

Board Meeting Minutes

April 24, 2024 Board Meeting Minutes

**PARKFAIRFAX CONDOMINIUMS
BOARD OF DIRECTORS
MEETING**

**April 24, 2024
3360 Gunston Road:
Alexandria, VA 22302**

ATTENDANCE:

Directors Present: Scott Mulrooney, President; Mike Rothenberg, Vice President; Dave Bush, Treasurer; Jeff Lisanick, Secretary; Scott Buchanan, Amanda Mullan, Marieke Johnson, Matthew Larson, and Jim Wicker, Directors.

Others Present: Francisco Foschi, General Manager, Dana Cross, Assistant General Manager, Donna Young, Recording Secretary.

CALL TO ORDER:

President Buchanan called the Board meeting to order at 7:00 p.m., with nine (9) members of the Board in attendance. Mr. Buchanan welcomed everyone to the meeting.

APPROVAL OF THE AGENDA:

- (R) MOVED by Mr. Bush, SECONDED by Mr. Lisanick, under Matters for Board Discussion, strike Tab 10, Seating Areas and add in Budget Revisions. The motion passed (5-4-0). Mr. Buchanan, Ms. Mullan, Ms. Johnson, and Mr. Larson opposed.**
- (R) WITHOUT OBJECTION under Matters for Board Discussion, Mr. Larson removed Tab 11, Communications Survey Results and Recommendations; this matter will be added to a future agenda.**
- (R) WITHOUT OBJECTION, Mr. Buchanan MOVED to adopt the agenda as amended. The motion passed by unanimous consent (9-0-0).**

ELECTION OF OFFICERS – 2024-2025 TERM:

Mr. Buchanan stated unless there's an objection, I think a lot of people indicated they wanted to have a discussion at this meeting prior to the election of officers, so in order to accomplish that objective we'll have 10 minutes of open discussion, and then we'll entertain motions. Mr. Dave Bush stated that he objects to the open discussion.

- (R) MOVED by Mr. Buchanan, SECONDED by Mr. Larson, to have an open discussion prior to the election of officers. The motion passed (5-4-0). Mr. Bush, Mr. Lisanick, Mr. Rothenberg, and Mr. Wicker opposed.**

DISCUSSION:

Mr. Rothenberg shared why he would nominate Mr. Scott Mulrooney as President of the Board: He stated because of his experience in roofing issues and buildings which are big challenges for us, and his leadership is critical, and he can help guide us.

Mr. Buchanan stated I'm going to have a challenge, not because I disagree with other people, but because we have officers that have never served on the board before especially in functions like president or treasurer, we need people with a lot of knowledge coming into those roles. Since I don't know some of the Board members well, I most like will Abstain on the votes for officers, and this is the challenge for me.

Mr. Larson stated that his preference is temperament, confidence, and experience. I'll take any sort of combination of that, but I also understand that this is going to be a very difficult officer set to put together, and my general thoughts is that I have a preferred group that I know that I would feel comfortable working with, and if I'm not working with that group, I think there is value in seeing that full set of fresh faces. And if that's going to be the leadership direction we need to go in, I'm more than willing to work with whatever kind of a make up in the composition of the Board of Officers there is, but I'll be hard pressed for myself to sit as an officer in that role.

Ms. Mullan stated I would just like to speak about the role as treasurer, it's a large role and time commitment. It involves being familiar with the budget on a monthly basis, so from my perspective, I would have a really hard time with a board that is inexperienced. With regards to how Park Fairfax runs, the president and the treasurer work very closely together. I am a professional person who has a life, and who would like to not be stressed out for the next year so respectfully I will not serve as treasurer under a board where the President is inexperienced. It would be too much to ask of me. I just wanted to let everybody know my decision. I'll expand the wisdom; I am not going to serve on the Board as an officer with Director Bush or Director Lisanick.

Mr. Wicker shared this is my first time serving on the Board, so clearly, I don't think I'm qualified, we have a lot of other people with good experience who'd be very well qualified to serve in any of the roles. For myself, I'm not seeking an officer position.

Mr. Lisanick stated I agree with Amanda, you have to have a financial background, you have to be familiar with the condominium, with the expenses, with the age of the condominium, and the challenges it presents.

Mr. Buchanan stated if there are no other comments, the floor is open for motions.

