

River Place Owners' Association
Final Minutes from the Board of Directors' Meeting
Thursday, February 17, 2022

In Attendance – Board of Directors

Sabrina Faber – President (Director, North)
Anthony Priest – Vice President (Director, East)
Pat Fairman – Director (President, West) (arrived at 12:12 p.m.)
Richard Hess – Director (Parcel 5 Commercial Representative)
James Marandi – Director (Director, South/Parcel 5 Commercial Representative)
Jim Wolf – Director (Parcel 5 Commercial Village Representative)

Not In Attendance – Board of Directors

Lauren Hall – Secretary (Secretary, South)
Troy Dibley – Treasurer (Non-Voting Member)

In Attendance – Property Management and Guest

Terry Presmont, General Manager
Donna Alcorn, Rust Insurance

I. Call to Order

A meeting of the River Place Owners' Association Board of Directors was held on Thursday, February 17, 2022. To accommodate a change in availability, the meeting was moved from its regularly scheduled time of 6 p.m. local time to 12:00 p.m. EST. The meeting was convened via Zoom conferencing. Board President Sabrina Faber called the meeting to order at 12:09 p.m.

II. Approval of the Agenda

Mr. Marandi moved to approve the agenda as amended. M. Wolf seconded. The motion carried unanimously (6-0-0).

III. Old Business

1. FY 2022-2023 operating budget, group health insurance renewal: The Board discussed the Compensation Committee's recommendation for the staff health insurance policy due for renewal with its employee health insurance representative Donna Alcorn.

MOTION: Mr. Hess moved the Committee's recommendation as amended such that:

- i) benefits plan includes health, dental, vision, life insurance, supplemental insurance;**
- ii) referrals are required for health insurance;**
- iii) OA/employee premium contribution ratio is 95%:5% with employee contribution divided evenly among employees;**
- iv) vision provider changes to VSP;**
- v) minimal life insurance paid by OA;**
- vi) 100% employee-paid supplemental insurance plan.**

Mr. Wolf seconded. The motion passed with one abstention (5-0-1).

IV. Approval of Minutes

MOTION: Mr. Hess moved to approve the revised draft meeting minutes for December 28, 2021 as amended. Mr. Marandi seconded. The motion passed with none opposed and one abstention (5-0-1).

V. Reports

1. President's Report: A President's Report was foregone due to time constraints.

2. Manager's Report: Ms. Presmont highlighted a few items from the written management report, including those below, which resulted in a vote or a board-directed action item for management.

i – There was a request to allow a bathroom and related plumbing to be pursued in the former valet space.

DECISION: The Board agreed to table consideration of the request until a proposal, which lays out all the facts, including costs and a commitment to amend the operating agreement with fees that would go to the OA, is provided.

ACTION: Mr. Wolf to communicate the Board's decision.

ii – There was an interest in revisiting the mask requirement in the fitness center considering governmental changes regarding masks.

MOTION: Mr. Wolf moved to change the policy requiring the wearing of masks in the fitness center to one that recommends the wearing of masks in the fitness center. Ms. Fairman seconded. The motion passed with one opposed (5-1-0).

3. Committee Reports:

i – Parking Committee: Mr. Marandi reported: i) a challenge regarding the new parking system is being worked through, and ii) Mr. Wolf will present findings to the Committee.

ii - Ground Lease Strategy Committee: Mr. Marandi reported meetings are being scheduled to discuss ideas being explored.

iii – Joette Waters Memorial Garden Committee (ad hoc): Ms. Presmont reported the Committee is in the process of selecting a designer.

iv – Compensation Committee: It was reported the Board addressed all matters ripe for Board discussion that precipitated from Committee meetings to date. See also Old Business item 1.

v - Amenities Advisory Committee It was reported the Committee will next meet in March and that there are no other updates.

vi- Insurance Committee See New Business (items 1-3).

4. Treasurer's Report: There was no Treasurer's Report due to the Treasurer not being present and a Financials Report was not otherwise presented.

VI. Old Business, continued

1. Cameras & access control: The Board had been debating options for upgrading the campus monitoring system. Management recommended Kastle as the more competitive solution.

MOTION: Mr. Marandi moved that the Board follow the manager's recommendation to contract with Kastle in a phased approach to improving the campus monitoring system. Ms. Fairman seconded. The motion passed with one abstention (5-0-1).

2. FY 2022-2023 operating budget: See III-1, Old Business...group health insurance renewal.

3. Reserve study update: The Board was presented with options as to whether to retain the inflation rate incorporated in the reserve study, and it was noted that studies show scenarios with and without an inflation rate.

MOTION: Mr. Priest moved to retain the planned inflation rate in the study. Ms. Fairman seconded it. The motion carried unanimously (6-0-0).

4. Asphalt, concrete, and sidewalk repairs: Ms. Presmont reported previously approved sidewalk repairs are due to begin the week of February 21st and a scope of work for asphalt repair is being developed.

5. Garage scrubber: Ms. Presmont is soliciting two additional bids for the garage scrubber recommended following completion of the MP garage.

6. 2022 landscape plan: Management is anticipating a proposal from a landscaping vendor.

