

CHCA BOARD OF DIRECTORS MEETING

Chestnut Hill Library
Thursday, May 28, 2009

MINUTES

Board Members Present: Louis Aiello (new VP Physical Division), Anne Anderson, AnnMarie Arment, Robert Bacino, Richard Becker (for Teens, Inc. designated by Jane Becker), Miguel Castaneda (new VP Social Division), Michael Chomentowski, Stephanie Chomentowski, Mary Anna Ross Cowper, Thomas Cullen, Marianne Dwyer, Thomas Hemphill, Michael Hickey, Dina Hitchcock, Arthur Howe, Lisa Webb Howe, Eileen Jacobs, Allathea Joniec (for Mt. Airy Learning Tree designated by Jonna Naylor), Mark Keintz (Treasurer), Wendy Kern, David Mansfield, Janice Manzi, Anne McNally, Margaret McNally, Patrick Moran, Vanessa Mullen, Fran O'Donnell, Christopher Padova, Marilyn Paucker (new Secretary), Cathy Pimpinella, Jane Piotrowski (new VP Operations), Susan Pizzano, Rob Remus, Robert Rossman, Kathy Shaifer, Richard Snowden, Kristina Sullivan, Walter Sullivan (new President), Pam Thistle, Brien Tilley, Jay Valinis, Tolis Vardakis (new Immediate Past President), and Jeanne Wedgwood

Board Members Excused: Jane Becker (but represented by Richard Becker) and John Ingersoll

Board Members Absent: Jonna Naylor (but represented by Allathea Joniec)

Others Present: Margaret Brunton (outgoing Board member), Joanne Dhody (outgoing Board member), Ed Feldman, Jim Foster (outgoing Board member), Jean Hemphill (President of Chestnut Hill Community Fund), Susan Hemphill, Larry Hochberger (candidate for Associate Publisher), Joel Hoffmann (*CH Local* Staff Writer), Kathy Jones (outgoing Board member), Philip LeCalsey (Community Manager), Sonia Leounes (*CH Local* Advertising Sales Manager), Thomas Lind (President of Chestnut Hill Village Residents Association, along with several residents), Linda Littlejohn, Pete Mazzaccaro (*CH Local* Editor), Ned Mitinger (outgoing VP Physical Division), Joseph Pizzano (outgoing Board member), Meredith Sonderskov, Noreen Spota (Administrative Coordinator), and Greg Welsh (President of Chestnut Hill Business Association)

Tolis Vardakis called the meeting to order at 7:36 PM and asked for a moment of silence. He noted that Kathy Jones would serve as this meeting's parliamentary advisor. Noreen Spota conducted the roll call and then mentioned that the meeting is being recorded and that new Board members should pick up their CHCA binders at the end of the meeting.

Approval of Agenda. *There was a motion to approve the agenda; this motion was seconded and passed.*

Approval of Minutes. *There was a motion to approve the Board meeting minutes from March 12, 2009 and March 26, 2009 as submitted; this motion was seconded and passed.*

Appointment of CHCA Representative on the Historical Society Board. *Mark Keintz offered a motion to appoint Pam Thistle as the CHCA representative on the Chestnut Hill Historical Society Board. This motion was seconded and passed unanimously.*

Reappointment/New Fund Trustee. Jean Hemphill briefly described the Fund and named the five current trustees (herself, Susan Bray, William McGuckin, Stan Moat, and Fred Walker) and the Fund's

financial advisor (Mark Nottingham of Merrill Lynch). Jean's term is up for renewal; she described her background and that of Francis Lane, candidate to become the sixth trustee. (Mr. Lane's biographical information was distributed to Board members for review prior to the meeting.) ***There was a motion to reappoint Jean Hemphill, and to appoint new trustee Francis Lane, for 3-year terms to expire in May 2012; this motion was seconded and passed unanimously.***

Remarks from Tom Lind. Tom Lind introduced himself as the President and founder of the Chestnut Hill Village Residents Association, which includes about 350 members (the complex has about 1800 residents). He described the complex-wide utility and security issues, and stated that the residents could use support from "the outside" (City Council members, CHCA, etc.) in their dealings with AIMCO, the apartment management company. Tom and Membership Committee Co-Chair Jane Piotrowski are working on setting up a special introductory CHCA membership arrangement for the residents.

