

Goshen Farm Preservation Society
Board Meeting, July 15, 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 and July 15th 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: | July 15, 2020 | Time: 7:30 | 7:44 PM |
| Location: | GoToMeeting Teleconference | | |
| BOD Attending: | Louis Biondi, Michael Buchet, Linda Beck, Roy Benner, Becky Benner, Sharon Biondi, Terry Brandon, Erik Wallace, Barbara Morgan, Rose Mary Stocker and Christy Folderauer | | |
| Members Attending: | N/A | | |

- 1) Call to Order and welcome of Board Members. President Louis Biondi called the July 15, 2020 Board Meeting to order at 7:44 PM. The Meeting was held through GoToMeeting, Telecommunication Services.
- 2) Lou requested changes or additions to the agenda from Board Members.
 - a) Barb asked that a request from a 4th grade teacher for a virtual lesson on Goshen Farm be added to New Business b.
- 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.

Lou reported that he had heard from Bruce Lamartin, AACPS Risk Management Specialist stating that students who came to Goshen Farm to work on non AACPS projects were not covered by the AACPS Liability Insurance. He further stated that GFPS should make these students Members in order for the students to do their projects at Goshen Farm and be covered by the GFPS Liability Insurance. Last, Mr. Lamartin stated that doing this would not conflict with the language in our lease as these students were not involved in an AACPS activity. Lou sent this response out to the GFPS Board. Lou requested a motion that Bruce Lamartin’s response to Lou’s email regarding liability responsibility for students engaged in non AACPS sponsored assignments at Goshen Farm be incorporated into the July 15, 2020 Minutes. Michael so moved and Becky seconded. The motion carried.

- i) Lou stated that he had received a copy of an email from Darren Burns, Counsel for the BoE, to Dirk Schwenk, Counsel for GFPS. It indicated the Darren and Dirk had negotiated a seven-year lease extension and the BoE had been briefed on this extension. Darren would be sending Dirk the formal agreement the week of July 13th and the BoE should approve the agreement at their August 26, 2020 meeting.
- ii) As relates to GFPS Contract Policy, Lou reminded the Board that the Board had voted to adopt a policy regarding the signing of contracts in 2018. The policy was to

be put in language to add to the Society's By-laws and voted on by the Membership at the 2019 Annual Membership Meeting. As this did not happen, Lou suggested that the language adopted in 2018 should be used for the starting point for the Contract Policy Ad hoc Committee. Lou has asked Michael, Becky, and Christy to serve on this committee and they have agreed.

b) Vice President's Report – Michael Buchet (Report as submitted)

- (1) Michael discussed the continuing process of entering information into the new Quick Books System. Michael asked for informational consistency. Please print copies of financial information such as copies of a check on a full sheet. This helps with filing and keeping information together. He also requested that dating these sheets should be four digits for the year, two digits for the month and two digits for the day (example: 2020-08-12). Last he requested complete first and last name for entry into Quick Books be on every document submitted.
- (2) Michael received an invoice (#18265) for \$450.00 from Design Architect, Amy Taylor for her revised Farm House scale drawings. The Board had found some errors and Michael gave the corrections to Amy Taylor who then revised her drawings. Michael included the invoice and the scale drawings in his report packet for Board discussion. Unfortunately the Board did not receive Michael's report or these papers. He will send out again.
- (3) Michael is investigating a better teleconferencing system besides GoToMeeting. He is especially looking for a forum that allows vote tallying for purposes of clarifying votes on motions, etc.
- (4) Michael has completed his interviews with five CPAs. They are all QuickBooks pro advisors and all have small business and nonprofit experience. Some have construction project accounting experience for grants. He has received quotes from three. One is no longer being considered and he is waiting on Ken Burton for his quote. Michael sent a copy of their cost quotes to do the Quick Book set-up completion, taxes etc. to the Board. Michael reviewed the three quotes he received. Quotes received and duties performed varied from accountant to accountant. Discussion ensued.
- (5) Michael went back to the topic of hiring an accountant. Lou suggested that our budget did not include contracting for this service and some of the quotes are very "open ended" making comparisons difficult. Michael suggested that we have a Board Meeting with each accountant. Lou agreed that this might help define the quotes submitted by each accountant so we can make an informed decision. Lou directed the Board to review everything Michael has sent out regarding his accountant search and Barb Morgan's email attempting to do a comparison (Ken Burton's quote for services was attached to Barb's email in a response from Michael.). If there are questions after reviewing these quotes, then Board Members should send these questions out to all Board Members. When we have compiled these questions from the Board we will be ready to teleconference with each accountant and hopefully answer these questions.
- (6) (This report, June 17, from Michael is being left in these July Minutes so that it becomes an **Action Item** as Dave Wallace, PE and Amy Taylor, Architectural

Designer did not respond to Michael's request for formal proposals). 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) January 2020, 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. Should involve email, phone calls and possibly a virtual meeting. **(Action Item: 398-07-20)**

