

Goshen Farm Preservation Society
Board Meeting, June 17, 2020

(The March 18, 2020 and April 15, 2020 Board Meetings were canceled due to the Covid-19 Virus Pandemic. The May 20th and June 17th Meetings was held virtually and recorded by the Secretary)

Called by:	GFPS Board	Type of Meeting:	Board of Directors
Facilitator:	Louis Biondi	Recorder:	Sharon Biondi
Date:	June 17, 2020	Time: 7:30	7:34 PM
Location:	GoToMeeting Teleconference		
BOD Attending:	Louis Biondi, Michael Buchet, Roy Benner, Becky Benner, Sharon Biondi, Erik Wallace, Bob Nestruck, Barbara Morgan and Christy Folderauer		
Members Attending:			

- 1) Call to Order and welcome of current members. President Louis Biondi called the June 17, 2020 Board Meeting to order at 7:34 PM. The Meeting was held through GoToMeeting, Telecommunication Services. President Biondi reviewed Teleconferencing etiquette.
- 2) Lou requested changes or additions to the agenda from Board Members.
 - a) Using our Payment to Amy Taylor, Architectural Designer where we paid the cost of her work prior to completion as an example, Roy requested that we check our policy on payment in the GFPS By-laws and then develop a motion to address this issue. Added to New Business c.
- 3) President’s Report – Louis Biondi (Report as submitted)
 - a) Lou asked the Board to review his report and then he would speak to any questions from the Board.
 - i) Becky had a question regarding the new Selective Insurance Policies’ cost as listed in Lou’s President’s Report. Lou will recheck the cost and get back to the Board. Becky also had a question about when our previous policies with CNR Insurance expired (May 22, 2020 and November, 2020). Lou stated that we got the May Policy with Select effective May 22, 2020, and the November policy also effective May 22, 2020. He also noted that we will receive a refund on the CNR policy that expired in November 2020. He will check on this refund with CNR. **(Action Item: 392-06-20)**
 - ii) Becky also noted that the address on the Selective Insurance was incorrect and should be changed to 1223 River Bay Road. Lou stated that he had been in touch with our Selective Agent, Robert Ehm to change the address on the policies and to inform him that email communication from Selective should go to the GFPS President and GFPS Treasurer. Hard copy invoices should also go regular mail and should be addressed to GFPS Treasurer (our first invoices came through email only).
 - iii) Becky had a question regarding Working items; #1. “What is the accompanying form?” Lou stated that this was an email to make sure that the BoE received our request for a Lease Extension and all was moving forward on approval. Michael

spoke to the Lease Extension. Our attorney Dirk Schwenk is working with the Board's Attorney, Darren Burns on another issue. The Board's Attorney stated that the BoE was in receipt of our lease extension request, action was delayed due to the Covid-19 Pandemic and said it should be on the July BoE Meeting Agenda. We do not know which July BoE meeting the Board's Attorney was referring to or whether we will be invited to the virtual BoE Meeting.

- iv) Becky asked about Working Item, #4. Related to Chesapeake Art Center's Lease. Becky asked if we had received Maryland Hall's lease for our review and Lou stated they will not send us a copy.
- b) Vice President's Report – Michael Buchet (Report as submitted)
 - (1) Michael Put a picture of Amy Taylor's latest scale drawings (pdf) on the screen and stated that she has sent her drawings to the printer for a hard copy version. During the Meeting, Lou sent the report with these scaled drawings to Roy Benner as he had not been on the email list when the drawings were sent.
 - (2) Michael showed a Picture of the Capital Grants & Loans Process Chart related to our State of Maryland Capital Matching Grant. He has also been working on a project management device called a DAT Chart. It is an excel file that we can share. It breaks objectives down to finite objectives, predicts the amount of time for the objectives to be accomplished and strings the objectives in a linear fashion (though some objectives can be worked on simultaneously). Michael also spoke to the bid process for all contracts related to the Matching Grant. (At this point Becky stated that she did not have Michael's report and was confused about the references he was making to the grant process. Michael will resend his report to the Board.
 - (3) Michael discussed for the purpose of putting information into the new QuickBooks system that it would be very helpful if all forms were dated when submitted. Also full names are critical for this transfer of information to the new QuickBooks.
 - (4) Michael has interviewed four CPAs. They are all QuickBooks pro advisors and all have small business and nonprofit experience. Some have construction project accounting experience for grants.
 - (5) Michael reported that on his meeting with Engineer, Dave Wallace and Architectural Designer, Amy Taylor, at The Farm House (Lou Biondi and Roy Benner also attended), he asked both Dave Wallace and Amy Taylor to send us proposals. He also asked Dave Wallace to give us a "load bearing" report for visitors and furniture.
- 4) Treasurer's Report - Christy Folderauer (Report provided under separate cover)
 - a) Becky made a motion to "table" the June, 2020 Treasurer's report until we have the reconciliations, customer detail, sales details and the summaries available to us. The motion was seconded by Erik. The Board already tabled the Treasurer's reports from February, March, April and May at the May Board Meeting. The balance in the checking account for May 29, 2020 was \$35,599.
- 5) Review/Approval of Minutes – May 20, 2020 Board Meeting Minutes

