

## MINUTES

The Board of Directors Meeting was held on April 8, 2025 in the Board Room.

### Directors Present

Jeff Brown, President Katherine Hall, Secretary Ruby Wilkerson, Board Member  
Celia Brown, Board Member James Crain, Board Member  
Lynette Cook, Activity Coordinator

### Directors Absent

Loretta Parks, Vice President

### Management Present

Vernon Cooper, Property Manager Adonis Pena-Merejo, Interim Manager

### Security

### Legal

Karol Robinson, Attorney

The meeting was called to order at 7:39 p.m.

### Prior Meeting Minutes

The Minutes for March 18, 2025 was motioned and accepted by Ms. Cook and seconded by Ms. Brown. The Minutes was voted on unanimously by the Board Members.

### Legal

- Ms. Robinson stated that she will make hard copies of the legal report binder for the board members (corporate documents, resolutions, minutes, house rules, by-laws and HPD rules).
- Ms. Robinson went over the fiduciary duty memo with the board. Confidentiality- what we discuss in the meetings that is confidential should remain confidential. Avoiding Conflicts of Interest, Knowing Governing Documents, Participating in Voting, Act Professional in the Meetings.
- The Board is supposed to make the Policies for the Corporation and Management is suppose to implement the Policies that the Board makes.
- Board Members should be able to handle situations that need action when we become aware that something is of a concern. We can bring the situation to an Officer, to the Attorney, or to Management this is part of our legal and fiduciary duty to the corporation.
- Ms. Robinson also stated when you first come on the Board as a new Board Member in your first year, you have to do an HPD training on-line. There after the HPD training is once every 3 years of continuous board service.

## Management Report

- Mr. Cooper stated that Ms. Elizabeth Wright (shareholder) who brought a lawsuit against the corporation to HPD about her daughter not being able to get out of the bedroom window (master). She stated this was a violation, which the cooperative won the lawsuit. Ms. Wright now coincidentally has water penetration coming into her unit from the exterior. Ms. Glandorf visited Ms. Wright's apartment taking some photos of the situation which she will take back to her supervisor, who will give her some recommendations based on her observation of the situation.
- While in Ms. Wright's apartment Mr. Cooper observed the window screen didn't slide out easy, you have to squeeze the screen away from the frame in order to get it out. Mr. Crain stated that when the windows were newly installed the screens were problematic because of a smell from the screens that attracted the squirrels. The squirrels were tearing through the screens. It was suggested that if new replacements screens are ever needed that the screens be treated with some sort of repellent to prevent the squirrels from tearing the screens open.
- Mr. Pena-Merejo went over the Collections Report (3 months ending March 30<sup>th</sup>).
- Arrears Report  
Management continues their efforts in collecting from the shareholders who owe small portions (2 or 3 months in arrears) while maintaining communication with the L&T lawyers. Shareholders that have parking, letters are being sent to them as a reminder that they need to be up to date with their maintenance.
- Management has been preparing trials with individuals who owe large arrears amounts. Management is working on succession rights for those that owe and are not the head of household, which becomes an issue in collecting maintenance from them. Right now, there is about 3 pending cases with succession rights issues.
- Rand Engineering  
Management has created a comprehensive list of apartments that appear to be experiencing water penetration from the exterior façade of the buildings. All apartments with water penetration have now been inspected by Rand. Rand Engineering will be working on a final report and a proposal with how to repair the structurally damaged units.
- IPNA  
Mr. Brown stated we have to see how much money we will get before we can talk about what we are going to do. We will have to prioritize what is the most important things we need when Management and HPD submit the IPNA to see how much money we will get back. All the board members agreed that the plumbing definitely is an important thing that is needed.
- Vacant Apartments  
Management has sent out another set of letters which Mr. Pena-Merejo is currently working on. 3 of these units have assigned applicants with paper work that has been sent out to HPD.
- Mr. Pena-Merejo stated that along with Ms. Wilkerson, they have been going around checking the apartments. 9 units are still being cleaned out. There is scope of works

done for each vacant unit that can be placed on the market at this time, which has been provided to 3 contractors. We are expecting proposals from each no later than the end of the month to commence restorations. There is still 14 units on the market.

- **Labor Agreement**

The Labor Attorney, Mr. Michael Rivituso has been in communication with the Local 621 Union representative Mr. Andrew Talamo. He is expecting to have an update on the negotiations by the end of the week. The Union is looking for a new 3 years Agreement due to the fact that last agreement was entered into until 2 years has already passed.

- Mr. Brown asked are we using the same rate from before. Mr. Cooper stated that this is our starting point. Mr. Brown stated that since we don't have the data yet we just want to know what the next amount will be, or will it remain the same, will there be an increase in their insurance, etc.

- **Commercial Space**

The Electricians have hooked up all loose wires, cables and fixtures. Mr. Cooper stated that the electricians should turn the meter on because it is the housing company's responsibility. Let the electricians put in the application and to turn on the meter with Con Edison.

- **Complete Projects**

Mr. Pena-Merejo stated that Buildings 321 and 325 has gotten an upgrade back door entry and laundry entrance with a new fob key pad. The stairwell from the 6<sup>th</sup> floor to the 4<sup>th</sup> floor has been completely restored in building 325 due to the fire that happened on the 4<sup>th</sup> floor.

