

**VILLAGE OF MANORHAVEN
BOARD OF TRUSTEES
MINUTES OF THE ORGANIZATIONAL MEETING
THURSDAY, AUGUST 20, 2015 7:30 pm**

The meeting was called to order at 6:38 pm by Mayor Giovanna Giunta. The Pledge of Allegiance was recited, and the Mayor set the ground rules for the evening as the room was crowded, and the Mayor asked the room be quiet and respectful.. The Clerk called the roll and verified that there was a quorum. In attendance were:

**Giovanna Giunta, Mayor
James Avena, Trustee
Rita DiLucia, Trustee
Kevin Gately, Trustee
Priscilla von Roeschlaub, Trustee
James E. Toner, Village Attorney
Leslie C. Gross, Village Clerk-Treasurer**

There were **85 +/-** members of the public in attendance.

Trustee von Roeschlaub made a motion that since all of the Mayor's appointments are holdovers, that they continue as holdovers. Before a vote could be taken, discussion turned to the lack of a Superintendent of Buildings. Since Mr. Abramski left, there have not been any permits issued or plans reviewed. Mayor Giunta had heard from two individuals who were willing to take the position part-time. Since both architects; Mr. Clemency and Mr. Amisano do work for residents in the Village, it was suggested that both be hired on an as-needed basis for the year, so that if either had a plan before the BZA or Planning Board, they would be able to review the others' plans.

Trustee von Roeschlaub then clarified her motion that the following persons be kept as holdovers until the next meeting when we have an opportunity to review all of the names.

The following were the names Trustee von Roeschlaub included in her motion:

Nancy Greene, Clerk of the Justice Court, Christopher Arzberger, Prosecutor, Rich Ready, Prosecutor, Paul Spezio, Chair of the Planning Board, Bee Ready Fishbein as counsel to the Planning Board, Co-Chairs of Public Safety (not named) to be held over.

The motion, Trustee von Roeschlaub continued, should not include the following new appointments: Bobby Whitely, proposed chair of the BZA, William Clemency, proposed as one of two individuals to work as part-time Building Superintendent, Shadan Marashi as

Commissioner of Community Relations. Trustee von Roeschlaub continued that The Waterfront Advisory Committee who the Board appointed last year should not be holdovers, but no new Waterfront Committee appointments were suggested. Trustee Avena seconded the motion.

The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Nay

The motion carried.

A motion was made by Mayor Giunta to approve Mr. John Amisano as Part –Time Building Superintendent, which motion was seconded by Trustee Di Lucia. The vote was as follows:

Trustee Avena: Nay
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Abstain
Mayor Giunta: Aye

The motion carried.

Trustee von Roeschlaub made a motion to table the appointment of Bobby Whitely, who is a member of the BZA, as Chairman of the BZA, which motion was seconded by Mr. Avena. The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried.

Trustee Di Lucia made a motion to have Shadan Marashi serve a one-year non-paid position as Commissioner of Community Relations. Trustee von Roeschlaub seconded the motion.

The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

Motion carried to appoint Shadan Marashi as Commissioner of Community Relations.

Mayor Giunta made a motion to approve the meeting dates for the 2015-16 year. Trustee Gately seconded the motion. The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried. The dates were set unanimously.

Trustee Di Lucia made a motion to pass a resolution allowing certain officials and members of the BZA and Planning Boards to attend meetings and/or conferences. Trustee Gately seconded the motion.

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried.

Resolutions pertaining to banking were tabled until more research is done. All signatories remain the same: The Mayor, The Clerk-Treasurer and the Deputy Clerk-Treasurer.

Mayor Giunta made a motion to keep the same departments in The Village with no changes:

Clerk-Treasurer, Building, Public Works, Sanitation, Environmental Affairs, Village Justice Court.

The resolution was seconded by Trustee Avena.

The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried.

Trustee Di Lucia made a motion designating the official newspapers of the Village as The Port Washington News and when necessary, Newsday. This was seconded by Trustee von Roeschlaub. The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried.

Next was a resolution authorizing payment in advance of audit of claims. Mayor Giunta made a motion to accept the resolution as amended. The resolution was seconded by Trustee von Roeschlaub.

