Minutes of the Annual Meeting of Shareholders of 336 Tenants Corp. held on Tuesday May 5, 2015, at the Alexander Robertson School, 3 West 95th Street, NYC, NY 10025 pursuant to notice duly given in accordance with the By-Laws of the Corporation.

#### **CALL TO ORDER**

Michael Schell (Board President) called the annual meeting to order at 7:03 p.m. having a quorum present of 11,247 shares (representing approximately 93.55% of outstanding shares) in person or by proxy. Informal notice of the annual meeting was distributed to shareholders on or about March 27, 2015. The formal notice of the annual meeting, a memorandum to shareholders (with appendix), biographies of candidates for the Board, voting instructions and forms of proxy were mailed and distributed in the building to all shareholders on April 9, 2015. It was further noted that the affidavits of mailing were available for inspection and would be filed with the records of this meeting and that a complete list of shareholders was available for inspection at the meeting.

#### **INTRODUCTIONS**

The Board President introduced the individual Board members: Anne Corvi, Vice President; Jason Kaplan, Treasurer; Cindy Michel, Secretary; and David Bulhack, Karen Davidowitz, and Steve Kaplan, Directors. The Board President also introduced prospective new Board members: James Graff, Patrick McCloskey, Todd O'Donald, and Seth Segal. Also in attendance were Sergio Ochoa, Resident Manager; Thomas Sorrentino, representing the Corporation's independent auditors PKF O'Conner Davies; Eric Balber, senior partner in Balber Pickard Maldonado & Van Der Tuin, PC, as general counsel; and Neil Davidowitz, Andre Kaplan, and John Devall, representing the Corporation's Managing Agent, Orsid Realty Corp.

#### APPROVAL OF THE MINUTES OF THE 2014 ANNUAL MEETING

Mr. Schell stated that a draft of the minutes of the 2014 annual meeting of stockholders had been available to shareholders at the sign-in desk and copies were also available for distribution upon request during the meeting. He further stated that the draft minutes would be posted on the website of the co-op immediately following the meeting. After offering the opportunity for comments and corrections from the floor, Mr. Schell invited a motion to approve the minutes as presented, subject to any further comments or corrections offered following review of the draft posted on the website. Upon a motion duly made and seconded, reading of the draft minutes was waived and the draft was approved by acclimation, subject to corrections submitted prior to June 1, 2015, if any.

#### PRESENTATION OF VOTING AGENDA ITEMS NUMBER 1, 2 AND 3

 Mr. Schell presented the names of the seven candidates for the seven seats on the Board ANNE CORVI KAREN DAVIDOWITZ JASON KAPLAN PATRICK MCCLOSKEY CINDY MICHEL MIKE SCHELL

- Mr. Schell proposed an amendment of Section 3.1 of the Corporation's by-laws to increase the size of the Board from 7 to 10
- In the event said motion passes, Mr. Schell presented the names of the three candidates for the additional three seats

TODD O'DONALD JAMES GRAFF SETH SEGAL

 Mr. Schell declared the polls open and invited shareholders to submit proxies and ballots

# REPORTS OF THE BOARD ON THE OPERATIONS OF THE CORPORATION FOR THE YEAR 2014

The Board President then introduced the Board reports on the results of the Corporation's operations for the year 2014.

Mr. Schell then introduced Jason Kaplan.

#### JASON KAPLAN'S TREASURER'S REPORT

Jason Kaplan reported on the building's financial condition and on funds currently held in all the building's accounts. Mr. Kaplan discussed certain fixed costs that constitute a significant majority of the Corporation's budget and noted that the overall financial condition of the Corporation is very good. Mr. Kaplan was asked a question regarding the coop's underlying mortgage and responded that there is no present initiative under way to refinance the mortgage but the Board is constantly reviewing the terms of the mortgage and exploring options available to it.

Mr. Schell then introduced Thomas Sorrentino of PKF O'Conner Davies.

#### THOMAS SORRENTINO'S REPORT ON THE ANNUAL AUDIT

Mr. Sorrentino gave a brief review of the 2014 financial statements. There were no questions from the shareholders.

Mr. Schell then introduced Anne Corvi.

#### ANNE CORVI'S REPORT

Ms. Corvi reported on the building's open alterations and the need for shareholders to ensure these open alterations are properly recorded as completed with the Department of Buildings. Ms. Corvi then discussed upcoming Local Law 11 work as well as Local Law 87 Energy auditing mandated by New York City. Ms. Corvi also discussed pending

replacement of the sidewalk and other potential capital work that needs to be performed in the coming years.