7. FSR contract renewal: Management is anticipating the updated financial management contract for renewal by April 30th.

8. Gate replacement: Management is facilitating electrical work necessary to replace the gate system.

VII. New Business:

1. River Place appraisal: It has been recommended that the OA secure an updated valuation of the campus' structures to determine replacement cost for the master insurance policy.

MOTION: Mr. Hess moved that the Insurance Committee and Land Lease Strategy Committee have permission to pursue a competitive process by mid-April to solicit data from appraisal firms. Mr. Marandi seconded. The motion passed unanimously (6-0-0).

2. Contractor indemnification policy: It has been recommended that the OA establish a policy that requires contractors working on the property to require workman's compensation and liability insurance and indemnify and hold harmless the OA. Board members are concerned about the burden on community members. An initial recommendation, based on the insurance agent's recommendation but with limited applicability and stated as follows, was proposed to make progress while more information is pursued:

*“**Targeted Contractors:** To establish a reasonable threshold of applicability, this policy is ONLY directed toward contractors that deal with major ‘shared systems’ (i.e., electricity, plumbing, common wall/ceiling/floor modifications) where work could impact multiple units. This policy is NOT directed to handyman-style repairs, housekeeping services, painters, caulkers, locksmiths, internet installers and home decorators (i.e., Mom & Pop-style service providers).*

Contractor Requirements ...RP Contractors shall agree to and provide proof of the following coverage:

- **Indemnification:** *The Contractor shall be fully liable for, and hereby indemnifies and agree to hold harmless ... River Place Owners Association, its Board of Directors, agents and unit owners from any and all injuries, damages, cause of action, claims or obligations any consequential and incidental damages arising out of [or] related to any acts, omissions or negligence on the part of the Contractor, its agents, subcontractors, or employees of any person or firm under its control under the Agreement.*
- **Workmen's Compensation Insurance:** *The Contractor shall carry all workmen's compensation insurance required by Virginia law and shall furnish a certificate to [RPOA] evidencing this insurance prior to commencing any work to be performed under the Agreement and certificate of insurance shall specify that [RPOA] shall receive at least thirty (30) days prior written notice of any modification, cancellation or other termination of said insurance.*
- **Liability Insurance:** *The Contractor shall, for itself and its subcontractor, agents, and employees, carry liability and personal injury insurance with a reputable insurance company, licensed to do business in Virginia. The amount of such insurance liability coverage regarding liability for damage to Property shall be at least One Million Dollars (\$1,000,000.00) and regarding liability due to injury or death of a person shall be at least One Million Dollars (\$1,000,000.00). The Contractor shall furnish a certificate to [RPOA] evidencing this insurance prior to commencing any work to be performed under the Agreement. The insurance shall identify...RPOA as an additional insured and shall specify that [RPOA] shall receive at least thirty (30) days prior written notice of any modification, cancellation or other termination of said insurance.*

Process Steps:

1. *Initial Contractor Contact: In dealing with potential contractors, all RP [involved parties] shall ensure contractors meet all ‘Contractor Requirements’, and instruct contractors to visit the RPOA Office, for processing, prior to any work.*
2. *RPOA Patrol and Building Managers, upon determining a contractor is entering the RP campus, shall instruct the contractor to report to the RPOA Office for processing.*
3. *RPOA staff, upon meeting with contractors shall: confirm ‘Contractors Requirements’ are met; complete [Indemnification, Workman's Compensation Insurance and Liability Insurance Processing Form] with the contractor; and submit [the form] to the RPOA General Manager (GM) for processing.*

4. RPOA GM shall review all [such forms] received; maintain a data base of all [such forms]; and, report to the RPOA [Board], Building Mangers, and Commercial Property Owners/Renters on follow up actions, as needed.”

MOTION: Mr. Hess moved that the recommendation be approved in a manner such that it is targeted at only contractors who are doing work on major shared systems with the potential to impact multiple units. Mr. Marandi seconded. The motion passed with one opposed and one abstention (4-1-1).

3. 2022 pool contract: The Board was due to approve a vendor to operate and maintain the pool for the upcoming season.

MOTION: Ms. Faber moved to approve a contract with Deep Blue Aquatics to operate and maintain the pool for \$67,238 (which includes two additional weekends following Labor Day subject to lifeguard availability) for the upcoming season. Mr. Marandi seconded. The motion passed unanimously (6-0-0).

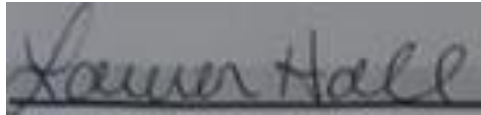
4. Office computers: Management requested the Board authorize the two-months-early reserve fund purchase of three computers running Windows 11 for \$1200 each to be responsive to current OA staff needs.

MOTION: Mr. Priest moved to approve the request to allow the early reserve purchase of computers for \$3600 pending authorization of Mr. Dibley. Mr. Hess seconded. The motion passed unanimously (6-0-0).

VIII. Adjournment

MOTION: At 1:50pm EST Mr. Marandi moved that the meeting adjourn. Mr. Wolf seconded it. The motion carried unanimously (6-0-0).

Attested By:



Board Approval Date:

3/18/2022

Lauren Hall, Secretary
River Place Owners’ Association Board of Directors