

**NEEDHAM HOUSING AUTHORITY  
BOARD OF COMMISSIONERS**

**MINUTES**

**NHA REGULAR BOARD MEETING  
HIGH ROCK HOMES LLC BOARD MEETING  
Thursday, December 16, 2021, 7:30 PM**

**ROLL CALL BY CHAIR FOSTER TO CONVENE THE REGULAR MEETINGS**

**COMMISSIONERS PRESENT:**

Chair Reginald C. Foster  
Vice-Chair Eleanor Evans  
Treasurer Ed Scheideler  
Commissioner Penny Kirk  
Commissioner Janice Bennett

**NHA STAFF PRESENT:**

Angie Medeiros, Executive Director

**GUESTS:** Jonathan Driscoll, NHA General Counsel,  
Jeff Driscoll, Mass NAHRO Trainer, and Executive Director of Medford Housing Authority

Chair Foster called the meeting to order at 7:34 PM and roll called Commissioners present at the December 16, 2021, NHA Regular and HRH LLC Board meetings. The Secretary of the Needham Housing Authority (NHA) provided adequate notice of this meeting by preparing a Public Notice dated December 10, 2021, setting forth the meeting's date, time, and place. Said notice was filed with the Clerk of the Town of Needham and provided to persons requesting it.

**AGENDA – REGULAR NHA BOARD & HRH LLC MEETINGS**

**CHAIR'S ANNOUNCEMENTS:**

Chair Foster announced that in the ARPA (the American Rescue Plan Act) Bill that Governor Charlie Baker signed two days ago, contains a grant of \$1.25M earmarked for the Needham Housing Authority. He stated that Executive Medeiros will look into any restrictions on the funds. Chair Foster stated that this is in addition to the \$1.5M from the Partnership for Growth Bill, which passed in January 2021. He stated that he would let Cambridge Housing Authority know about this anticipated funding so they can evaluate how it fits into the Linden-Chambers redevelopment project.

Chair Foster welcomed Jonathan Driscoll, NHA General Counsel, and Jeff Driscoll, Mass NAHRO Trainer, and Executive Director of Medford Housing Authority.

**RESIDENT/TENANT INPUT:**

Sue Biasizzo commented that she attended the Webinar hosted by Cambridge Housing Authority. She stated that she found it to be very, very informative. They were able to answer some very basic questions. She also stated that Executive Director Medeiros will post the recording on the NHA website. She added that it is important that residents understand how important their input is to this initiative.

Chair Foster stated that yesterday as part of the NHA’s process of getting up to speed with the modernization and redevelopment initiative, there were two resident presentations with Cambridge Housing Authority: one at 12pm and one at 5pm. He stated that quite a few people tuned into the webinar.

Ross Donald spoke about the recent news story on the trial of Tammie Galloway who was found guilty of the 2017 murder of 81-year old resident of Needham Housing Authority, Laura Shifrina. He stated that he had attended the pre-trial motion and most of the trial. He stated that some of the issues that will come out of this will persist. He mentioned that there was a drug overdose death in April and expressed concern that mental health needs of residents are being met. Mr. Donald also stated that he had a difficult time gaining access to the community space at 5 Chambers and that he hopes this can be resolved.

Chair Foster noted that this tragedy happened in May of 2017 and that it was a terrible time for the Needham Housing Authority. He suggested that Executive Director Medeiros distribute information on this to the residents of Linden and Chambers who might not have heard the news.

### **AGENDA AND DISCUSSION**

Chair Foster announced that we are starting with eight motions and associated agenda items that Commissioners Scheideler and Kirk have submitted, some carried over from the 11/18/2021 Board meeting and some newly proposed.

Chair Foster suggested the follow process: the proponent of each motion will present it and offer her/his rationale for its adoption. Chair Foster will then ask Jonathan Driscoll to comment from a legal point of view, followed by Jeff Driscoll’s comments from a board best practices point-of-view. Next, Commissioners will in turn offer their comments, questions or opinions on the motion. Last, the Board would take a vote.