(R) MOVED by Mr. Rothenberg, SECONDED by Mr. Bush, to nominate Mr. Scott Mulrooney as President of the Board. The motion passed (5-2-2). Ms. Johnson and Ms. Mullan opposed. Mr. Buchanan and Mr. Larson abstained.

Mr. Buchanan announced Mr. Mulrooney as President of the Board and stated he will now turn the floor and the Chair over to Mr. Mulrooney. Mr. Mulrooney thanked Mr. Scott Buchanan for his service, and stated that I for one thank you, you run a great meeting and I thank you for your leadership. Mr. Mulrooney further shared that even though people have very strong personal opinions on both sides, I'm hoping that we can all coalesce around the idea that we want the betterment of Parkfairfax and how we get there obviously is by different routes, but I think we all have the same goal in mind and hopefully we can keep some of the hurts in the past and look forward to the future, and I speak for myself as well.

(R) MOVED by Mr. Mulrooney, SECONDED by Mr. Wicker, to nominate Mr. Mike Rothenberg as Vice President of the Board. The motion passed (5-2-2). Ms. Johnson and Ms. Mullan opposed. Mr. Buchanan and Mr. Larson abstained.

(R) MOVED by Mr. Bush, SECONDED by Mr. Rothenberg, to nominate Mr. Jeff Lisanick as Secretary to the Board. The motion passed (5-4-0). Mr. Buchanan, Ms. Mullan, Ms. Johnson, and Mr. Larson opposed.

Mr. Buchanan shared his concerns regarding the nomination of Mr. Lisanick as Secretary to the Board. He further stated that he would have challenges with Mr. Lisanick in any meaningful and potential signatory authority role for the association. Mr. Larson stated that he agrees.

(R) MOVED by Mr. Lisanick, SECONDED by Mr. Rothenberg, to nominate Mr. Dave Bush as Treasurer to the Board. The motion passed (5-4-0). Mr. Buchanan, Ms. Mullan, Ms. Johnson, and Mr. Larson opposed.

Mr. Lisanick shared that you need to have a thorough working knowledge of Parkfairfax and he does not know anyone who has lived here for 68 years who that would not apply to. Mr. Bush would do a fantastic job as Treasurer and custodian of the Associations finances.

Mr. Buchannan stated he opposed Mr. Bush serving in the role as treasurer, when he served as treasurer in the past the Associations finances was in a massive financial disarray; that's a past I do not want to return to.

Mr. Bush stated to Mr. Buchanan, you're wrong. The last time I served as treasurer was 1985, I brought in 2 budgets of a \$300,000 surplus each and we had reserves that were far more than adequate. The time that Mr. Buchanan is talking about is in 2015 when I served on the Board when we were down to \$156,000 that we had to rebuild.

Mr. Larson stated as I said earlier the values that I'm looking for are temperament, experience, and confidence. I think electing Dave Bush into this position would be a mistake, if we go with a different direction, I think we will find a better result. I encourage us to tread softly here and think long term, but I will not be voting in support of this this motion.

Ms. Mullan shared that some of or most of the people at this table elected me or helped me run the first time on the philosophy of needing to improve the financial management of Parkfairfax to develop a long term vision for our budget, and to build up reserves, and I find it very fascinating now that those folks that joined me on the board are going to put the association in a position to undo all the work that I/We have spent the last 2 years doing and that makes me very sad. Just a friendly reminder to the folks joining the Board you are fiduciaries to the Association in perpetuity, not to the current owners.

Ms. Johnson stated Mr. President I can appreciate the desire to leave the past in the past and look in the rear-view mirror, unfortunately the past does dictate the future. We have folks on this board try to convince members to run for the board and they won, and then conveniently, when they are no longer needed, or of use they are thrown away, so unfortunately I will not be supporting this motion, and though it may seem easy to say that right now we are not going to make financial decisions the moment after this is done we do make decisions as a board collectively and they will have financial repercussions. I understand what is going on, I understand what budget revisions we are potentially going to discuss, and I am firmly against this motion.

