

PRINCETON HOUSING AUTHORITY
MINUTES OF THE EXECUTIVE SESSION MEETING
April 4, 2018

The members of the Board of Commissioners of the Princeton Housing Authority met in executive session at the Princeton Municipal Building, 400 Witherspoon Street, Princeton, New Jersey.

The meeting was called to order at 1:00 p.m. by Acting Chairperson Sipprelle and upon roll call, those present and absent were:

Present: Commissioners Newlin (via telephone), Sipprell, Logan, McGowan, and Weiss,
Attorney Cochran
Absent: Commissioners Pannell and Tuck-Ponder; Liaison Liverman
Guest: Diane Johnson, former Director of HUD- Newark, NJ

Upon motion made by Ms. Logan and seconded by Mr. Weiss, a resolution approving the exclusion of the public from the executive session pursuant to *N.J.S.A. 4:10-12(b)(7)* was unanimously adopted by roll call vote.

Attorney Cochran reported that the Lakewood Housing Authority (“LHA”) had approved the changes to the March 12, 2018 letter from counsel for LHA that the Commissioners requested at the March 27, 2018 meeting and distributed the Amendment to Intergovernmental Service Agreement for Management Services between PHA and LHA (the “Shared Services Agreement”). After a brief discussion, upon motion made by Mr. McGowan and seconded by Ms. Sipprelle, a resolution approving the entry into the Amendment to Intergovernmental Service Agreement was unanimously adopted by roll call vote.

Acting Chairperson Sipprelle then called upon invited guest, Ms. Diane Johnson, former Director of HUD for New Jersey, to discuss her recommended course of action for PHA in light of the withdrawal from the Shared Services Agreement with LHA. Ms. Johnson stated that if she was retained by PHA to provide consulting services, her first order of business would be to meet with Mr. Parsons to secure all of the PHA information technology details from Mr. Parsons (*e.g.*, passwords, IT inventory and contracts, etc.) to ensure the continued operation of management and HUD reporting. She then stated that she would recommend the hiring of a full time, on-site, person to perform many of the duties of an Executive Director, but principally interacting with tenants on policy matters on a day-to-day basis. In addition, she would recommend hiring a part-time person with extensive Executive Director experience to perform the accounting and HUD reporting duties that have been handled by Mr. Parsons. Ms. Johnson suggested that this two tiered interim approach would serve two purposes. First, by having a full time individual knowledgeable with tenant relations issues, many of the concerns raised by tenants during the Public Comment period of the March 27, 2018 regular meeting of the Board could be addressed on an ongoing basis. Second, by having a part time individual to handle the accounting and HUD reporting duties, all of the responsibilities of a full time Executive Director would be achieved at a significant cost savings. As she explained, the proposed full time position could be

filled at a salary much less than that of a full time experienced Executive Director. The responsibilities that the full time employee was not capable of performing could be handled by a seasoned Executive Director on a part time basis. She opined that the combined cost may be slightly more than PHA is now paying under the Shared Services Agreement, but that PHA would greatly benefit from having a full time policy manager on site, as opposed to the once a week on site services provided under the Shared Services Agreement. She also stressed that both proposed employee contracts be relatively short term (*i.e.*, not to exceed one year) to enable the Board to evaluate the success of the structure as well as to allow for the possibility of hiring a full time Executive Director in 2019. Ms. Johnson explained that, if she was retained, she would oversee the proper advertising of these positions, the interviewing process (together with a personnel subcommittee of the Board) and assist counsel with the negotiation of contract terms with successful applicants.

Ms. Johnson further related that she intends to conduct a thorough examination of PHA's operational systems, including current staff, methods of operation, etc. and would make recommendations to the Board, as needed, for any revisions to make PHA more cost efficient and more effective at service delivery.

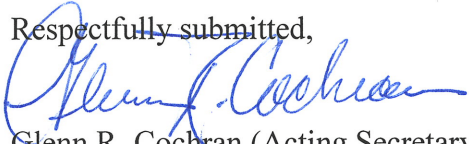
In addition, Ms. Johnson will supervise the RAD conversion process. She proposed as an initial step in that process that she convene the RAD consultant to PHA, Mr. Richard Ginnetti of the Brooke Group, LLC, Mr. Cochran, as counsel to PHA and the Board for a thorough review of the status, consequences and future obligations of the RAD conversion.

Following her presentation, Ms. Johnson presented the Board with her proposed retainer agreement. Initially, the Board inquired of Ms. Johnson where the funds to pay the retainer amount would come from the current budget. Ms. Johnson replied that she did not believe that she would need until July 31, 2018 to perform all of the services she envisions performing. Because the language of the Shared Services Agreement allows PHA to cancel the agreement, a portion of the money would come for the earlier termination of the Shared Services Agreement and the savings of approximately \$5,500 per month. During the ensuing discussion of its terms, Ms. Johnson agreed to the following changes to the form: 1) The retainer amount will not be non-refundable. Instead, any unused portion of the retainer will be refunded at the conclusion of her services; and 2) her expense reimbursement provision will eliminate any reimbursement for travel expenses (*e.g.*, fuel, tolls, parking) within New Jersey in the performance of her consulting services. PHA would remain responsible for travel expenses if, for example, the Board requested Ms. Johnson to attend an out of state conference or meeting.

Following the negotiation of amendments to the form retainer agreement, upon motion made by Ms. Sippelle and seconded by Ms. Logan, the Board unanimously adopted a resolution to enter into the retainer agreement with Ms. Johnson for the provision of consulting services.

There being no further business, at 2:10 pm, a motion to adjourn was made by Ms. Logan and seconded by Ms. Sippelle. All approved.

Respectfully submitted,



Glenn R. Cochran (Acting Secretary)