- a) Becky made a motion to accept the May 20, 202 Board Meeting Minutes. Erik seconded. There were four corrections to the Minutes. Becky still has questions about Google and Go Daddy automatic payments. Michael is not able to check these payments at this time. The Minutes were approved with corrections.
- 6) Committee Reports
 - a) Building & Maintenance (Vacant)
 - b) Communications – Barbara Morgan (Report as submitted)
 - i) Barb reported that she has only 55 Kayak Raffle Tickets left. Barb reminded the Board to drop off the money and stubs for their raffle tickets.
 - c) Education Committee - Terry Brandon (Report as submitted)
 - i) Terry wanted to know if we were going to discuss what liability coverage we have. Lou stated that this will be discussed under New Business.
 - ii) With regard to educational programs at Goshen Farm, Terry is waiting for schools to decide what they are going to do regarding reopening.
 - iii) Becky also reported that she contacted Michelle Weisgerber in February regarding AACPS Chaperone/Volunteer recertification for GFPS volunteers involved with student activities. Michelle will check with BHS Principal's Secretary and get back to Becky about how to proceed. Terry has been attending ICST meetings and believes the whole idea of fieldtrips and chaperones is undecided due to COVID-19 issues.
 - d) Events – Erik Wallace (Report as submitted)
 - i) Erik reported that all future events are on hold. We are going week to week regarding holding or cancelling our Summer Concerts. Erik stated that we need to talk about the Use Policy for Goshen Farm. Lou stated that we will discuss this under New Business.
 - ii) Becky stated that the Anne Arundel County Fair should be removed from our Annual Events List. This participation was suggested by Jane Cox, Chief Cultural Resources Division, AA County Department of Planning and Zoning and Carol Benson of the Four Rivers Heritage Area several years ago. They had volunteers at a booth at the Fair and found that it was not advantageous to attend. Erik said he would remove this event from his list.
 - e) Financial Development - Lou Biondi (Report as submitted)
 - i) Lou will be asking questions regarding what, when and how to submit information for Grant approval by State of Maryland General Services.
 - f) Garden - Bob Nestruck (Report as submitted)
 - i) Bob reported that Tracy Smith has done a lot of work at the Henson-Hall Slave Garden and it looks great. All Sharing Garden Plots are rented.
 - g) Grounds - Roy Benner (Report as submitted)
 - i) Roy reported that he had cut up the tree that had fallen near the circle and stacked the wood. When he came back up to the farm, the wood was gone and no one knew who had taken the wood. Discussion ensued. Roy will put a note on any wood piles stating that either it is for sale and contact grounds@goshenfarm.org or he will put "Sold" on the wood pile.
 - ii) Roy surveyed and took pictures of the high gutters on the Farm House for damage. He will send out a report on the gutters in mid-July. He did say that due to the large

