

**River Place Owners' Association**  
FINAL Minutes from the Board of Directors' Meeting  
Thursday, June 18, 2020

**In Attendance – Board of Directors**

Pat Fairman – President (President, West) (In Person)  
Lauren Hall – Vice President (Parcel 5 Representative) (In Person)  
Sara Shahade – Secretary (Director, South) (In Person)  
Sabrina Faber - Director (Director, North) (Via Zoom)  
Janice Mays – Director (President, South/Parcel 5, Commercial Village Representative) (In Person)  
Anthony Priest – Director (Director, East) (Via Zoom)  
Richard Villegas – Director (Director, Parcel 5/Commercial Representative) (Via Zoom)

**In Attendance - Non-Voting Member**

Troy Dibley – Treasurer (via telephone) (Via Zoom)

**In Attendance – Property Management and Guest Presenters**

Nafeesa Saafir – Acting General Manager (In Person)  
Michael Gartner, Attorney from Whiteford, Taylor & Preston, LLP (Via Zoom)  
Joe E. Rice, Agent from the Joe E. Rice Insurance Agency (Via Zoom)

**I. Call to Order**

A meeting of the River Place Owners' Association Board of Directors was held on Thursday, June 18, 2020. As a result of COVID-19, the meeting was convened with some Board members and Acting General Manager Nafeesa Saafir physically in the South Building's Entertainment Center, and other Board members and guest presenters in attendance via Zoom conferencing. Board President Pat Fairman called the meeting to order at 6:04 p.m.

**II. Election**

**MOTION:** Nominations were raised for Pat Fairman and Lauren Hall to serve as President of the OA Board of Directors. Upon a vote, Pat Fairman was appointed to continue serving as President of the OA Board of Directors by a vote of four in favor, three opposed (Lauren Hall, Sabrina Faber, and Anthony Priest), and one abstained (4-3-0).

**MOTION:** Lauren Hall was nominated to continue serving as Vice President of the OA Board of Directors. The motion was seconded, and the motion carried unanimously (7-0-0).

**MOTION:** Pat Fairman nominated Troy Dibley to continue serving as Treasurer of the OA Board of Directors. Janice Mays seconded, and the motion carried unanimously (7-0-0).

**MOTION:** Richard Villegas nominated Sara Shahade to serve as Secretary of the OA Board of Directors. Janice Mays seconded, and the motion carried unanimously (7-0-0).

**III. Presentation - Legal and Insurance Perspectives on COVID-19**

Joe R. Rice presented information about the OA's insurance coverage related to COVID-19. Mr. Rice reported he has not seen any COVID-19 lawsuits for any of his clients to date. Directors & Officers Insurance will not cover allegations of bodily injury or property damage. Rather, D&O insurance only covers liabilities for decisions made on behalf of the Association. It is likely that all association policies will include an exclusion in the future.

With regard to opening the River Place swimming pool, Mr. Rice stated most of his Virginia association clients are leaning toward opening their pools in 2020, while his D.C. association clients are leaning toward not opening in 2020. Conversely, Attorney Gartner stated most of his Virginia clients are leaning towards not opening their pools in 2020, or at least remaining closed through Phase 2 of Virginia's re-opening plan. Attorney Gartner offered the legal opinion that it is not worth the risk of opening the River Place pool during the 2020 pool season, as it would be difficult to meet the guidelines; and he would not want the Association to open itself up to potential litigation.



Attorney Gartner announced Governor Northam released the Phase 3 guidelines late in the afternoon on Thursday, June 18, 2020. The guidelines indicate that the earliest possible date that the State of Virginia could enter Phase 3 would be Friday, June 26, 2020. However, the exact Phase 3 date has not yet been announced.

Mr. Rice and Attorney Mike Gartner discussed exclusions associated with COVID-19; the probability of someone winning a lawsuit involving COVID-19; the potential drawbacks and logistics associated with opening the River Place swimming pool and fitness center. The Board also discussed whether it would be possible to provide a refund to shareholders for pool funds that are not used in 2020; and alternative fitness classes being offered by E-60, Hiit Nation, and other local service providers. It was announced that a representative from Graphcom walked the property to help identify potential sign placement for COVID-19 social distancing compliance.

**MOTION:** Ms. Mays moved to keep the River Place pool closed for the entire 2020 season, and to begin planning for the 2021 pool season. Ms. Shahade seconded, and the motion carried by a vote of six in favor, one opposed (Ms. Faber), and zero opposed (6-1-0). The Board of Directors indicated they will only reconsider this decision if there are drastic changes, and the OA can physically and financially meet the COVID-19 restrictions.

**MOTION:** Mr. Villegas moved to keep the River Place fitness center closed for the time being; to follow state and local guidelines regarding re-opening; and to consider other fitness resources that can be offered to River Place residents in the meantime. Ms. Shahade seconded, and the motion carried unanimously (7-0-0).