The commissioners agreed that this was a good approach.

Commissioner Scheideler went first. He is the proponent of the 1<sup>st</sup> motion (along with Commissioner Kirk) which was moved and seconded (by Commissioner Bennett) at the 11/18/2021 Board meetings. This motion was tabled and carried forward to this meeting, so the Board could hear GC Jonathan Driscoll’s advice first-hand.

#### **A. Commissioner Scheideler moved and Commissioner Bennett seconded a motion:**

##### **RESOLUTION #2021-191**

“To acknowledge the Board of Commissioners oversight and exit interview authority, per MGL c. 121B section 7, as follows:

From the NHA Human Resource Policy, remove the wording [from Article VIII, A.2 on page 14]: ‘the authority to hire all other personnel shall rest with the Executive Director, and replace that wording with:

‘The Board of Commissioners may employ counsel, an executive director who shall be ex officio secretary of the authority, a treasure who may be a member of the authority and such other officers, agents and employees as it deems necessary or proper, **and shall determine their qualifications, duties and compensation**, and may delegate to one or more if its members, agents or employees such powers determined upon by it. Reference MGL c. 121B section 7 authority granted to the Board of Commissioners by the Massachusetts Legislature with MGL c 121B section 7.

The Board of Commissioners will delegate, to the Executive Director, the responsibility to perform all duties with regard to hiring staff.”

**Discussion of the Motion:**

Commissioner Scheideler then presented his rationale supporting the need to pass this motion. He then expressed his opinion and reasoning why Attorney Jonathan Driscoll’s memorandum and analysis dated 11/8/2021, recommending that the motion not be approved, did not adequately cover the motion at hand.

Jonathan Driscoll and Jeff Driscoll spoke next, seeking to understand Commissioner Scheideler’s logic. Then then re-iterated and expressed their reasoning and opinions for why they still thought it unwise for the Board to adopt this motion, both from a legal perspective and a board best practices perspective.

A debate ensued between the two Driscolls and Commissioner Scheideler. Commissioners Kirk, Evans and Bennett joined in from time-to-time, posing their questions, making comments and expressing opinions. Numerous points were made and topics discussed, including collateral effect on motions to be considered later on the agenda. Related, tangential and ancillary issues and matters were raised and discussed with respect of the NHA Human Resource Policy. Executive Director Medeiros also provided her comments and opinions.

To close the debate, Chair Foster asked our experts, having listened to the debate, to again state for the record their opinions/recommendations. NHA General Council Jonathan Driscoll recommended that the motion not be adopted from a legal point-of-view. Jeff Driscoll recommended that the motion not be adopted from a board best practices point-of-view. Following the Driscolls’ statements, Chair Foster then presented his analysis and opinions with respect to the motion (which he had heretofore not expressed tonight.)

Chair Foster then asked the proponent Commissioners Scheideler if, in light of the discussion, he wished to withdraw his motion, given the preceding discussion. He did not.

**Vote on the Motion**

After approximately 1 hour 25 minutes of debate and discussion, Chair Foster called for a roll call vote on Commissioner Scheideler’s motion that had been seconded by Commission Bennett:

Roll call vote:

Commissioner Kirk, abstain;  
Commissioner Scheideler, aye;  
Commissioner Evans, no;  
Commissioner Bennett, aye;  
Commissioner Foster, no.

**Chair Foster announced that the motion had failed. The vote was 2 yes, 2 no, and 1 abstention.**

**B. Commissioner Scheideler moved and Commissioner Bennett seconded the following motion:**

**RESOLUTION #2021-192**

“That the Needham Housing Authority Board of Commissioners create an Exit Interview Committee to communicate with all departing staff.”

**Discussion of the Motion:**

As proponent of the motion, Chair Foster asked Commissioner Scheideler to go first. Commissioner Scheideler explained his rationale and reasoning for passing this motion.