Trustee Avena: Aye
Trustee Di Lucia: Aye
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Aye

The motion carried.

Trustee von Roeschlaub then said she wanted to offer a resolution from the floor. The resolution had not been distributed to the trustees before the meeting. Trustee von

Roeschlaub read: "Whereas James E. Toner, Esquire currently serves as Village Attorney; and Whereas the Board of Trustees wishes to substitute different Counsel to serve as Village Attorney in his place instead, and Whereas the Board of Trustees has reviewed the proposal of Leventhal, Cursio, Mullaney and Blinkoff, LLC to serve as Village Attorneys, the resume of partner Steven G. Leventhal, Esquire, and the engagement letter of Leventhal, Cursio, Mullaney and Blinkoff, LLC, Now, Therefore, be it resolved that One, the services of James E. Toner, Esquire as Counsel of the Village of Manorhaven are hereby terminated in every capacity effective immediately. Two, Mr. Toner shall be paid the fees that he earned prior to termination, and shall be reimbursed the authorized costs and expenses that he incurred prior to termination," and then appointing Mr. Leventhal's firm as Village Attorney.

At this point, none of the Trustees had seen or read a copy of what was described by Trustee von Roeschlaub. Debbie Greco, who was sitting in the front row holding copies of this resolution, then stood and distributed them to the Board. Trustee Avena said "we have handed out a resolution" and Trustee von Roeschlaub said "We have a resolution for you to read." Trustee Gately, asking to second the motion was asked by The Mayor to hold off seconding. The Mayor said the Board was going to hold off on this resolution as no one had seen it before. Furthermore, the Mayor explained that the Village Attorney is an appointment of the Mayor, and that Mr. Toner is "trustworthy, skilled, and is doing a good job." Mayor Giunta continued that she appointed Mr. Toner in July of 2014 to a two-year term, and that this is the beginning of his second year. She continued by saying that The Village has always protected the Mayor's choice of attorney, and that she will not accept an attorney she does not want nor trust. Mr. Toner added that he has a two-year contract with The Village, and that the Trustees, in bringing this action, are breaching the contract. Mr. Toner raised the matter of a conflict of interest of having Mr. Leventhal represent the Village of Manorhaven because of his "of counsel," Mr. Gerard Terry, who is currently representing Peter Dejana on illegal trailer cases. He continued that Mr. Leventhal never reached out to The Mayor before the meeting to say that he wanted to represent The Village. Mr. Toner continued that Mr. Leventhal represented The Village on the AG Towers case, the loss of which cost The Village a large sum of money. He continued saying that The Mayor, having stated that she does not trust Mr. Leventhal, will not be represented by him.

Mr. Leventhal then stood to address the Board. He said that if he is hired by The Village, he doesn't want to be a "divisive force." He continued by stating that he has no formal relationship with Gerard Terry, that he has just "known him over the years" and that they refer cases to one another "only on occasion from time to time." Mr. Leventhal said that Mr. Terry is not an employee, partner nor associate of the firm. At this moment, Mayor Giunta presented Mr. Leventhal with a letter on letterhead showing that Mr. Gerard Terry's name appeared as counsel to the firm, and the letter was signed with Mr. Terry's name. Mr. Leventhal asked if it was a current letterhead and where the Mayor had obtained this letter. The Mayor replied that it was dated October 21, 2014.

Mr. Leventhal then went on to explain why he thought The Village lost the AG Towers Case. When the Mayor asked Mr. Leventhal to turn to address the Board, Mr. Dejana stood and yelled out at the Mayor to not interrupt Mr. Leventhal. When Mr. Dejana did not sit after being asked by the Mayor again, the Mayor had Mr. Dejana removed from the meeting.

Mr. Leventhal continued stating the reasons he felt that the AG Towers case was lost. Mr. Toner added that he felt there should be a public hearing to hear issues of a potential historic conflict of interest with Mr. Leventhal's relationship with former Village Attorney Gerard Terry other than Mr. Leventhal's "say-so." Mr. Toner continued that since the Mayor doesn't trust him, he should not force her to have him represent her. Mr. Toner stated that The Mayor appoints the Village Attorney, not the Board. This is the way it has been done for 85 years. Mr. Toner gave an example that in 2010, Gerard Terry was not re-appointed as Village Attorney, and he was a hold-over for the rest of the year.