APPROVAL OF THE DRAFT FEBRUARY 21, 2024, BOARD MEETING MINUTES AND THE MARCH 20, 2024, BOARD MEETING MINUTES:

- (R) **WITHOUT OBJECTION, Mr. Buchanan MOVED to approve the February 21, 2024, Board Meeting Minutes as amended. The motion passed unanimously (9-0-0).**
- (R) **WITHOUT OBJECTION, Mr. Buchanan MOVED to approve the March 20, 2024, Board Meeting Minutes as amended. The motion passed unanimously (9-0-0).**

RESIDENTS FORUM:

Homeowner (Peter Ferrell) stated these comments are based on fiduciary responsibility, if the Board of directors have a fiduciary responsibility to the Association, one of the things that is taken into account by insurance companies is directors and officers insurance to the fact that the Board just elected Jeff Lisanick, a convicted felon of financial crimes to an officer position on this board of directors in a sense that elevates the risk that our insurance company may drop or increase coverage altogether, or increase the premiums of our directors and officers insurance. Because of that very fact, talk about the risk management or the lack thereof that could happen with this. This is something that most Associations don't allow to happen by practice because of the insurance risks that are associated with it.

Mr. Lisanick responded Peter is correct, that in 1985, I had some legal issues when I was 19 years old, almost 40 years ago and I have been completely rehabilitated and have had my rights restored by the Governor of the State of Virginia.

COMMITTEE REPORTS:

Mr. Bush shared concerns regarding tree limbs hanging over the tiles of the roofs and the possibility of breakage. Mr. Bush inquired between management, the landscape committee, and an arborist, is there a chance to go around and check every building and come out with a report regarding what we are doing and/or can do to prune these trees back or take them away from the rooftops, so they won't break any tiles if they start to fall, especially those that are dead or dying.

Ms. Robin Davis responded that the Landscape Committee and management are looking to put together a Request for Proposal (RFP) to retain a tree company to have as a commentator because we do not have an arborist. Ms. Davis stated this is a huge problem because one of our biggest assets is the trees, so we are working to get that together now. Mr. Mulrooney provided example pictures of trees being cut back to prevent further damage of roof tiles.

GENERAL MANAGER'S REPORT:

USP Program Changes: Mr. Foschi reported that the Management staff are consolidating a maintenance repair schedule to present to the Board at the May 15, 2024, Board meeting for discussion and feedback.

Roof Pilot Project Completion: Mr. Foschi provided an update on the project and shared the proposed path for moving forward with the project. Mr. Foschi stated that the scope is to do two sample buildings, one terracotta and one synthetic so we can see and learn about both products, and based on that experience, design a path to move forward with other replacements. Mr. Larson and Mr. Buchanan both stated that the Board needs to move forward with this project. The Board further discussed material selections, cost and benefits, warranties, the

selection of a nonresidential building, etc. Mr. Mulrooney shared his thoughts on the project and its direction and stated we have a lot to learn, not just on cost. Mr. Mulrooney stated that he is opposed to hiring Walker Consultants, he thinks they are the wrong company for this. After further discussion, the Board consensus is to revisit this matter at the May 15, 2024, Board meeting for further discussion and a more in-depth presentation.

MATTERS FOR BOARD DECISION:

February 2024 Reserve Expenditures:

- (R) **MOVED by Mr. Bush, SECONDED by Ms. Johnson, to approve the February 2024 Reserve Expenditures in the amount of \$175,040.48, with funds to come from GL 9901.015, Reserve Expenditures. The motion passed unanimously (9-0-0).**

Ms. Marieke Johnson stated the following: I'm going to be resigning effective immediately. I'm sorry I have issues and conflicts with several of the officers and how they're serving, and the positions they're going to be serving in working with the elections committee. I just don't think I'm going to be able to do this moving forward, the lack of voices in this community that are represented and that there is one voice that clearly picks out 3 officers, and 3 candidates. So, I do apologize, but unfortunately, I think my time here is done.

[The resignation of Director Marieke Johnson brings the number of Board members present to eight (8).]

Mr. Bush stated that a notice should be placed in the weekly blast to recruit interested parties from Ward 2 for the position on the Board; this matter will be revisited at the May 15, 2024, Board meeting.