- number of Tree of Heaven seeds in the gutters, he suggested we need to have cleaning these out on a regular maintenance schedule. Lou asked Christy if she had a problem with a volunteer member using the bucket in her bucket truck to do the gutter work. She stated, she did not.
- iii) Roy reported that he is still working on getting estimates on a replacement for the Gravely Mower. He may have a lead on a used mower. He will have his recommendation at the July Board Meeting.
 - h) History & Research - Scott Powers (No report submitted)
 - i) Scott continues to make decisions on whether to hold or cancel each upcoming Summer Concert based on State and County COVID-19 guidelines for gatherings.
 - i) Membership -Becky Benner (Report as submitted)
 - i) Becky worked with Barbara Morgan to update the Mail Chimp List and has sent this update to Shannon at Color Fire. Becky will do this on a regular basis.
 - ii) Becky's report shows 171 Membership Units for 2020.
- 7) Review of Action Items and Recurring Action Items
- a) As regards **Action Item: 379-12-19**, Michael stated that the last version he sent out (February 26, 2020) was the latest version. Becky will check this against the hard copy version and begin editing. She will send her edited version to the Board for approval at a future Board Meeting. **One** Action Item was completed and one Action Items was marked OBE.
 - b) Sharon will update Select Insurance Policies information and put on Recurring Actions. Michael suggested that we leave CNR information on the Recurring Actions until we receive our refund for the policy that does not expire until November 15, 2020 and was canceled on May 22, 2020.
- 8) On-going Business
- a) Board pictures will be taken when we convene a regular Meeting.
 - b) Accident Form Request
 - i) Lou will send Robert Ehm an email asking if Select Insurance has an accident form and if so to send it to Lou. Lou Facciponti from Moran Insurance does not have an accident form.
 - c) Preparations for or cancellation of the Summer Concert Series. Discussed under History and Research Committee Report.
 - d) Lou next discussed the status of the Four Rivers Heritage Area Boundary expansion. Lou had an email about a public hearing for the Baltimore Heritage Area boundary expansion request. He will get this out to the Board and we can plan to be at the virtual hearing if need be.
 - e) Lou will get an update on when our Lease extension will be voted on at the BoE.
 - f) Lou commented that he is pleased with the member and nonmember response to his Facebook request for donations to the Matching Grant. He will be strategizing on ways to increase matching grant donations. He is pleased that the "drop down" button is now on our website to identify these donations.
 - g) As relates to periodic updates by Mail Chimp to members and the At Large database describing Goshen Farm as a place to enjoy the outdoor environment and what it takes to keep GFPS going, Lou stated that his focus is on preparing what is needed for the

Matching Grant paperwork and the August Wine Tasting Event. If these periodic updates are to be sent out, another Board Member will have to handle this.

9) New Business

a) There was a discussion about establishing liability policies for volunteers, student interns, etc. brought up by Terry Brandon, Education Chair.

i) Lou stated that if the students are part of a school activity, students, teachers, etc. are covered by the AACPS liability insurance. Terry asked if there is anything in our insurance policy that covers other educational students. For example, we have a teacher from Broadneck High School that is involved with the Environmental Science Program who is recommending that one of her students do an educational project at Goshen Farm. The Broadneck teacher will not be involved or present. Terry then brought up the AA County Self Insurance Fund. Terry receives a letter every year from the Locational Experience Program/Enclave Site, which states that that fund would cover any accidents with our Enclave students. He asked if this particular student would be covered under this fund. Also, we have students from Broadneck High School that are under the Signature Program, under Michelle Wiesgerber that come to Goshen Farm individually or in groups. Are these students covered under the AACPS Liability Insurance? Last, we have interns from the AA Community College where the AACC requires these interns to sign a waiver that the community college is not responsible if something happens to them. How do we cover these interns? We may be covered by our insurance or AACPS Liability Insurance, but can we be sure? One possibility is going to the Locational Experience Program/Enclave Site to inquire whether they would put all of these other students under their AA County Self Insurance Fund. Since we are owned by AACPS and are allowing these various groups of students to use the property for educational purposes – can they be included in this Self Insurance Plan? Another possibility, using the example of the student who wants to do a project at Goshen Farm is for him to pay his \$20.00 GFPS membership and he would then be covered under our insurance. Terry noted that the parents of scouts pay a liability insurance fee, so the scouts that do Eagle Projects or come to Goshen Farm for a scouting event, are covered. Terry would like us to have a clear Board policy that makes sure all of these groups have liability coverage but not be so strict that it would exclude these students who are not coming specifically for a “school” planned and teacher led activity.

