

## **ST. JAMES TOWERS | MONDAY, JANUARY 6, 2025**

DIRECTOR'S MEETING OF ST. JAMES TOWERS, INC.

### **EXECUTIVE SESSION**

The Meeting started at 7:05 Via Zoom

**Directors Present:** Dr. Noreen Hosier, Mr. Warren Harding, Ms. Arlene Arrington, Ms. Stacey Starke, Mr. Patrick Stennett, Mr. Claudio Jordan, Ms. Kalia Foote, Ms. Nicole McKnight, Ms. Yvonne Hilton

Ms. Nicole Duncan, Property Manager

### **2025 EXECUTIVE BOARD OFFICER ELECTION**

#### **President**

Nominees: Dr. Noreen Hosier, Mr. Warren Harding

Results:

Mr. Harding – 5, Dr. Hosier – 4; **Mr. Harding elected President**

#### **Vice President**

Nominees: Dr. Noreen Hosier, Mr. Claudio Jordan

Results:

Dr. Hosier – 7, Mr. Jordan - 2; **Dr Hosier elected Vice President**

#### **Secretary**

Nominees: Ms. Stacey Starke, Ms. Nicole McKnight

Ms. McKnight declined her nomination

**Ms. Starke elected Secretary by default**

#### **Treasurer**

Nominee: Nicole McKnight

**Ms. McKnight elected Treasurer by default**

#### **Assistant Treasurer**

Nominee: Arlene Arrington

**Ms. Arrington elected Assistant Treasurer by default**

### **CORPORATION ATTORNEY-RETAINER INCREASE**

Corporation attorney Andrew Brucker submitted a memo to Metro Management advising that their monthly retainer will increase to \$2,200, which has not increased since 2014 when the monthly retainer was reduced from \$2,100 to \$1,650. As there was no further discussion, a motion was made by Mr. Claudio Jordan to accept the increased monthly retainer to \$2,200 for the corporation attorney, Fox Rothschild; Ms. Stacey Starke seconded, and the vote was unanimous in the affirmative.

### **SECURITY-REPLACE ALLIED UNIVERSAL**

The board reviewed a comparison chart of three security company price proposals: 7Secure, Smile4Life, and Allied Universal. As Allied did not submit their updated increase for 2025, their quoted amount in the chart could not be updated. However, the board expressed dissatisfaction with the performance of Allied's security officers. Therefore, only 7Secure and Smile4Life were being considered. Smile4Life does not have prior residential security experience; thus, could not

provide a reference. St. James would be their first residential contracted client. 7Secure has residential security experience. The board received a very positive reference from Abbott House, one of 7Secure's clients. Another reference was expected but was not received.

**Discussion:** Ms. Nicole McKnight expressed concern regarding the significantly higher price of the two security companies compared to Allied, but Dr. Hosier stated they both fell within St. James' budget of \$384,000 (\$362,325.60 for 7Secure, \$380,000 for Smile4Life). Allied explained that they cannot assign better quality security officers to St. James because of the significantly lower fees paid. Mr. Patrick Stennett stated that after multiple meetings with Allied to address performance issues, matters have only worsened. Mr. Jordan concurred, and that another company should be considered. Ms. Yvonne Hilton suggested that the security budget should be adjusted higher to attract better quality security; Dr. Hosier stated that the other two companies lowered their proposed price to accommodate St. James' budget. Given the difference in price between 7Secure and Smile4Life (7Secure was lower and has residential experience), a vote on accepting 7Secure's proposal was taken. A motion was made by Mr. Claudio Jordan to accept 7Secure's proposal for \$362,325.60 for security services, and Ms. Kalia Foote seconded. The votes were as follows:

Affirmative: Dr. Hosier, Mr. Jordan, Mr. Harding, Ms. Arrington, Ms. Foote, Ms. Starke, Mr. Stennett

Abstentions: Ms. Hilton Ms. McKnight

The motion passed.

#### **SHAREHOLDER ISSUE: STEPHANIE ALSTON (2B) WALK-IN TUB**

Ms. Stephanie Alston submitted a request to have a walk-in tub installed in her bathroom. The board tabled a decision pending the engineer's report. The corporation attorney advised that denying an equipment request due to a disability may lead to a lawsuit from the Human Rights Commission. Ms. Alston previously submitted a request for reasonable accommodations due to PTS several years ago, which would require St. James to pay the alteration and installation expense; Ms. Alston was advised that she could have the accommodations if she paid for them. At that time, Ms. Alston did not have the walk-in tub alteration done. Subsequently, Ms. Alston received a \$25,000 grant to fund the accommodation, which led to her resubmitted request. The board can approve the request with the engineer's stipulations. The corporation attorney will write a letter to Ms. Alston that will include the engineer's requirements.

A motion was made by Mr. Harding to grant Ms. Stephanie Alston permission to remodel her bathroom with the walk-in tub on the condition that the engineer's recommendations are followed; Ms. Arrington seconded, and the vote was unanimously in the affirmative.

#### **CORPORATION TRANSPARENCY ACT (CTA) COMPLIANCE**

The requirement to file information with the U.S. Department of Treasury's Financial Crimes Enforcement Network (FinCEN) was put on hold but a representative from the agency still wants to collect the information so that it will be ready to send once the hold has been lifted. Warren Harding will follow up with Ms. Duncan on this matter.

#### **BOARD OF DIRECTORS COMPLIANCE**

**St. James Towers By-Laws, Article III, Section I:** An amendment to the eligibility criteria of the bylaws was voted affirmatively by the majority of stockholders at the annual meeting, and it states that "A Director's maintenance account must not be in arrears of more than two months." As with all eligibility criteria, the bylaws further state that "Any Director who ceases to meet

these eligibility criteria shall resign forthwith." The board agreed that all Directors must comply with the bylaws without exception.

**Rules and Regulations: Dogs: Rule 22:** Any shareholder receiving a letter from management regarding violation of the dog rule (one dog per household) must respond as to whether corrective action was taken.

**Board Member Confidentiality Agreement:** The original version requiring signature and notarization was no longer required as of 2023, but all the statements in the agreement remain in effect. The board's attention was drawn to the following statements:

- #5: "A board member shall not use information received from participation on the board, whether expressly determined to be confidential information or not, for personal gain or to the detriment of the corporation."
- #7: "Communications with shareholders about issues relating to the corporation should come through the board president or management, present a unified position of the board and to prevent inconsistencies."

#### **OTHER ISSUES**

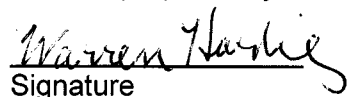
- 19<sup>th</sup> floor elevator area: Warren Harding reported that Jim deBarros expressed interest in installing new floor tiles by the 19<sup>th</sup> floor elevator area; floor residents must discuss this with Ms. Duncan and Superintendent Troy James.
- Floor Captains: Kalia Foote asked about the status of floor captains; as the building population changed, interest declined, along with complaints about how the meetings were run. Ms. Foote asked for documentation on the floor captains' activities; Nicole McKnight and Yvonne Hilton offered to provide information.
- Webinar: Warren Harding reported that he is no longer able to use the GoTo platform from his work account for webinars, as it was canceled. He suggested using Zoom's webinar feature, which costs \$690/year but functions better than other platforms. He will investigate further.

The next meeting will be held on Monday, January 13.

An information session with stockholders will be scheduled for January 27.

The meeting ended at 8:37 PM.

Minutes prepared by Warren Harding, Secretary

  
Signature

1/11/2025  
Date