- Building 349 hallway near the laundry room has also been painted. The apartment above the community room, management found the source of the leaks and emptied out the apartment. The Community Room has been newly renovated, floors stripped and waxed, ceiling tiles replaced, and upgraded the lights.

- **Elevator Floor Project**

Management and maintenance are gearing up to commence the restoration of the elevator floors one at a time. There are 4 elevators: 349, 353, 324, and 325.

Shareholders are to be on the lookout for when memos will be sent out sometime in May. Mr. Cooper stated that Management has a contraction company that specializes in doing elevator floors.

- **Parking**

Management has removed the parking spaces of 5 shareholders that were notified of their arrears and didn't satisfy their balance. We are preparing to send letters to all that are behind more than a month to ensure collection of payment. Management will be restoring the numbers in the parking lots and request that all shareholders update their parking contracts in order to obtain a new parking sticker. Shareholders will not be able to re-register their vehicle if they have arrears on their account.

- Management stated that the board should discuss how to handle those that have obtained parking through succession. The Board stated that shareholders with succession rights have the right to a parking space first over a new shareholder based

on HPD criteria. The Resolution was made: An applicant qualified for succession right based on HPD guidelines that person will also succeed to the parking space of the prior shareholder. Ms. Cook made the motion for the Resolution and Ms. Wilkerson seconded it. Mr. Brown asked; those in favor it was voted on unanimously by the Board. (Karol our Attorney was present).

- Elevator Test

Unitec the elevator service company has completed all inspections for category 5 years test and category 1 year test. All of the buildings have been done.

- Summer Youth Employee Program

The summer youth program will be starting July 1, 2025. We will be receiving a total of 12 youth workers. Mr. Brown will be meeting with them and he asked Mr. Crain and any other board members that are available to attend the meeting.

- Ms. Hall asked Management will the co-op be doing composting. Mr. Cooper stated that it's not clear if we will be doing composting yet. He stated a number of people all over are not complying and there isn't a law in place that can make people comply. Mr. Brown asked Mr. Cooper to send the board documentation about the composting.

#### Treasurer Report

- Mr. Brown asked Mr. Crain if he would be the Board Treasurer. Mr. Brown explained to Mr. Crain that (Mr. Brown, Ms. Hall and Mr. Crain) will have to go to the bank to do signature cards with a copy of the Board Minutes. He told Mr. Crain that he will help him. Mr. Crain stated that he will try and accepted the Treasurer position. Ms. Cook made a motion to nominate Mr. Crain to be the Treasurer and Ms. Brown seconded it. The board members voted unanimously.
- Mr. Brown told Mr. Cooper that the Collections Budget is conflicting information. He said that we need to get accurate numbers to do our budget. Mr. Cooper stated that it is based on guidelines by HPD.
- Ms. Robinson asked Management if they could have their company comptroller to come in and meet with the Board. Mr. Cooper said he will give it a shot.

#### President's Report

- Mr. Brown nominated Ms. Culpepper because he needs help and he knows that Ms. Culpepper is a knowledgeable individual that would be helpful to the board. He stated that everyone on the board said they were going to step up and do their duties that they are responsible for, but board members weren't doing them. There was no documentation given to show that their duties are being followed. Mr. Brown admitted he did the nomination wrong and HPD said it was wrong also. Ms. Robinson stated that the vote that was taken to appoint Ms. Culpepper to the board, HPD ruled that it was improper because it wasn't in compliant with by-laws that requires every board member to be present when the vote is taken. Ms. Culpepper position was withdrawn based on the HPD by-laws. Ms. Cook stated that she e-mailed Mr. Brown her information for her duties. Mr. Cooper stated he will give us the website tomorrow 4/9/25.

#### Financials: No Reports

**Committee Reports: None**

**Finance Committee: None**

**Resale Committee: None**

**Old Business: None**

**New Business:**

- Ms. Cook asked Ms. Robinson (Attorney) is it legal for Ms. Brown (board member) to go through the files that the prior management threw into boxes, which could contain any shareholders personal information? Ms. Robinson stated that it is not legal. Ms. Robinson told Ms. Brown she doesn't want to be near anything that is a conflict that you have looked at a shareholder's record. Mr. Brown told Ms. Brown she can no longer do the filing. Mr. Cooper was told that the cooperative paid \$17,000.00 to management to get the filing of these records done. Mr. Cooper said he will speak with Mr. Chen about this issue.
- Mr. Brown asked Ms. Cook to find out from Management about scheduling a Shred Day for the co-op. Mr. Brown told Ms. Cook to send an e-mail to Management. When this is set up letters will be sent out to the shareholders with the information.
- Mr. Brown asked let's work together to make things better for the co-op, we have to be united.

**Follow-up Items: None**

**Motions:**

A resolution for succession parking was made. Ms. Cook made the motion and Ms. Wilkerson seconded it.

**Adjournment:**

The Meeting was adjourned at 9:35 p.m. by Mr. Brown.

**Respectfully Submitted**

**Katherine Hall  
Board Secretary**