Report of Associate Publisher Search Committee. Bob Rossman, Search Committee Chair, described the search process and distributed copies of the Associate Publisher job description and resume of the recommended candidate, Larry Hochberger. Larry introduced himself and described his background, stating that "we have a great opportunity here" to increase the Local's circulation and advertising. Bob explained that the publisher of the Local is the CHCA (over editorial and non-editorial departments), but the Board cannot be responsible for day-to-day management. Therefore the Associate Publisher, a staff position, will have authority over all non-editorial departments, including hiring and firing; he will report directly to the Board. Larry answered several questions from Board members and Ed Feldman. Mark Keintz explained that the Associate Publisher will receive a salary of \$74,000 per year plus one-half of the first \$20,000 profit, and one-quarter of the next \$10,000 profit, generated by the Local. ***Bob Bacino offered a motion to hire Larry Hochberger as the new Associate Publisher; this motion was seconded and passed with one vote against (Susan Pizzano, who objected to the salary).*** The Search Committee was thanked for their efforts. Bob Rossman explained that the committee tried to make the process as open and transparent as possible, with Pete Mazzaccaro helping to develop the job description of the Associate Publisher and various Local staff members attending presentations given by candidates for the position.

Point of Clarification. Marilyn Paucker introduced Kathy Shaifer as the representative to the CHCA Board from the Chestnut Hill Center for Enrichment (CHCE, formerly the CH Senior Center). The planned merger of that organization with the Life and Learning Center of the Chestnut Hill Presbyterian Church did not take place; thus the CHCE takes its rightful institutional place on the CHCA Board.

Election of CHCA Officers and Executive Committee Members. Tolis Vardakis explained that each candidate for an Officer position would be granted a 2-minute period for comments, with no debate and no questions permitted. He named the candidates for each office: Tom Hemphill and Walter Sullivan for President; Jane Piotrowski and Rob Remus for Vice President of Operations; Lou Aiello for Vice President of Physical Division; AnnMarie Arment and Miguel Castaneda for Vice President of Social Division; Mark Keintz for Treasurer; Marilyn Paucker for Secretary; and for At-Large Members of the Executive Committee Stephanie Chomentowski, Eileen Jacobs, Pat Moran, Brien Tilley, Jay Valinis, Rob Remus, and Chris Padova. Nominating Committee Member Mike Hickey expressed concern that the names published as nominations by the Nominating Committee were somehow inaccurate in that the committee, when it met on May 12, had voted to nominate at least two people whose names had been deleted when the nominations were published. Anne Anderson stated that insofar as she knew those names may have been deleted, because those two people had written that they would decline to serve unless Walt Sullivan were elected President. Walt Sullivan responded that that was not true, that those people while supporting him had never written anything other than that they supported him and looked forward to serving with him, and that no one from the Nominating Committee had ever contacted them between May 12 and May 18 to ask if they accepted their nominations. He said, however, that those

people nominated in place of them had done nothing wrong and should be allowed on the ballot as they are. Richard Snowden stated that we should focus on the future and hear what the candidates have to say. In turn, candidates Miguel Castaneda, AnnMarie Arment, Jane Piotrowski, Rob Remus, Tom Hemphill, and Walter Sullivan spoke for two minutes about their backgrounds and goals for the CHCA. Noreen Spota distributed the numbered ballots prepared by Tolis Vardakis as President and photocopied by the Secretary. The votes were tallied by Philip LeCalsey and Kathy Jones. Kathy announced the results: elected were Walter Sullivan (President), Jane Piotrowski (Vice President of Operations), Lou Aiello (Vice President of Physical Division), Miguel Castaneda (Vice President of Social Division), Mark Keintz (Treasurer), Marilyn Paucker (Secretary), and Stephanie Chomentowski, Chris Padova, Rob Remus, Brien Tilley, and Jay Valinis (At-Large Members of the Executive Committee). After delivering some remarks as outgoing President, Tolis passed the gavel to Walter, who then made some remarks as the new President.

The results were announced, but the vote tallies were not, and none of the nominees knew them during the meeting. Those results are:

President: Walt Sullivan 26, Tom Hemphill 16

Vice President of Operations Division: Jane Piotrowski 29, Rob Remus 14

Vice President of Physical Division: Lou Aiello 41 [under both columns]

Vice President of Social Division: Miguel Castaneda 29, AnnMarie Arment 13

Treasurer: Mark Keintz 37

Secretary: Marilyn Paucker 39

Executive Committee At-Large: Brien Tilley 38 [under both columns], Jay Valinis 36 [under both columns], Stephanie Chomentowski 30, Rob Remus 25, Chris Padova 24, Eileen Jacobs 21, Pat Moran 19