Mr. Schell then introduced Cindy Michel.

#### **CINDY MICHEL'S REPORT**

Mrs. Michel updated shareholders on the continued progress made in addressing the Corporation's deferred maintenance agenda. Mrs. Michel also discussed the staff's regular maintenance work and general lobby upkeep under the direction of Mr. Ochoa.

Mrs. Michel also updated shareholders on the status of the storage units on the first floor.

Mr. Schell then introduced David Bulhack.

#### DAVID BULHACK'S REPORT

Mr. Bulhack thanked Martin Propper for his assistance in maintaining the building's website and providing technical help and other production support for the building's Newsletter. Mr. Bulhack also noted that the Board would be utilizing a new platform for the website which would provide greater ease of use for shareholders. Mr. Schell encouraged shareholders to utilize the website as there is useful information on the site.

#### STEVE KAPLAN'S REPORT

Steve Kaplan reported on matters relating to the 93<sup>rd</sup>/94<sup>th</sup> Street Preservation Alliance activity for the year. Mr. Kaplan thanked Mr. Schell for his work on the building's behalf and leadership on the Board of Directors.

Mr. Kaplan also thanked Ms. Davidowitz and Mrs. Lois Van Deusen for their work on obtaining new planters for the front of the building.

Mr. Schell then introduced Karen Davidowitz.

#### KAREN DAVIDOWITZ'S REPORT

Ms. Davidowitz thanked Steve Kaplan for his long service to the Board of Directors and community of 336 Central Park West. Ms. Davidowitz reported on the building staff and recent changes. Ms. Davidowitz also discussed the co-op's place in the local community and neighborhood.

#### PRESIDENT'S REPORT

Mr. Schell reported as follows:

• Mr. Schell thanked Martin Propper for his work on the building's website. Mr. Schell thanked Lee Michel for his seven years of dedicated service to the Board of Directors. Mr. Schell thanked Steven Kaplan for his long-standing service to the building and Board of Directors. Mr. Schell discussed governance of the Corporation and the potential benefits of greater shareholder participation in building matters. Mr. Schell invited shareholders to consider volunteering for future service on the Board.

- Mr. Schell discussed the vote to expand the Board from 7 to 10 Directors and the need for new Board members to learn and experience first-hand how the building is managed.
- Mr. Schell welcomed the new shareholders of unit 5C and new subtenants of 2D to the building.
- Mr. Schell discussed the value of collecting a large number of proxies in advance of the Annual Meeting of Shareholders, and stated the Board is looking to convert to an electronic system for collecting proxies in the coming year.
- Mr. Schell discussed the laundry room revenue and the need to slightly increase costs in order to break even on the expense of operating the room.

Mr. Schell then introduced the four new candidates for the Board to discuss their qualifications to serve on the Board. Mr. Graff, Mr. McCloskey, Mr. O'Donald and Mr. Segal each spoke for a few minutes.

Mr. Schell then introduced Mr. Davidowitz of Orsid Realty Corp.

#### ORSID REALTY'S REPORT

Mr. Davidowitz remarked on the state of the building and the relationship between Orside and the Board of Directors. He also suggested that shareholders review their current homeowners' insurance policies to ensure coverage was appropriate.

Mr. Schell then opened the meeting to questions and comments.

### SHAREHOLDER QUESTIONS, COMMENTS AND DISCUSSION ITEMS

The following topics were the subject of shareholder queries, comments and suggestions. There was also discussion among shareholders and with the Board around these items.

- Replacement of windows in the building are considered on a case by case basis.
- Traffic issues during the times of drop-off and pick-up at the Columbia Grammar and Preparatory School.
- Refinancing of the coop's underlying mortgage.
- Verizon FIOS issues and Time Warner billing.
- Maintenance issues with the elevators.
- Creation of a gym for use by residents of the building.
- The Co-op's alteration policies.

## **RESULTS OF VOTING**

John Devall reported to the meeting as Inspector of Election. The motion to amend the by-laws Section 3.1 was approved. The following persons were elected to the Board to serve until the next annual meeting of shareholders:

DAVID BULHACK
ANNE CORVI
KAREN DAVIDOWITZ
TODD O'DONALD
JAMES GRAFF
JASON KAPLAN
PATRICK MCCLOSKEY

CINDY MICHEL MIKE SCHELL SETH SEGAL

## **ADJOURNMENT**

As there was no further business to come before the shareholders, upon a motion duly made and seconded, it was unanimously resolved that the meeting be thereupon adjourned. The time of adjournment was 8:45 p.m.