

**The Chesterfield Cooperative
Board of Directors
Meeting
February 15, 2009**

Attendees

- President Genie Grohman
- Secretary Bill Bramble
- Treasurer Chris Plante
- Finance committee chair Vin Byrne

Approval of Minutes

The secretary reported that the minutes for the December 8, 2008, meeting of the board had been approved by e-mail.

Distribution of Minutes

The board decided that minutes of board meetings would henceforth be distributed to shareholders by Tilton Bernstein.

Status: Renovation Project

Byrne reported that we now have the final bill from Sroka Design, and he will be reviewing it and meeting with Skip Sroka to negotiate the final payment. ACT is completing the final items on the punch list, so the work, as contracted, is very close to completion.

Financial Planning: March Meeting

Grohman reported that we have just received from Roger Tilton the draft budget for fiscal 2010 (beginning July 1, 2009). Byrne will revise the long-range financial projections as soon as the renovation payments are complete, so we will shortly have all the information needed to review the proposed budget and consider revisions to the capital improvement plan. The board decided to meet in March, focusing primarily on all financial matters.

Post-Renovation Projects

Byrne reported that we will soon be receiving bids for the engineering study of the building's ventilation, heating, cooling, and related systems. We will be able to consider them at the March meeting.

Grohman noted that there are several "add-on" projects we have discussed—including painting the trash rooms and hallways, changing the doors of those

rooms, refinishing the door sills of all building units. Those, too, can begin to be considered at the March meeting. She asked others to check and add to the list she will circulate.

Repair of Areas Around New Hardware

The board discussed what role the building should take regarding the small “damage” on the inside of units where the new hardware does not cover the areas formerly covered by the old hardware. Members said they are inclined to have the building take care of the work, since it really is part of the renovation project. Grohman will ask Tilton to get a quote for the work from Soho or another appropriate company.

House Rules

Grohman reported that the current draft represents incorporation of everything in the record and a complete restructuring, so that everything on the same topic is together. It also reflects input from Roger Tilton. Bramble and Plante agreed to read the current draft carefully in the coming week.

The members discussed and then decide to incorporate in the House Rules, as attachments, the board-adopted and promulgated policies on unit renovations and insurance and maintenance policy. In addition, we will incorporate the new maintenance policy when it is adopted.

Maintenance Policy

Grohman reported that the current draft incorporates input from Roger Tilton, as well as clarification from the Chesterfield’s counsel, Joe Douglass. Bramble and Plante agreed to read the current draft within a week.

Lease Restrictions: Straw Ballot

The members discussed at length the draft straw ballot and the various options listed. They reviewed the discussion at the annual meeting last year, at which it was agreed to take a straw ballot to get a sense of the membership. After discussion, the board agreed to proceed with the straw ballot process. Grohman agreed to revise the ballot to state clearly that any change in the bylaws would be binding only on new owners: all current owners are “grandfathered” under the bylaws at the time they became shareholders in the cooperative.

Smoking Policy

The members discussed at length both a one-question straw ballot on restricting smoking in the building and a draft survey prepared by a member for the board that asks many questions the extent to which smoking is a problem. The board decided to proceed with the survey, of residents, to obtain information that will

be useful for the study of the ventilation system as well as for the membership in considering a possible change to the bylaws. The board will also add two questions on the straw ballot (for shareholders only) on smoking.

Disputed Antenna Work Bill and Vendor Billing

A shareholder is disputing a bill from Davis Antenna Company because the shareholder did not authorize the work prior to its being done. As a consequence of this dispute, the company may not be willing to do any work in the building. After discussion, the board tentatively agreed for the cooperative to pay the bill because the work was authorized by the building manager, not the shareholder. Grohman will discuss with Roger Tilton.

This incident represents an example of the failure to follow the procedure of requiring written authorization by shareholders before outside vendors work in their units. Grohman agreed that this topic will be pursued with Tilton and with Vance Garnett. It is also an example of vendors billing the cooperative for work for which an individual shareholder is responsible. This, too, will be pursued with Tilton and Garnett.

Follow-up to December Meeting Items

Grohman noted that the most recent management report from Tilton did include more information about settled issues, as had been discussed. She said that the communication with Tilton Bernstein has improved.

Byrne reported that Roger Tilton did a walk-through of the entire building shortly after the December meeting and has been involved in the discussions about the overall assessment of the building's systems. Thus, communication on these issues is also improved.

Building Handyman

Members discussed having a building "handyman" for the various little things that crop up.

Landscaping

Tilton said he had negotiated a 15 percent reduction in the cost of the landscaping contract for the coming year.

Hall and Lobby Decoration

The board discussed the fact that mirrors had been chosen by the decorating committee for both the lobby and every floor. Action on them was deferred to completion of the basic work. Byrne agreed to review the cost of the mirrors with Sroka and discuss with the board at the next meeting.

UNIT CONCERNS

Termination of Shares of a Unit for Nonpayment of Assessments

In response to a question, Grohman noted that Tilton's most recent report said that the estate of the owner, who died, has said all outstanding charges will be paid within a month, so that we will not take over the unit. Grohman said that we can be confident Tilton and our counsel will make sure this is resolved.

Noise Dispute

Members reviewed the complaint from a shareholder/resident about noise from the unit above, as well as the report from Vance Garnett that the unit is not 80 percent carpeted. Plante agreed to investigate the issue for the board, talking with both parties.