Trustee Di Lucia agreed that this should not be considered as she had not seen this resolution and did not have time to review it.

When asked if Mr. Leventhal had given advice to the Board members in advance of this meeting, Mr. Leventhal asked Mr. Toner "what he meant by advice." He then stated that he had met with "Priscilla and Mr. Avena." He said he only gave them his resume, background and terms if he were to become Village Attorney. He did not state who wrote the resolution that was included in his packet of information and read by Trustee von Roeschlaub. When asked if he discussed any appearance of impropriety with the two trustees, his answer was "There is none. I have also not stopped beating my wife."

Mayor Giunta allowed members of the community to speak next.

1. Carmine De Meo stood and addressed the Board. He said "This place is in a mess" having to call police to a meeting. He felt that the meeting was like a "circus" and that Board members should listen to what the public, who elected them, wants. He addressed Trustee Avena asking why the first thing he did after taking office was to fire people.
2. Mr. Gulitti asked Mr. Leventhal why Mr. Leventhal would want to work for somebody who doesn't want him. He said he agreed with Mr. De Meo's comments.
3. Mr. Ottaviani addressed the Board showing minutes which said Mr. Toner was appointed for "one termtwo years commencing July 7, 2014" Mr. Toner continued that the two years "is consistent with his agreement" with The Village.
4. Mr. Rudy Santos was next and addressed his comments to Trustee Avena and Trustee von Roeschlaub. He said it "annoys the hell out of me. You people run for election to be a Trustee. You promise us that you are going to work in the best interest..... You immediately take advantage...that you have a majority now...and you want to replace the

attorney.” He asked the new trustees to try to “work for a year or so in unity. Trustee von Roeschlaub then addressed Mr. Santos and said that when she first became a Trustee, she hired her own attorney because she “was nervous.” She continued saying that she was not allowed to talk to the auditor nor the accountants, which was immediately refuted by The Mayor and The Clerk. She continued by saying that “Mr. Toner has not represented me once this entire year.” The Mayor disagreed, and Mr. Santos finished by saying that Trustee von Roeschlaub missed his point and that she is “taking advantage of the first meeting to do something that automatically indicates to me that you are not going to work together, and this Village is still going to have problems. I want you to work together....”

Trustee von Roeschlaub said that two weeks before this year’s election, she was told that the commercial taxes in the Village were raised and that Mr. Toner never responded to her query. Mr. Toner disagreed saying he indeed answer her question that the accountants worked with Nassau County’s algorithm, and offered to re-send his response to her if she didn’t remember getting it. She again said that Mr. Toner told her to “not ever call the accountants” which Mr. Toner said was not correct. This clerk then confirmed that fact that at no time were the trustees told to never speak with the accountant or the auditors, and that Trustee von Roeschlaub did, indeed, speak to both of them.

Mr. Toner cited an article by Wade Beltramo of NYCOM regarding Village Attorneys.

Trustee von Roeschlaub asked to vote on the resolution she read into the record and Mr. Avena again seconded this resolution. Trustee Di Lucia asked to have more discussion before taking a vote. She stated she doesn’t want so much conflict. She said she wanted to work as a team. She said that Mr. Toner has one more year, so maybe we should continue on since Mr. Avena hasn’t even worked with him yet. Instead, Trustee von Roeschlaub called the motion and again Mr. Avena asked to second. Mayor Giunta asked if they heard what Trustee Di Lucia had said and Trustee von Roeschlaub responded “No.” She continued that she wanted to go ahead with the motion. A vote was not taken at this point.

Mayor Giunta asked to table the motion. Trustee von Roeschaub said “I am moving the motion.” Mr. Avena added “We want a vote.” Mr. Toner said that regardless of the vote, he maintained his position as a public official and that he would seek enforcement of his contract. Trustee von Roeschlaub added she is cancelling Mr. Toner’s contract. Mr. Leventhal told Priscilla not to answer any questions, and Mr. Toner noted that before he was approved by the Board, Mr. Leventhal was giving legal advice. Mr. Toner again asked for a public hearing to determine Mr. Leventhal’s connection to Mr. Gerard Terry.