**ACTIONS:** (1) Outdoor and alternative fitness options will be discussed by management and the Board of Directors, with Sabrina Faber having several suggestions to offer. (2) Ms. Hall will prepare a letter for sending to shareholders that announces the aforementioned OA Board decisions regarding the pool and fitness center.

#### IV. Approval of the Agenda

No changes were raised concerning the June 18, 2020 Board of Directors meeting agenda.

#### V. Approval of Prior Meeting Minutes

**MOTION:** Ms. Mays moved to approve the January 30, 2020 Board of Directors meeting minutes as amended by Lauren Hall. Ms. Shahade seconded, and the motion carried unanimously by a vote of five in favor, zero opposed, and two abstained (Ms. Faber and Mr. Priest) (5-0-2).

#### VI. Reports

A. President's Report: A President's Report was not presented.

B. Management Report: Ms. Saafir highlighted the following information from the full Management Report:

1. The Association's delinquency total stands at \$24,149.60 year-to-date.
2. The Owners Association has made its latest insurance policy payments (AIM Insurance and First Insurance).
3. Attorney Gartner continues to finalize documents concerning support animals on the property.
4. Ms. Saafir expressed concern regarding heightened mental health/other issues associated with the prolonged COVID-19 restrictions. She therefore secured proposals from two patrol companies to provide additional patrols on the property, and recommended that the Board of Directors contract with Axiom. Board members discussed next steps regarding patrols for River Place. Mr. Dibley confirmed that \$420,000 is being spent on the current patrolling services, inclusive of benefits.

**DECISION:** The Board of Directors agreed by unanimous consent to approve an eight-week patrol contract with Axiom.

5. Board members discussed the issue of an increased number of rodents on the property. Ms. Saafir reported walking the grounds with American Pest to identify problem areas, and where additional boxes can be placed. The plan is to repair some of the concrete damages; eliminate any access points into the buildings; and possibly remove the playground mulch and have another material installed.
6. On Friday, May 29, 2020, a vehicle entered the River Place property through the fence along Route 50. There were no casualties. However, damage was suffered to vehicles along the west side of the property; and the

fence suffered structural damage. A report was filed with the Arlington County Police Department, and management noted the incident might help the Association gain leverage concerning its previous guardrail installation requests.

7. The entertainment center flooring upgrades were postponed due to COVID-19. Vendors have since been scheduled to visit the property in late-June 2020 to review site needs for estimates.
8. Board members discussed a proposal from NOVA Facility Solutions, Inc. to install an ionization system in the entertainment center's HVAC units.

**ACTION: Mr. Priest will connect management with Frontline Mechanical - another vendor that installs ionization systems.**

9. A Request for Quotation (RFQ) was sent to Total Business Solutions to provide furniture for the Parking Office. Board members will review the bid once it has been provided.
  10. The MP Garage project has been completed.
- C. Treasurer's Report: Mr. Dibley reported, at the close of the previous fiscal year (April 30, 2020), the OA was on budget overall regarding income and expenses. There were no sales of OA parking spaces during the 2019-2020 fiscal year due in large part to the MP garage project. A total of \$284,300 was contributed to the reserves during the previous fiscal year. Mr. Dibley suggested that the OA Board look more deeply at the operating expenses.  
**ACTION: Mr. Dibley will prepare information for presentation during the next OA Board meeting concerning what factors into the OA's expenses.**

## VII. Board Approvals

- A. Phased Plan for COVID-19: Please see Section III of these minutes.
- B. COVID-19 Signage: Please see Section III of these minutes.
- C. HVAC Ionization: Please see Section VI.B.8 of these minutes.
- D. Additional Patrol:  
**MOTION: Ms. Mays moved to approve a contract with Axiom to provide additional patrols for eight weeks at a cost not to exceed \$30,000. Ms. Shahade seconded, and the motion carried unanimously (7-0-0).**
- E. Disinfecting Contract: This matter was listed on the Board meeting agenda, but not discussed.
- F. Rodent Smart Boxes:  
**DECISION: The Board of Directors agreed by unanimous consent to table a decision concerning this matter to allow time for reviewing the proposal from American Pest. The Board will discuss the matter via email.**
- G. Electrical Work on Lawn:  
**DECISION: The Board of Directors agreed by unanimous consent to table a decision concerning this matter to allow time for reviewing the proposal from C&L Contractors. The Board will discuss the matter via email.**
- H. Office Furniture Installation: Please see Section VI.B.9 of these minutes.
- I. Date of Next Board Meeting:  
**DECISION: The Board of Directors agreed by unanimous consent to meet on the third Thursday of each month going forward beginning at 6:00 p.m.**

VIII. Adjournment to Executive Session

With no other business raised, the June 18, 2020 Board of Directors meeting was adjourned at 8:45 p.m.

These minutes were respectfully drafted and submitted by:

The Professional *Documents*  
=== Service

Attested By:



Sara Shahade, Secretary  
River Place Owners Association Board of Directors

Board Approval Date:

