

MINUTES OF THE
RIVER PLACE NORTH HOUSING CORPORATION
February 17, 2004
Arlington, Virginia 22209

CALL TO ORDER: President Hashmat Ali called the meeting to order at 6:00 p.m. in the Lobby Conference Room, 1121 Arlington Boulevard, Arlington, Virginia.

Directors Present: Mr. Hashmat Ali, President
Mr. Brian Fredericks, Vice President
Mr. Andrew Spell, Treasurer
Ms. Nancy D. Joyner, Secretary
Mr. Omer Malik, Director
Ms. Jessica Hollander, Director
Mr. Assem Iskander, Director

Directors Absent: None.

Management: Ms. Donna Cooper, Building Manager

Residents: None.

Others: Ms. Barbara J. Bunce, Recording Secretary
Ms. Shelah Lynn, Legal Counsel

APPROVAL OF AGENDA: Mr. Ali asked the Directors to approve the agenda. The Board decided to limit the Agenda to the Update on the Carpet, Interior Designer Proposals, Architect Proposals, Annual Shareholders Meeting, and the FY 2004/2005 Budget. All other items are tabled for the next Board meeting on March 16, 2004.

APPROVAL OF MINUTES: Mr. Ali asked the Directors to approve the minutes from the January 20, 2004 meeting.

(M) Mr. Spell motioned, Ms. Joyner seconded, to approve the minutes. The motion passed with Mr. Iskander and Mr. Malik abstaining.

(M) There was a motion by hand to move to Executive Session.

(M) There was a motion by hand to move out of Executive Session to the Regular Meeting at 6:50 p.m.

UNFINISHED BUSINESS:

Update on Carpet: Ms. Cooper stated that she had asked Directors via e-mail to look at the sheared carpet to determine if it is acceptable. There was general consensus among the Directors that the carpet is not acceptable and they are dissatisfied with the time it is taking to resolve the issue with the contractor. Ms. Cooper pointed out that except for the discrepancy in color, the carpet is the design and quality that was approved by the Board at the August 19, 2003 Board meeting. Mr. Ali and Mr. Spell suggested that we may be able to get another carpet from the contractor already in stock that would be acceptable to the Board. Ms. Cooper was directed to draft a letter canceling the contract with Commercial Carpets of America and requesting a refund of the deposit.

Interior Designer Proposals: Ms. Cooper stated that she contacted several interior design firms and she met with two that were within the budget set by the Board and were interested in the project. Mr. Ali stated that past practice has been to procure three bids. The Board directed Ms. Cooper to procure an additional bid and present it at the next Board meeting.

Architect Proposals: Ms. Cooper stated that she procured two bids from architectural firms to work on the redesign of space and the loading dock. Ms. Cooper requested the Board to recommend additional architects to procure a third proposal. Mr. Spell suggested that the architect contracted to redesign the Entertainment Center could provide the third bid. Mr. Ali requested that the Scope of Work be decreased and that the architect provide drawings for the redesign and RPNHC will submit the drawings to Arlington County for approval. Ms. Joyner stated that Ms. Cooper had followed previous Board direction for the Scope of Work which is reflected in the architects' proposals. The Board will provide Ms. Cooper with an amended scope of work and instructions to convey to the architects. The Board requested Ms. Cooper to schedule a meeting with the Board, the architects and interior designers to narrow the scope and understanding of the work to be done.

Annual Meeting of Shareholders: The Annual Shareholders Meeting is scheduled for Tuesday, March 30, 2004. Ms. Lynn noted that there are three (3) Board vacancies and three (3) candidates; therefore, there is no need for an election, but simply an acclamation at the meeting. It is necessary, however, to include the ballot and proxy in the meeting notice to Shareholders. The acclamation of candidates would reduce costs by alleviating the need for Goldklang Cavanaugh to count ballots. Ms. Lynn reviewed the amendments for vote at the 2004 Annual Shareholders Meeting. The Board also agreed that amendments for consideration before the Annual Shareholders Meeting must be submitted to the Board for review and recommendation prior to the final annual meeting notice to prevent instructed voting. Discussion ensued regarding the amendments passed at the 2003 Annual Shareholders Meeting. Ms. Lynn recommended that the amendments could be edited to improve the legal language. She also requested the Board review those amendments and provide any comments. Ms. Lynn will e-mail her suggestions to Ms. Cooper for dissemination to the Board.

Budget for FY 2004/2005: The Board reviewed salaries and compensation packages for RPNHC employees. The Board also reviewed the lobby desk to determine if hours could be adjusted, particularly on the weekends. Mr. Spell noted that assessments have not increased in three years while utility costs have continued to rise. In addition, our assessment to the Owners Association has increased. Ms. Cooper stated that decreasing staff and employee compensation may not be the best way to offset these increases. Ms. Cooper stated that she would review the compensation packages and discuss options with employees to include the cell phones, medical benefits, and housing benefits. The Board added \$10,000 to the budget which would come from in-house maintenance fees. Ms. Cooper will develop a list of maintenance services and fees for Board review and approval.

(M) Mr. Spell motioned, Mr. Fredericks seconded, to approve the Budget for FY 2004/2005 as amended. The motion failed.

(M) Mr. Iskander motioned, Mr. Ali seconded, to delay approval of the budget pursuant to Ms. Cooper's discussion with Mr. Breda regarding housing compensation. The motion failed.

(M) Mr. Spell motioned, Ms. Joyner seconded, to adjourn the Board of Directors meeting at 10:20 p.m. The motion passed unanimously.

Respectfully submitted,

Nancy D. Joyner, Secretary

Date Approved

Attested by: _____
Barbara J. Bunce, Recording Secretary