ii) Lou stated that rather than go to our insurance company to see if these scenarios are covered or adding additional coverage, we go to the AACPS and ask if these students are covered by their liability insurance. These students are AA County students coming to school owned property. Lou will contact Nicole Lienen, Safety & Insurance Manager, and AACPS and clarify their coverage. **(Action Item: 393-06-20)** Lou asked Terry to send him a copy of the letter from Nicole Lienen regarding coverage for the Enclave Students so he has the contact information. Lou will also contact Lou Facciponi regarding coverage for the interns from AACC. **(Action Item: 394-06-20)** Terry also suggested that we have our Lawyer Dirk Schwenk create a waiver for interns from AACC or other organizations to sign that would protect GFPS from liability issues. Lou believes that waivers do not protect us and as a last resort

we might have to explain to these interns that they must be a GFPS member to do projects on our property.

- iii) Michael Buchet does feel confident that when AACPS students come to Goshen Farm, though covered by AACPS Liability Insurance, GFPS is not protected from liability from their parents. Lou will contact Selective Insurance to clarify this issue. **(Action Item: 395-06-20)** Erik Wallace will contact Chris Lethrow from The Baltimore Council of Boy Scouts to ask about insurance “riders” for Eagle Scout Projects, etc. **(Action Item: 396-06-20)**

b) Requests for use/rental of Goshen Farm for events.

- i) There have been three recent requests for use of the property – none of these requests are from members. One was for a dance recital and two for yoga classes. Lou put together some thoughts on various requests that have come to the Board which spoke to: **Use by Society Members, Use by a Society Member for commercial activities, Use by teachers and students associated with Anne Arundel County Public Schools (AACPS), Use of Goshen Farm by businesses, and Use of Goshen Farm by individuals who are not Members of the Society.** Lou stated that our “fall back” response to some of these requests is, “It is prohibited in our lease with AACPS”.
- ii) Michael suggested that we need to form an Ad hoc Committee to address this usage of Goshen Farm property by the above categories and consult our attorney as we develop our policy. Our Attorney can compare our usage policy to the demands and restrictions of the BOE Lease. Lou will send out an email to the Board to recruit members for this Ad hoc Committee on usage/rental of Goshen Farm.
- iii) Terry suggested that we handle these requests on a case by case basis and that a Membership be required.
- iv) Barbara offered to ask Chris Battista some questions related to usage/ rental for a non-profit. Barbara asked Michael and Lou to send her the questions to ask Chris.

c) Contract negotiations

- i) Roy asked that contracts negotiation and policy be discussed. Michael has asked for a contract from David Wallace, PE and Amy Taylor, Architectural Designer. He will have our Attorney review these contracts. More discussion ensued. Becky suggested that we have a group from the Board do research but have a policy that we do not pay contractors all of the money owed for a project “up front”; that we have a payment schedule. This would be an extension of the present Board policy that any contract has to be approved by the Board and signed by two Officers. Michael suggested that Christy be included in this group as she has experience in contracts. Erik made a motion to assign members to define and develop guidelines for what we need in contracts and how we will lay out a proposal. Michael Seconded. Michael volunteered to run the meetings remotely. The motion carried. Lou will assign members to this Ad hoc Committee. **(Action 397-06-20)**

d) Waiver for visitors to Goshen Farm

- i) Becky introduced the subject. Discussion ensued. No decision was made. Michael stated that we check with the CDC regarding upcoming concerts and waivers.

10) Review of New Actions Items from the Meeting

a) There were six new Action Items added this Meeting.

11) Final comments from the floor

a) Michael told Roy that he has Roy's reimbursement.

b) Michael talked to Karen and Stu today and they wanted Michael to let the Board know that the Irish Restaurant Company is taking advantage of the Wednesday to Friday street closures in Annapolis and the Jazz Perpetrators will be playing outside of Galway Bay Restaurant on June 28th, from 6-8 PM.

c) Erik let the Board know that Member and Bee Keeper, Warren Klug is getting married this coming weekend and is moving to Boston.

12) Adjournment

a) Becky made a motion to adjourn and Barbara seconded. The motion carried. The meeting adjourned at 10:15 PM.