Chair Foster next asked GC Jonathan Driscoll to give his opinion and recommendations with respect to the motion and the rationale therefore, which he did. Chair Foster then asked Jonathan Driscoll to give his opinion and recommendations, which he did. Neither person recommended that the Board adopt this motion, and each presented various reasons for why approving the motion was not a good idea.

Attorney Driscoll stated that that he’s working on a model contain are specific metrics that can be used to evaluate the competency of and success of the Executive Director without needing to conduct exit interviews for staff. Commissioner Scheideler expressed interest in reviewing the model when it is available.

A debate continued between the two Driscolls and Commissioner Scheideler. Commissioners Kirk, Evans and Bennett joined in from time-to-time, posing their questions, making comments and expressing opinions. Executive Director Medeiros also provided her comments and opinions.

After approximately 60 minutes of debate, Chair Foster determined that the motion had been thoroughly discussed from all points of view. He then presented his analysis and opinions with respect to the motion.

Chair Foster then asked the proponent Commissioner Scheideler if, in light of the discussion, he wished to withdraw his motion, given the preceding discussion. He did not.

To close the debate, Chair Foster asked our experts, having listened to the debate, to again state for the record their opinions/recommendations. NHA General Council Jonathan Driscoll recommended that the motion not be adopted from a legal point-of-view. Jeff Driscoll recommended that the motion not be adopted from a board best practices point of view.

#### **Vote on the Motion**

Commissioner Scheideler asked for a point of information, but Chair Foster did not understand his request. Thereafter, Chair Foster called for a vote on Commissioner Scheideler’s motion that was seconded by Commission Bennett:

##### Roll call vote:

Commissioner Bennett, aye;

Commissioner Evans, no;

Commissioner Scheideler, abstain (stating he wanted to see GC Driscoll’s model);

Commissioner Kirk, abstain;

Commissioner Foster, no.

**Chair Foster announced that the motion had failed. The vote was 1 yes, 2 no, and 2 abstentions.**

Before moving to the next agenda item and in light of the failure of the motion, Chair Foster wanted to be sure Commissioners Scheideler and Kirk were aware of an effect of their votes to abstain. Since the Board is considering the adoption of Roberts Rules of Order – Newly Revised (RONR) later in the agenda, bringing up again an identical motion would not be favored by RONR. Commissioner Scheideler responded that he understood.

**C. Commissioner Scheideler moved and Commissioner Kirk seconded the following motion:**

#### **RESOLUTION #2021-193**

“To direct the Board Chair to give written instruction from the Board [to the Executive Director] that the vacant position of Director/Manager for the Afterschool Program, as described in the motion passed at the October Board meeting, be posted immediately.”

#### **Discussion of the Motion:**

As proponent of the motion, Chair Foster asked Commissioner Scheideler to go first. Commissioner Scheideler presented his rationale and reasoning for the Board to adopt this motion.

After listening to Commissioner Scheideler’s rationale and reasoning, GC Jonathan Driscoll, seeking additional context for, asked several questions. He then stated that since he is not familiar with the original creation and present day operations of the Afterschool program (until it was shut down in March 2020 by the pandemic), he does not have enough information to present an opinion from a legal point of view at this time.

Jeff Driscoll asked some further questions. He noted that, even though he was not attending tonight in a legal capacity, he had previously been the NHA Legal Counsel, so he would offer his legal opinion. He recounted his familiarity with the Afterschool Program in its early years, and also with Ms. Kirk, whom he came to know when she was Resident Services Director. He complemented Ms. Kirk’s work at the time. But, although it is Jonathan Driscoll’s final call (as current NHA legal counsel), he (Jeff Driscoll) would have a legal concerns with the motion. The Board could be at some risk, since the motion and its strong advocacy by three commissioners could appear to be a “guise” to terminate a NHA employee (the existing Afterschool Program Director) so that their favored candidate can be hired as his replacement. If three board members of the Medfield Housing Authority came to him (Jeff Driscoll), and behaved the way that has been described tonight by Commissioners Scheideler, Kirk and Bennett, he (as MHA’s current executive director) would feel inappropriately “pressured” by his board members.