Appointment of Board Liaisons to Individual Committees:

- (R) **MOVED by Mr. Mulrooney, SECONDED by Mr. Buchanan, to approve the following Board Members as Liaisons to the following Committee's for the Board Term of 2024-2025. The motion passed (6-2-0). Mr. Buchannan and Ms. Mullan opposed.**

Activities Committee	-	Amanda Mullan
Architecture & Planning Board	-	Scott Mulrooney
Building & Utilities Committee	-	Mike Rothenberg
Communications Committee	-	Matthew Larson
Covenants Committee	-	Scott Buchannan
Elections Committee	-	Jeff Lisanick
Finance Committee	-	Dave Bush
Landscape Committee	-	Mike Rothenberg
Recreation Committee	-	Jim Wicker
Transportation & Land Use Committee	-	Jeff Lisanick

Additional Pet Application – 3264 Valley Drive:

- (R) **MOVED by Mr. Bush, SECONDED by Mr. Wicker, to approve an additional pet at 3264 Valley Drive. The motion passed unanimously (8-0-0).**

MATTERS FOR BOARD DISCUSSION:

Ratify Vote re: Late Fee Suspension – Barkan Accounting Software Transition: This matter is brought before the Board to ratify a previous electronic vote taken via email by the Board. Mr. Buchanan provided an overview/description of what the late fee suspension – Barkan accounting software transition entails.

- (R) **MOVED by Mr. Bush, SECONDED by Mr. Lisanick, to ratify the electronic vote taken to regarding the Barkan accounting software transition fee suspension for the month of April 2024. The motion passed unanimously (8-0-0).**

2024/2025 Budget/Elections Proposed Schedule: The Board discussed the matter and proceeded to vote on the matter as follows:

- (R) **MOVED by Mr. Larson, SECONDED by Mr. Rothenberg, to approve the 2024/2025 Budget/Elections Proposed Schedule as presented in the Board package with the addition of a 5-Year Budget Workshop to be held on July 13, 2025. The motion passed (7-1-0). Mr. Bush opposed.**

Administrative Resolution #14 Board of Directors Rules & Regulations: The Board discussed the matter and proceeded to vote on the matter as follows:

- (R) **MOVED by Mr. Bush, SECONDED by Mr. Buchannan, to approve Administrative Resolution #14, Directors Rules & Regulations as amended to reflect the new Board meeting dates of June 26, 2024, and December 11, 2024. The motion passed unanimously (8-0-0).**

Mr. Buchanan also pointed out that the contract expenditures that Management has in between meetings without Board approval changes.

AR#2 – Holiday Decorations Update: Mr. Buchannan provided an overview, and stated this item was brought forward to make recommendations about modifying our holiday decorations Policies in AR#2 regarding excessive decorations that have continued and are still up. This matter will be revisited at the May 15, 2024, Board Meeting after review by the new Board members, for discussion and possible decision.

Budget Revisions: Mr. Bush placed a suggestion before the Board to make an adjustment to the budget that would direct the manager to sell 2 one-bedroom units rather than a 3-bedroom unit and a 1-bedroom unit because then the person in the 3-bedroom unit doesn't have to move. Mr. Bush stated that he does not understand why this would not be a viable action. Mr. Buchannan, Ms. Mullan, Mr. Larson, and Mr. Lisanick provided their comments regarding Mr. Bush's request. Mr. Bush asked for an appraisal so that it is known what the unit(s) are worth exactly. After further discussion and recommendations. This matter will be revisited at the May 15, 2024 Board meeting for further discussion.

MATTERS FOR BOARD INFORMATION:

May 15, 2024, Agenda Items: Any additions to the agenda should be submitted before the May 15, 2024, Board meeting.

MOVE INTO EXECUTIVE SESSION:

- (R) **MOVED by Mr. Bush, SECONDED by Mr. Lisanick to recess Open Session at 9:08 p.m., and convene in Executive Session to discuss personnel, legal, or contractual matters, as permitted by subsection (C) of Section 55-79.75 of the Code of Virginia. The motion passed unanimously (8-0-0)**

MOTION TO LEAVE EXECUTIVE SESSION:

- R) **MOVED by Mr. Bush, SECONDED by Mr. Lisanick to leave Executive Session at 9:19 p.m. The motion passed unanimously (8-0-0)**

ACTIONS TAKEN AFTER EXECUTIVE SESSION:

- (R) **MOVED by Mr. Bush, SECONDED by Mr. Lisanick, accept Legal Counsels recommendations as discussed in Executive Session with the condition that the unit owner signs a promissory note. The motion passed unanimously (8-0-0).**

MOTION TO ADJOURN THE MEETING:

- R) **WITHOUT OBJECTION Mr. Mulrooney adjourned the meeting at 9:19 p.m. The motion passed by unanimous consent (8-0-0).**

Meeting Adjourned at 9:19 p.m.