



Fitchburg Housing Authority

Minutes of FHA Special Board Meeting, May 21, 2021

C. J. Durkin Community Room, 50 Day Street, Fitchburg, MA

Pursuant to Massachusetts Governor Baker's Executive Order issued on March 12th, 2020 in response to the declared Covid-19 State of Emergency epidemic and per the guidelines set by DHCD's Public Housing Notice 2020-11, and 2020-16, a Special Meeting of the Fitchburg Housing Authority was called to order by Chairperson, Linda Byrne at 8:36 AM on Friday, May 21, 2021. The FHA Board met remotely and physically in the C. J. Durkin Community Room at 50 Day Street in the City of Fitchburg, Massachusetts. The public was invited to listen to the meeting via phone and in person.

Present:

FHA Board Members:

Linda Byrne, Chair

Mary Giannetti, Vice Chair (Remote)

David Rousseau, Treasurer

David Basilio, Assistant Treasurer

Adam Goodwin, Member (Remote)

FHA Staff:

Douglas Bushman, Executive Director

Kim Hergert, Finance/HR Director

Quorum: Yes (Quorum Requirement: Three FHA Board Members)

1. Motion to Open Meeting

Chairperson, Linda Byrne opened the meeting at 8:36am.

Move: David Basilio

Second: Adam Goodwin All in favor

2. **Dave Rousseau began the discussion of the Bylaws by stating that he thinks the Bylaws should be shorter and all the information about how to run a board meeting is not necessary to put in the bylaws. Doug Bushman informed the board members that attorneys from Driscoll and Driscoll helped develop the bylaws. He also noted that all this information is good to have in there from a legal perspective. Linda Byrne noted that bylaws like these are good for new commissioners. Adam Goodwin stated that it is a lot but bylaws need to be as expansive as possible because of the litigious society that we have today. Mary Giannetti agreed and noted that it is a legal document that delineates roles so it is important to include all of this information.**

Linda Byrne started and stated it would be best to go page by page to discuss any suggested changes. The following changes were decided:

Page 5 Section 4. - Reword sentence

Page 7 Sections 8.1 and 8.2 – clarify with attorney

Section 9 – Mary suggested that a statement about adding cultural and ethnic diversity when a vacancy occurs on the board should be included-all agreed

Page 8 Section 10.3 (B) – remove the word inefficiency

Page 11 Section 18.4 – Linda noted that previous Executive Directors have signed checks. Doug Bushman does not think that is in the best interest of the authority.

Page 13 Section 23 – Doug Bushman suggested that Section 23.3 should be added in reference to when employee separation and/or termination agreements are created

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that have a monetary payout of \$10,000.00 or more. He noted that the board should sign off on these types of agreements.

Page 15 Section 29 – excessive should be excess

Page 16 Section 30 – should say twenty-five thousand dollars

Page 18 Section 35 (E) – Linda Byrne and Doug Bushman clarified the meaning of this section.

Page 18 Section 37 (D) – Dave Basilio wants to know if they are bonded or if the Director’s and Officer’s Liability Insurance policy is what bonds them. Doug Bushman will research and let them know.

Page 19 Section 38 – clarify language in part D.

Page 20 Section 43 – Adam Goodwin suggested there be another complaint officer besides the Executive Director in case there is a complaint about the Executive Director. Mary and Linda agreed and it was suggested that the Chairperson of the Board be the other complaint officer. The attorney will be emailed and asked how to reword this section to include this suggestion.

Page 21 Sections 44 and 45 were discussed but no changes suggested.

Page 22 Section 46 – clarification language needed.

Page 23 Section 49 – Mary Giannetti asked why the length of the terms are different and suggested they all be the same. Dave Rousseau suggested there be a different construction group for each project and that a tenant be in each group also. Linda Byrne agreed that they should all have the same term limit. The board decided that the bylaws will be revised to reflect that at the annual meeting they will vote for all committees and that the labor representative will always be on the Construction Advisory Committee.

Page 25 Section 66 – add a statement that the board members will be given this information on a yearly basis.

Page 27 Section 57 – correct spelling of applicable.

Page 28 Section 60 – add comment that the Chairperson of the board will read a statement about this before the public comments at each board meeting.

Page 29 Section 60.3 – change to seven (7) calendar days

Page 29 Section 61.3 – add a clause about adding an emergency motion.

Page 31 Section 64.6 – revise word “incident” to “related”.

Page 34 Section 72.3 – revise annual elections to at least every three (3) years.

Page 35 Section 74 – add that Executive Director will meet annually with all officers of all tenant associations.

Page 37 Section 82 – add clause that all new commissioners will receive a copy of the bylaws. In addition, add that every even year beginning in January 2024 the bylaws will be reviewed for changes in state laws and regulations.

Dave Basilio left the meeting at 10:00am.

3. **Motion to Adjourn.** (Meeting adjourned at 10:13am)

Move: David Rousseau

Second: Adam Goodwin All in favor

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