

Commonwealth Terrace Cooperative, Inc.
Board of Directors
Meeting Minutes
June 21, 2007
7pm

Present:

Absent:

<input checked="" type="checkbox"/>	Teresa Reid	President	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Po Hu	Ward 1	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Alejandro Kovacs	Ward 3	<input type="checkbox"/>
<input type="checkbox"/>	Jeanette Moss	Ward 4	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	Andy Graves	Ward 5	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Mahajabeen Padamsee	Ward 6	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Sona LesMeister	Ward 7	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Isik Ilhan	Ward 8	<input type="checkbox"/>
<input type="checkbox"/>	Gavin Hart	Ward 9	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	Yuki Watabe	Ward 10	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Grace Hsu	Ward 11	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Jared Rahman	Ward 12	<input type="checkbox"/>
<input checked="" type="checkbox"/>		Ward 13	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Shabnam Rahman	Ward 14	<input type="checkbox"/>
<input type="checkbox"/>	Natalie Gaillot	Ward 15	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	Eduardo Christ	Manager	<input type="checkbox"/>

Topic	Who	Decisions/ Votes	Discussion
Introduction of '07-'08 Board			<p>Meeting came to order at 7:10PM.</p> <p>Teresa explained that generally, Members' voice begins meeting but today no one has come forward.</p> <p>Current and 07-08 Board reps introduced themselves.</p>
Agenda & Minutes	<p>Alexandro</p> <p>JR</p>	<p>Moved to add to agenda Gavin's motion (? Should Gavin be listed as having made this motion? Or Teresa, since other items were also requested to be added?)</p> <p>Seconded</p> <p>Passed</p> <p>(6 in favor, 4 against, 0 abstained)</p>	<p>Teresa requested adding the following items to the agenda:</p> <ol style="list-style-type: none"> 1. Gavin's motion (?) regarding vacancies and elections of BOD members 2. Re-election of President for next year. Sona has had to decline nomination. 3. Question of who has the authority to bind CTC in operational contracts. It is the Secretary or Treasurer in theory but in practice, it is the Manager. CTC's attorney suggests more specifically designating/ delegating this responsibility to the Manager in the by-laws. The by-laws cannot be changed until the next Annual Meeting, but the BOD can agree to a resolution until then. <p>Eduardo explained that CTC's attorney is vetting all F&O and C&E policies and procedures.</p> <p>E-mail communication also keeps surfacing as an issue to continue working on. Should discussion be deferred until a face-to-face meeting takes place?</p> <p>Laundry contract and clarification of vacancies will be discussed later.</p> <p>Approval of minutes was delayed until Manager is able to tell minute-taker about errors he noticed.</p>

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C&E	Shabnam		No appeals aware of
Ground			No minutes
F&O			Did not meet, no report
Programs	Teresa		Continuing planning of peace garden.
Sports	Andy		Start budgeting for next year. Volley ball, soccer, ping-pong. 20 members. Priority is on kids.
Executive			Many of the issues will be addressed in Manager's report.
University Liaison	Fred		Congratulated and thanked BOD for providing leadership for CTC during this last year, which was challenging but remarkably successful. Highlighted challenges and strengths: Membership restructuring was the first challenge. Then Wilder informed BOD that managing CTC did not fit within their mission. Then the University's contract with CTC was up for negotiation – they had not wanted to negotiate with CTC anymore but CTC succeeded in

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University Liaison	Fred		<p>negotiating with them. BOD was able to report financial turnaround at Stockholders’ meeting. Transition back to self-management has resulted in improved efficiency and economizing. Of course, there are many challenges ahead.</p> <p>Teresa thanked Eduardo for making much of the above happen.</p>
Manager			<p>Eduardo thanked the University for its support. He recently met with a former resident who remembers Fred and is now a successful businessperson. Their conversation will be shared in the upcoming <i>Terrace Times</i>.</p> <p>100% occupancy – well over 350 people on waiting list. 25 move-ins this month. 13 were families. 12 same sex graduate students. CTC bylaws state that each committee establishes its own attendance requirement. Management is seeking clarification on how members’ fulfillment of their responsibilities will be enforced and by whom. Should that come from chair of each committee? Clarify by next meeting.</p> <p>JR asked what would be easier for Management. A standard attendance form?</p> <p>Eduardo responded that the Ward Rep system has been working o.k. but there are human problems. It will be a tough few months for everyone to adapt. Currently, if a resident misses one duty, s/he gets a warning (called “final warning”); if s/he misses another, s/he is suspended. Warning lasts for 1 year from the date of the infraction</p> <p>Shabnam reported that she understood C&E to have suggested that it be from time that you become a member instead.</p> <p>Eduardo clarified that C&E had in fact suggested residents’ infractions be wiped clean at the change of each fiscal year.</p>