Report from Treasurer. Financial statements for the CHCA and Local for the months ending 3/31/09 and 4/30/09 were distributed to the Board prior to the meeting. Mark Keintz first reviewed the 3/31/09 (end of fiscal year) report. With a \$1,000,000 budget, the Local generated a loss of about \$10,000 during the fiscal year; with a \$200,000 budget, the Association generated a net income of about \$25,700 during the fiscal year. Mark stated that it is not true that the Local “subsidizes” the Association: the Community Manager and Bookkeeper are paid for the work that they do for the Local. The only subsidy is that the Association does not have to pay for ad space in the Local, the value of which is indicated on lines 13 and 19 of the Local’s income statement. We are currently in the fourth year of a 5-year commitment from a generous benefactor to pay for the Administrative Coordinator’s salary. In addition, the Fund pays the Association for certain “shared operating expenses,” such as part of the salary of the Community Manager and Bookkeeper. Regarding the annual grant allocations from the Fund, the separate 501(c)(3) organizations administer their own grants, but other grants are administered by the CHCA (e.g. Pastorius Park concerts, Buckley Park, Volunteer Memorial Garden, and others). Mark stated that the Fund and CHCA/Local audits for fiscal year 2009 are on time this year and have already begun. Bob Bacino suggested that the Board receive written narrative reports from the Treasurer each month.

Report from (outgoing) Vice President of Physical Division. Ned Mitinger provided brief updates about various issues being considered by the Land Use Planning and Zoning Committee and the Traffic, Transportation, and Parking Committee. Aesthetics Committee Chair Joanne Dhody spoke about a letter that will be sent to all of the businesses along Germantown Avenue regarding signage. This letter, copies

of which were distributed to the Board for review, will be co-signed by the Aesthetics Committee and the Business Association.

Report from (outgoing) Vice President of Social Division. Jane Piotrowski stated that she will meet with Miguel Castaneda, new Social Division VP, to begin planning various CHCA events. She also mentioned that the Pastorius Park concert series will begin on Wednesday, June 17, and that volunteers will be needed for the concerts. Jane expressed thanks to all who helped with Social Division activities during the past year.

Report from (outgoing) Vice President of Operations. Dina Hitchcock stated that volunteers will be solicited for the various CHCA committees at next month's Board meeting. She clarified that the Holiday House Tour fundraiser is in the Operational Division, and the planning process starts now. Three positions on the Bylaws Committee are currently open. Mark Keintz noted that committee members can be anyone; they do not necessarily have to be Board members.

Report from Community Manager. Philip LeCalsey provided a brief update about his analysis of Baseview software reports concerning the Local's advertising revenue and commissions. He also mentioned that the leases for the fabric store tenants are being re-negotiated.

Old Business.

- *Mark Keintz offered a motion that until a Publisher's Committee is formed, the Associate Publisher will work with the Budget and Finance Committee. This motion was seconded and approved unanimously.*
- Fundraising for the Association this year will include proceeds from the rental of a villa in Italy; marketing and organizing this will fall under the Operations Division.
- Tolis Vardakis thanked Margaret Brunton, Institutional Director representing the Chestnut Hill Library, for allowing the CHCA Board to meet in the Library for the past several years, occasionally past 10 PM. Walter Sullivan mentioned that we will soon need to find a new location for the Board meetings.
- Walter asked all of the Board members around the table to identify themselves with name, position on the Board, and term. Kathy Shaifer will serve as the Institutional Director from the Chestnut Hill Center for Enrichment (formerly the Senior Center) for the next year, Jonna Naylor will serve as the Institutional Director from Mt. Airy Learning Tree, and Susan Pizzano will serve as the Institutional Director from Friends of the Fountain Plaza.

New Business.

- Chris Padova offered a motion to provide all Board members with a CHCA e-mail address so that people in the community can contact Board members directly with their questions and concerns. Mark Keintz pointed out that there is a cost for the additional e-mail addresses. Chris then withdrew his motion until pricing information could be obtained.

Announcements.

- Marianne Dwyer mentioned that Teenagers, Inc. will make a service trip to Guatemala, and she requested donations of money and supplies.

- Chris Padova urged everyone to attend the Bylaws Committee meetings and added that volunteers are needed for Town Watch.
- Fran O'Donnell announced that the Business Association is organizing a Book Festival to be held on July 10, 11, and 12 in the space formerly occupied by McGarrity's.
- Rob Remus stated that everyone is invited to a "block party" in Winston Park on Saturday, June 6 at noon.

There being no further business, the meeting was adjourned at 10:00 PM.

Respectfully submitted on 6/14/09 by:

Marilyn Paucker
CHCA Secretary

Approved by the Board of Directors without amendment on 6/25/09.