- 4) Treasurer's Report - Christy Folderauer (Report provided under separate cover)
 - a) Erik Wallace 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 Linda Beck. (The Board already tabled the Treasurer's reports from February, March, April and May at the May Board Meeting.) Discussion ensued. Becky had a question regarding a debit that was made in May. Michael responded that that amount was transferred to Savings by the Treasurer per our Board decision to move 25% of GFPS net income annually to the Savings Account. The motion carried. The balance in the checking account for June 30, 2020 was \$35,688.78.
- 5) Review/Approval of Minutes – June 17, 2020 Board Meeting Minutes
 - a) Erik made a motion to accept the June 17, 2020 Board Meeting Minutes with corrections. Michael seconded. There were five corrections to the Minutes. Becky still has questions about a website payment of \$156.00. This does not match any website related payments listed in Recurring Actions. Sharon will send Christy an email regarding this payment in order to verify what it was and if this needs to be updated on Recurring Actions. Sharon asked Erik if there were Beekeeper names that should be added to Recurring Actions. Erik stated that Kassie Shetler and Joyce Gooldy are new Bee Keepers. The motion to approve the Minutes with corrections carried.
- 6) Committee Reports
 - a) Building & Maintenance (Vacant)
 - b) Communications – Barbara Morgan (Report as submitted)
 - i) Barb reported that she has nothing to add to her report. There were no questions.
 - c) Education Committee - Terry Brandon (Report as submitted)
 - i) Terry had nothing to add to his report.
 - d) Events – Erik Wallace (Report as submitted)
 - i) Erik reported he has nothing to add to his report. He stated he believed that the Board concurred with Scott Powers' decision to cancel the remainder of the Summer Concert Series based on the Governor's and the County Executive's policy regarding outdoor gatherings during the Covid-19 Pandemic. Scott gave the bands 10 days' notice of the cancellation.
 - ii) Michael stated that per his conversation with our Attorney, Dirk Schwenk, we need to "memorialize" our policy on cancellations (not just for the Concert Series due to Covid-19) but a general policy regarding contracts verbal or written. This should be part of the Contract Ad hoc Committee's agenda.
 - e) Financial Development - Lou Biondi (Report as submitted)
 - i) Lou has nothing to add to his report. There were no questions.
 - f) Garden - Bob Nestruck (Report as submitted)

- i) Bob submitted his report but was unable to “attend” this Meeting.
- g) Grounds - Roy Benner (Report as submitted)
 - i) Roy reported that Member Bill Hays has been assisting him with grounds work averaging three days a week trimming the grounds, trails, correcting the mulching around the Memorial Grove trees and installing a new pipe foundation for the Martin House.
 - ii) Bill Hays, Paul Bunting and Roy moved two large file cabinets that were donated to the Farm House Pantry.
 - iii) The Gravely Mower continues to have numerous problems.
 - iv) Nathan Cavaliere, a student at BHS is performing Service Learning Hours at Goshen Farm. He is currently working on cleaning up the compost area clearing weeds and sifting compost. Terry or Roy will sign a monthly report for his school record of CS hours.
 - v) Barb mentioned to Roy that she is sending him an email with name and contact information from another young man who needs 20 Community Service hours. Roy stated that he is currently supervising three people doing service and he doesn't feel he or Terry are able to supervise another person. Lou mentioned he sent Roy an email regarding a Doug Dawson who needs Community Service hours. Lou is willing to supervise both of these people if he can arrange for them to come and work the same hours. Lou asked Roy for a list of assignments and Lou will contact them and let them know that they have to become Members so that they are covered by our Liability Insurance before they come to Goshen Farm to work.
 - vi) Last, Roy let the Board know that an anonymous donor is willing to donate \$2000.00 towards the purchase of a new mower. Roy shared the two mower cost-outs that he has narrowed his search. Both are giving GFPS discounts and the donated money will bring the cost down significantly. Michael has stated that we did not budget for a new mower in 2020. Lou stated that we will have to look for ways that we can purchase a mower. Roy will send the two final costs for the two mowers to the Board tomorrow.
- h) History & Research - Scott Powers (No report submitted)
 - i) Scott did not attend the Meeting.
- i) Membership -Becky Benner (Report as submitted)
 - i) Becky is working on the kayak ticket emails to update data base for the Mail Chimp List and send to Shannon at Color Fire.
 - ii) Becky is working on the revisions and edits to the GFPS Committee Chairs Guidelines.
 - iii) Last Becky continues to review our GFPS Website page by page looking for errors or updates. Lou suggested that Becky send edits and corrections directly to Shannon (per Shannon's suggestion).
 - iv) Becky's report shows 176 Membership Units for 2020.
- 7) Review of Action Items and Recurring Action Items
 - a) Five Action Items were completed and one Action Item was marked OBE.
 - b) Sharon will update Selective Insurance Policies information and put on Recurring Actions when she gets the payment amount and payment schedule from the Treasurer.