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Manager	Andy	<p>Moved that each committee have a sign-in sheet where attendance is recorded, committee chairs report on participation to Management, Ward Reps report on laundry duties.</p>	<p>Currently enforcement is centralized because the Ward Reps do it. Who will enforce all the various duties from now on? Will committees inform Ward Reps of attendance at their meetings? BOD Secretary should keep track of attendance at BOD meetings.</p>
	Sona	<p>Seconded Passed (10-0-0)</p>	
	JR	<p>Moved that the fines for noncompliance with terms specified in the lease and resident handbook be increased from the current \$15 to \$25.</p>	<p>Eduardo suggests amending policy 2.8.1 to change the fine for extra appliance, trash, etc. from \$15 to \$25. \$15 has been in place for several years. Resident handbook is still in progress</p>
	Sona	<p>Seconded Passed (7 in favor, 1 against, 2 abstained)</p>	<p>Joanne the temporary Bookkeeper will be leaving in July. Rather than hiring a replacement, the office will combine various positions and redistribute responsibilities. Yardi is helping this to take place. Situation arose with the spraying of herbicides around Ward 15: The goal was to finish in the spring before the school year ended and kids would be out playing. The contractors were doing well. But a family of geese was found in Ward 15, which coincidentally had been the most vocal. The University did not spray and tried to address the weeding issue organically. Residents were asked to work on their yards, as well. It was very successful, but cost 8 times more. To do the entire property organically would cost 10 times more, because CTC would have to supplement the in-house compost with purchased compost. Are currently scheduled to spray again in September. Manual weed pickers will be made available to residents and areas that are weeded manually will not need to be sprayed.</p>

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<p>Manager</p>			<p>BOD manual, Committee, BOD orientation, etc. are all works in progress. The manual is nearly final and will be e-mailed to BOD shortly. CTC’s attorney Steve Smith is helping Management plan and prepare for Orientation. He is coming to today’s meeting to equip himself to do so.</p> <p>Starting next month, BOD meetings will resume taking place on the third Tuesday of each month.</p> <p>A bulk contract with Comcast is being discussed to replace the current month-to-month contract. Cables used to be hidden but are now on surface. [I didn’t get why?] Sometimes wires inside apartments not capable of high speed. Having seen all the satellite dishes around CTC, Comcast is also putting in a bid for high-speed internet. We cannot sign a contract with them that exceeds the length of our contract with the University.</p> <p>JR asked what the minimum contract duration that they will accept is. The longer contract is, the more likely vendors are to get sloppy after some time has passed.</p> <p>Eduardo responded that what happened with laundry should never happen if proper policies are in place.</p> <p>Financial comparison with 1st 11 months of last year. If year ends today, we have a \$30,000 deficit. Last year, we had a deficit of more than \$100,000. 97.5% of residents’ rent goes to the University and then returns to us.</p>

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Manager			<p>CTC’s attorney is helping Management update our lease, which is currently too convoluted and consequently difficult to read (figuratively as well as literally since the point size was decreased in an attempt to make it shorter).</p> <p>Attorney is also analyzing the Lynda Shepherd case – whether the BOD should pursue a civil suit.</p> <p>JR asked whether he got full police report.</p> <p>Eduardo responded that he is working on it.</p> <p>Attorney is also helping CTC determine whether it is in compliance concerning its corporate status.</p> <p>CTC may be responsible for a breach of residents’ personal information. Previous BOD members accessed the resident database. Residents’ personal information may be somewhere out there. Management is looking at how to resolve that. Two current BOD members had their bank accounts interfered with and it is possible that there a relationship.</p> <p>Maintenance finished installing photosensitive lights throughout CTC. Security window devices will be installed regardless of the type of unit: 1st floor windows will be limited in how much they can be opened.</p> <p>They will also be installing new locks in certain units next week. Doors can no longer be kept open. Laundry rooms get too hot, however; need a window or a vent. May also be hygiene issues.</p>

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Manager			<p>Locks have already been purchased twice.</p> <p>Original motion was to keep doors open during day and locked only at night. But recent security concerns elicited this change.</p> <p>Shabnam asked whether the existing exhaust fans could be used.</p> <p>95% of work orders are being completed on the same day.</p> <p>Day care numbers have not changed – usually do not except according to semesters.</p> <p>Laundry contract – no hurry to change anything, but are now month to month and in a position to negotiate. CTC can go on its own or sign new contract with someone else.</p> <p>Grace asked about the waiting list – how quickly are vacancies filled? She has seen some units empty.</p> <p>Eduardo responded that the units she has seen may be spoken for – someone may have signed the lease and paid the security deposit, or may even be paying rent until s/he is able to move in.</p> <p>Shabnam asked whether an existing resident in 2-person graduate student situations could replace their roommate with someone else who is not on the waiting list. She raised this issue because it was brought up in the C&E committee.</p> <p>Eduardo responded that currently, yes, they have 3 months to do that.</p>

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<p>Unfinished Business <i>Terrace Times</i> – Management or Committee?</p>	<p>JR Alexandro</p>	<p>Moved to have Management continue coordinating and editing the <i>Terrace Times</i> Seconded Passed (10-0-0)</p>	<p>Teresa reminded BOD that it was time to revisit <i>Terrace Times</i> situation. According to the BOD’s decision, the newsletter was to be coordinated/ edited by Management with support of the <i>Terrace Times</i> committee for a trial period lasting through the end of the fiscal year. Maj asked how Management feels, especially since it has lost some staff. Eduardo responded that they enjoy doing it. They may make some more changes if it is officially handed over to them. <i>Terrace Times</i> Committee includes some holdovers as well as some new ones.</p>
<p>Unfinished Business Goals for '07-'08 – next steps: Vision and Action Plans</p>	<p>Teresa</p>		<p>List of goals generated by BOD have been categorized and ranked. They act more as guideline rather than directing implementation. BOD must work with Eduardo to create an action plan, including a vision statement.</p>