Mayor Giunta asked to go into executive session. Trustee Di Lucia seconded the motion. Mr. Avena voted “Aye,” but the vote was never taken. Mr. Ottaviani said “We have a resolution.” Then Mr. Nick Marra asked to speak, and was recognized by The Mayor. He said that “Leslie

Gross who does a fantastic job....made only one typo out of 50 motions.” He referred to the wording of the Toner resolution.

Jan Rosen asked the Board to not make a decision in anger, and to put it off for a month to “try to sort of calmly settle things down.” Mr. Avena instead called for the original motion to be voted on. The Mayor responded by saying this vote “opens The Village up to litigation again, Mr. Avena.” Mr. Avena again called for the vote. Mr. Toner said that it is “an illegal resolution” and that The Mayor will not be represented by an attorney she does not trust....” He continued saying he was concerned about Mr. Leventhal’s “conflict of interest” and “appearance of impropriety” regarding pending litigation with The Village with Mr. Terry as the attorney for Mr. Dejana, and Mr. Terry being on Mr. Leventhal’s letterhead. Trustee Di Lucia asked that Ms. Rosen’s suggestion not to act in haste be heeded and Trustee von Roeschlaub answered with “I move the motion.” The Mayor added “I guess you are not hearing the public.”

Mayor Giunta called the motion to table the vote, and Trustee Di Lucia seconded this motion. The vote was as follows:

Trustee Avena:	No
Trustee Di Lucia:	Aye
Trustee Gately:	No
Trustee von Roeschlaub:	No
Mayor Giunta:	Aye

Trustee von Roeschlaub then moved the original motion which Mr. Avena had seconded. Mr. Toner questioned the legality of the resolution, and The Mayor noted that once again Mr. Leventhal was advising the Board. Mr. Toner explained that the Village hasn’t paid bills in two months. If the vote goes through, he said, and if he leaves the podium, the Mayor will not stay without an attorney she trusts, and the bills will not be paid for a third month. Trustee Avena and Trustee von Roeschlaub asked to take the vote first. Mr. Toner cautioned again about not paying the bills, and Mr. Avena responded “That’s okay.” In the middle of this discussion, Trustee von Roeschlaub stood and left the room calling for a “recess” but did not wait for a vote to be taken. The Board again took their seats, and Mr. Avena made a motion to pay all the bills on the abstracts from July and August, and Trustee von Roeschlaub seconded the motion. The vote was taken as follows:

Trustee Avena:	Aye
Trustee Di Lucia:	Aye
Trustee Gately:	Aye
Trustee von Roeschlaub:	Aye
Mayor Giunta:	Aye

The Clerk responded that the bills will be paid the next day.

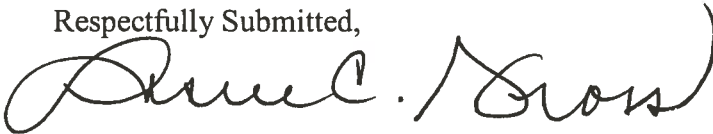
Trustee von Roeschlaub then asked for the vote on the motion which had been seconded by Mr. Avena on the resolution to fire Mr. Toner and hire Mr. Leventhal.

The vote was as follows:

Trustee Avena: Aye
Trustee Di Lucia: Nay
Trustee Gately: Aye
Trustee von Roeschlaub: Aye
Mayor Giunta: Nay

Mayor Giunta then stated for the record that she objects to Mr. Leventhal being her attorney, and apologized to the residents for what transpired at the meeting. Mr. Toner asked Trustee von Roeschlaub if she wanted him to now leave the dais and her response was "I guess." Mr. Toner asked her to "be sure" and she responded "yes." The Mayor then left the dais along with Mr. Toner. Trustee Di Lucia stated that she did not feel comfortable having Mr. Leventhal take over, and asked to end the meeting. All four trustees voted "aye" and the meeting ended at 8:52 pm.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Leslie C. Gross". The signature is written in a cursive, flowing style.

Leslie C. Gross, MMC, RMC