Jeff Driscoll continued, expressing addition negative opinions on the motion from a best practice point-of-view. He added his observations on the apparent dysfunctionality of the NHA Board that have been revealed during the course of the evening. He provided several examples of NHA Board dysfunctionality. He made several recommendations for improving board communications, board relations with the executive director and staff, and board practices.

Jonathan Driscoll then added further comments and opinions, supporting the observations and comments by Jeff Driscoll.

A debate continued between the two Driscolls and Commissioner Scheideler. Commissioners Kirk, Evans and Bennett joined in from time-to-time, posing their questions, making comments and expressing opinions. Executive Director Medeiros also provided her comments and opinions.

After approximately 50 minutes of debate, Chair Foster determined that the motion had been thoroughly discussed from all points of view. He asked the Driscolls if they could give the Board their recommendations with respect to this motion. GC Jonathan Driscoll said that, after listening to the discussion, he still couldn’t offer a specific legal opinion, but he urged the Board to consider the sentiments he (GC Driscoll) had expressed with respect to this issues underlying this motion. Jeff Driscoll said he agreed with Jonathan Driscoll, adding (with all due respect) that he thinks the Board and the Executive Director need to do a better job of working together as a team.

Chair Foster then presented his analysis and opinions with respect to the motion.

**Motion and Vote**

After addressing a point of information from Commissioner Scheideler, Chair Foster called for a vote on Commissioner Scheideler’s motion that was seconded by Commission Kirk:

Roll call vote:

- Commissioner Evans, no;
- Commissioner Scheideler, yes;
- Commissioner Kirk, abstain;

Commissioner Bennett, yes;

Commissioner Foster, no.

**Chair Foster announced that the motion had failed. The vote was 2 yes, 2 no, and 1 abstention.**

**D. Postponement of the Rest of the Agenda to the January 2022 Board Meeting**

Chair Foster noted that it is now 10:55pm, noting that the board should adjourn soon due to the lateness of the hour. He noted that agenda has three more motions from Commissioner Kirk to consider, plus ten other regular, normal agenda items to cover. Before any further discussion, Commissioner Scheideler immediately made a motion to adjourn forthwith, seconded by Commissioner Bennett. After discussion of the urgency of approving the two Warrant resolutions so the NHA could pay its bills on time, Commissioner Scheideler was persuaded to amend his motion to adjourn: to take effect after the approval of the two Warrants. The other commissioners concurred with postponing the rest of tonight’s agenda items to the January 20, 2022 Board meeting.

Chair Foster thanked the Driscolls for their participation tonight and for their sticking with us for the 3+ hour debate over the three motions considered. He expressed appreciation for all their advice and counsel, and the constructive spirit in which it was offered. The other commissioners chimed in, each expressing her/his deep appreciation as well. The Driscolls left the meeting at approximately 11pm.

**E. RESOLUTION #2021-19**

Upon a motion duly made by Commissioner Foster and seconded by Commissioner Kirk to approve payment of the bill roll/check roll listed on the Warrant dated December 16, 2021, in the amount of \$528,453.19.

**The motion carried. The vote was unanimous 5-0.**

**F. RESOLUTION #2021-41**

Upon a motion duly made by Commissioner Foster and seconded by Commissioner Bennett to approve payment of the bill roll/check roll listed on the Warrant dated December 16, 2021, in the amount of \$15,827.36.

**The motion carried. The vote was unanimous 5-0.**

**G. Adjournment**

At approximately 11:03 PM, Commissioner Scheideler moved, and Commissioner Bennett seconded the motion to adjourn the NHA Board meeting of December 16, 2021.

**The motion carried. The vote was unanimous 5-0.**

**Minutes Prepared by**

Cheryl Gosmon