- c) Lou brought up **Action Item 395-06-20**. He contacted Bruce Lamartin and Bruce said if a teacher was at Goshen Farm with a student(s) they are covered under AACPS Liability Insurance. There is nothing that stops their parents from suing. Additionally, if a Member of GFPS is working on a non AACPC Program, there is nothing to stop a parent from suing GFPS. As part of a recognized AACPS activity the issue that Education Chair, Terry Brandon, brought up at the May Board Meeting is: If students are part of a AACPS Program (The Environmental Literacy Program) working on a Hydroponics Project, and the students are up at Goshen Farm working independently without supervision on site of AACPS personnel, then do they need to become Members? Discussion ensued. The matter was not resolved.
 - d) As relates to **Action Item: 397-06-20**, Lou sent out an email requesting that Board Members volunteer to serve on the Contracts, Proposals and Payment Schedule Policy Ad hoc Committee. He heard back from Michael Buchet only. During this discussion, he asked Becky and Christy if they would serve on this Ad hoc Committee and they agreed to serve. Lou will serve as well.
 - e) As relates to the **Recurring Action for Selective Insurance**, Michael asked why this information was not on **Recurring Actions**, Sharon explained that she cannot complete this until she has received the payment amounts and payment dates for our two policies. Christy stated she would send this information out to me tomorrow. Lou also asked Christy if she could check on having the AACPS as a co-insured on our Selective Policy. Christy will talk to Robert Ehm about this as well.
- 8) On-going Business
- a) Board pictures will be taken when we convene a regular Meeting.
 - b) Summer Concert Series has been cancelled for 2020.
 - c) Lou sent out an email response from Carol Benson regarding the Four Rivers Area boundary expansion status to the Board.
 - d) Lou sent out to the Board Darren Burns update on our Lease extension which will be voted on at the August 26, 2020 BoE Meeting.
 - e) Matching Grant update -Lou commented that he received a generous \$500.00 check from Dirk Schwenk for our Matching Grant. For documentation purposes, Dirk sent Sharon Biondi an email verifying that his donation was for the Matching Grant. (Sharon forwarded Michael this email to provide Matching Grant documentation for the donation.) Lou has asked Shannon from Color Fire, to work out the issue with the drop down button that says "Matching Grant".
 - f) Lou also asked Becky if she had gotten back a response from AACPS regarding getting their signage used on AACPS property. She has not.
 - g) Michael presented Amy Taylor's invoice for the final architectural drawings. He put the drawings on the screen for viewing. Discussion moved to New Business, d.
- 9) New Business
- a) Lou asked Becky about her ongoing search for a "waiver" that we could use at events. Becky stated that Lou Facciponi, in an email, suggested that GFPS have a "waiver" to present to visitors at Goshen Farm events; particularly covering liability for Covid-19 exposure. Becky has gathered four examples of "waivers" from different organizations. Her scanner is currently inoperative and she will send these examples out to the Board

when this is resolved. Lou suggested that she drop the “waiver” examples off to him for scanning.

- i) Terry mentioned that we have outside groups coming to the Farm such as the St. Andrew Men’s Club, the St Andrew’s Youth Groups for a several day Summer Camp (cancelled this summer), and various other requests for use of the Goshen Farm this spring. We need to have a Covid-19 Policy in place (with a “waiver”) in anticipation of these requests. Lou suggested that he, Terry and Roy meet at the Farm and brainstorm this policy and how to notify these groups regarding our Covid-19 Policy. **(Action Item: 399-07-20)**
 - b) Barb discussed the request from a 5th grade teacher, Tabitha Bathras, who wanted to coordinate a virtual lesson on the history of Goshen Farm. She had originally contacted History Chair, Scott Powers. Barb received her email and she sent the 5th grade teacher her email for communication purposes. Terry volunteered to work with this teacher during the day on “history and preservation of Goshen Farm”. Terry will contact this teacher. **(Action Item: 400-07-20)**
 - c) Michael asked Barbara if Shannon at Color Fire can fix the drop down button identifying donations for the Matching Grant as they are not identified even with this button added. Shannon stated that she will have to create an “item” on the donation pages to identify Matching Grant. The problem is that we still have old “items” that need to be removed before she can do this. Shannon can send out a screen shot of these old “items”. Barbara will work with Shannon and Board Members to identify old “items “ no longer used to be removed. **(Action Item 401-07-17)**
 - d) **Michael** did a screen share of Amy Taylor’s last invoice. Discussion ensued. Roy stated that GFPS paid Amy Taylor \$1200.00 last January and he thought that covered all of her work. Michael stated that the \$1200.00 payment was for her work in 2019 for her visits to the Farm House and her preliminary drawings. This invoice (#18265) for \$450.00 is for the revised final Farm House scale drawings. In question with these final drawings is the “line drawing” describing the basement excavation. Michael suggested that we hold back \$100.00. Discussion ensued. Michael made a motion that we pay Amy Taylor a partial payment of \$350.00 for invoice #18265 and hold \$100.00 back to complete revisions of drawings regarding our concerns with the drawings of the excavations to be discussed with Dave Wallace and Amy Taylor. This was seconded by Sharon. Motion carried. Michael will talk to Amy Taylor and advise her of this reduced payment.
- 10) Review of New Actions Items from the Meeting
 - a) There were four new Action Items added this Meeting.
 - 11) Final comments from the floor
 - a) None
 - 12) Adjournment
 - a) Michael made a motion to adjourn and Becky seconded. The motion carried. The meeting adjourned at 10:16 PM