copy to him.

Initially, distributed herewith is a September 13, 2007 memo to Board members from the then President Anne Andrusko, reaffirming and explaining a 2003 policy forbidding such direct personal contacts without prior Board approval. That policy hereby again is expressly and unambiguously reaffirmed with the same force and effect.

In addition to the reasons for such policy recited in President Andrusko's memo, there are other compelling reasons in support of such policy. For any Board to effectively manage the affairs of the corporation it must speak with a single voice to the outside professionals retained by the Board. Assuming that such professionals would even entertain communications from nine discordant individuals; such individual direct contacts, if permitted, would create confusion and uncertainty regarding the matter at hand, and undermine the Board policy, directive or action with respect to such matter.

Finally, we come to the matter of cost, an issue of no small consequences. Professionals charge for their time. For individual Board members to use that time to air