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<p style="text-align: center;">New Business Handling Vacancies within the Board</p>			<p>Teresa asked if someone was elected but then stepped down – does entire Ward need to be informed so that someone else can come forward. Who informs Ward? Can election be done by e-mail?</p> <p>If no one from Ward is interested, BOD appoints someone. If after that person starts, someone from Ward does express interest, should that appointee step down?</p> <p>Attorney responded that bylaws can only be so specific and the BOD must address issues as they arise. It cannot anticipate all contingencies. Many residents apparently do not realize responsibilities involved in living in a co-op. Unless someone says s/he did not have a fair opportunity to be considered to serve on BOD, in other words, if no one challenges the BOD’s decision – BOD can consider it ratified.</p> <p>Gavin’s motion does not actually apply – all existing BOD members who said they just volunteered themselves were in fact legitimately elected according to the Attorney’s interpretation of the by-laws. The motion need not be seconded.</p> <p>Maj clarified that in the case of Ward 6 no one wanted to serve as Board Representative. Then finally, a woman expressed that her husband was interested and his name was provided to Management. But later, he signed up for another job via the website. Then a resident of Ward 6 did come forward to represent it on the Board. That possibility did not come before Ward to decide.</p>

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<p style="text-align: center;">New Business Handling Vacancies within the Board</p>	<p style="text-align: center;">JR Alexandro</p>	<p>Moved that Charles represent Ward 6. Seconded Passed (9 in favor, 0 against, 2 abstained)</p>	<p>Maj also asked about the possibly of alternates. Eduardo clarified that everyone in a Ward is fined if it fails to elect a BOD and/ or Ward Representative. Charles explained that the BOD is attempting to change things prospectively rather than retroactively. A new resident of the Ward is not eligible if s/he did not come forward by the deadline. He stated that he was the only person who volunteered by the deadline. Po explained that, knowing he would be transferring to Ward 6, he had expressed interest in continuing to serve on the BOD. Maj asked if this could be solved by having alternates. Ilhan said there was no need for the BOD to go into the alternate situation right now. That should be left up to the Ward. Ilhan and Andy agreed with JR that it makes the most sense for Charles to represent Ward 6. New BOD member noted that people do not volunteer to serve as Board or Ward Reps because they have not been informed of what all is involved in those roles. People will not jump at chance to do something with which they are unfamiliar. Teresa responded that the new manual would do that.</p>

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<p>New Business Handling Vacancies within the Board</p>	<p>Ilhan Andy Sona Alexandro</p>	<p>Nominated Shabnam, who declined Nominated Po, who also declined Nominated Andy, who also declined Nominated JR, who accepted Passed (10-0-0)</p>	<p>Sona cannot serve as BOD President in 2007-08 and consequently, someone else will have to be elected. Maj said that if JR is BOD president, Ward 12 needs to elect its representative to the BOD. If they do not after being notified, the BOD will appoint one. Eduardo said that as of July 1, there must be someone representing Ward 12’s interests to the BOD. The BOD can appoint Po to represent Ward 12 pending the Ward’s decision – at which time he will step down if necessary. Ilhan said it was unnecessary for the BOD to appoint someone before it knows what the Ward will do.</p>
<p>New Business Board Manual</p>			<p>Makes more sense to distribute BOD manual via e-mail than discuss now. All based on by-laws. Eduardo will e-mail just the BOD part to both current and new members.</p>
<p>New Business Review of year – highs and lows/ advice for next BOD</p>			<p>Review of year – already discussed BOD originally hoped e-mail would inform people of issues in advance so meetings would go quicker. Instead, issues started being discussed on e-mail. NASCO trainings – 2007-08 BOD may want to consider making it mandatory for those in leadership positions. Quarterly dinner immediately before BOD meeting so people can get to know each other informally and also be there in advance of meeting start time. Eduardo – thanked Teresa.</p>

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<p style="text-align: center;">Announcements Member Training Sessions</p>		<p>BOD orientation will take place 5:30-7 on the 3rd Tues of month, followed by BOD meeting</p>	<p>Lynn (who authored revised manuals) and Steve will both be working with Management on Orientation – which will take place on the 3rd Tuesday of each month as specified in the by-laws. (This semester the BOD switched to Thursday due to scheduling conflicts. Must either change bylaws or revert to Tuesdays). BOD meetings will then follow monthly Orientations. Save time throughout the year by having a slightly longer first meeting.</p>
<p style="text-align: center;">Announcements Appreciation BBQ date change</p>			<p>Appreciation Barbecue’s new date is July 7</p>
<p style="text-align: center;">Announcements July meeting</p>			<p>July 17 at 7pm.</p>

Submitted by Vidhya Shanker