



Cathy Hoog, Executive Director

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**MINUTES OF THE
REGULAR BOARD OF DIRECTORS MEETING
WITH PUBLIC HEARING ON DRAFT STATE ANNUAL PLAN/
CAPITAL IMPROVEMENT PLAN
WEDNESDAY, JUNE 11, 2025
6:00 p.m.**

I. Called Meeting to Order at 6:05 p.m.

This meeting was a hybrid meeting.

II. Roll Call

Present

Veronica Miranda
Aaron Paternoster
Doneeca Thurston-Chavez
Emily Ullman

Absent

Romell Kidd was absent at roll
call – arrived late)

Also Present: Cathy Hoog, Executive Director, Gary Dean, Director of Maintenance, Debra Tucker, Assistant Executive Director, Anne Cameron, Executive Assistant, Massiel Garcia, Finance Director, Maureen Thomas, Director of Public Housing, Joshua Bocko, Assistant Director of Public Housing

Patric Bishop, Maintenance Staff

Public Hearing on State Annual Plan/Capital Improvement Plan

Public Hearing was held June 11, 2025 at the Regular Board Meeting for comment on the State Annual Plan/Capital Improvement Plan. LTO comments from the LTO /SHA meeting are attached.

Gene Collins – Pioneer Terrace, Salem commented as follows:



One of the things I was wondering is that the renovations over at Bertram been on the books for 4 years. I don't see that there was some mention of it, but there was no really concerned as to addressing the issues over there. I'm not even going to talk about Pioneer Terrace because no one over there wanted to to get involved with this. So that's where we stand. I think that we need to address the plan a little bit more diligently. I think that there should be some more involvement into looking at some of the renovations that we asked for over the years. I would conclude by saying, as usual, Thank you.

Aaron Paternoster: Thanks, Gene

Cathy Hoog: Thanks Gene.

State Annual Plan//Capital Improvement Plan

Cathy Hoog presented to the Board the State Annual Plan/Capital Improvement Plan for approval.

Romell Kidd moved to approve the State Annual Plan/Capital Improvement Plan as presented. Veronica Miranda seconded the motion and the vote is as follows:

Ayes

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Nays

III. Tenant/Public Engagement

Ann Friedgen. Bertram Terrace, Salem

First, I plan to say thank you to Gary and his team because I discovered a bunch of water. I sent an email at 2 o'clock in the morning and at 7:30 a.m. I heard from him, and he got right on it. From going to the statewide tenants meetings, I know that other housing authorities are not nearly as responsible .and responsive as our Maintenance Team is and the same is true in the private sector.

Regarding Bertram Terrace and the Capital Improvement Plan, I think I'll put some of my ideas in writing. Bertram is small, and we kind of get shoved under the rug even with our LTO. So, as the LTO Tenant Representative suggests, I'll submit them in writing.

Thank you for giving me this opportunity to speak this evening.

Aaron Paternoster – Thank you Ann.

Cathy Hoog – Thank you Ann.

Anne Cameron – Executive Assistant – Please see Comments attached hereto.

IV. Minutes of Previous Meeting(s)

Aaron Paternoster moved to approve the minutes of the Regular Board Meeting of May 14, 2025. Doneeca Thurston-Chavez seconded the motion and the roll call vote was as follows:

Ayes

Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Nays

Veronica Miranda

SEE ATTACHED SUMMARY OF THE MINUTES OF THE REGULAR BOARD MEETING JUNE 11, 2025, ARTICLES V. - XIII

V. Executive Director Report

- Executive Director Report – June 2025

VI. Communications

- Mass NAHRO Newsletter – May/June
- Updated Waitlist
- SHA Department Reports (Move In, Move Out, State and Federal, CHAMP Report, Modernization Report, Voucher Report, Family Self-Sufficiency Program Report (Quarterly), Resident Service Coordinator Reports and Completed Work Orders for Month of May 2025)
- Mandatory Board Member Training - Report
- Communication from Cathy Hoog to Board of Directors relative to information request from Veronica Miranda and Aaron Paternoster
- Data on Evictions
- Draft Salem Housing Authority Internal Control Policy

VII. Reports of the Committees

Good evening, Board Members and thank you for giving me this opportunity to speak this evening.

I handed out an email that I sent to Aaron on Thursday, June 5, 2025, and I copied Cathy on. I would appreciate it if you would all take a minute to read it. I also texted Aaron the same day and conveyed to him that I sent him an email and that I would appreciate if he would read it.

I am asking you not to put the proposed change to the SHA By-Laws by Veronica before the SHA Board as 1. The change the Chair is proposing is part of my job description and job responsibilities, 2. It falls under the purview of the day-to-day operations and business of the SHA and 3. the board cannot by-pass my direct supervisor to change my job description. A vote that initiates changing my job description is not the role of the Board and will unfortunately put me in a position to seek legal advice to protect my livelihood, 13 years of dedicated service.

I will also add that we had conversations about this months ago for months and months with all board members present and I thought we were moving forward not going backwards and moving towards working collaboratively with the SHA and supporting the agency that I all of my dedicated co-workers who put forth so much effort, hard work and love for the work they perform each and every day to provide subsidized housing for all of our tenants, residents, Section 8 participants and voucher holders.

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See Summary Attached hereto.

VIII. Recommendations of the Chair

There were no recommendations of the Chair.

IX. Report of the Treasurer

Bills

Cathy Hoog presented the Bills for the period May 1, 2025 through May 31, 2025 to the Board of Directors.

Doneeca Thurston-Chavez moved to approve the bills for the period May 1, 2025 through May 31, 2025 as presented. Emily Ullman seconded the motion and the **roll call** vote was as follows:

Ayes

Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Nays

Veronica Miranda abstained from voting.

Balance Sheet and Statements of Revenues and Expenses

The Balance Sheet and Statements of Revenue and Expenses includes any variances in the budget at this point in time

Doneeca Thurston-Chavez moved to accept the Balance Sheet and Statements of Revenues and Expenses prepared by Rick Fenton of Fenton, Ewald & Associates, P.C.

for seven (7) months ending April 30, 2025. Romell Kidd seconded the motion and the **roll call** vote was as follows:

Ayes

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

X. Unfinished Business

Doneeca Thurston-Chavez moved to approve the minutes of the Regular Board Meeting of February 12, 2025. Veronica Miranda seconded the motion and the roll call vote was as follows:

Ayes

Nays

Veronica Miranda

Aaron Paternoster

Romell Kidd

Doneeca Thurston-Chavez

Emily Ullman

Veronica Miranda moved to approve the minutes of the Special Board Meeting of March 4, 2025. Romell Kidd seconded the motion and the roll call vote was as follows:

Ayes

Nays

Veronica Miranda

Aaron Paternoster

Romell Kidd

Doneeca Thurston-Chavez

Emily Ullman

Romell Kidd moved to approve the minutes of the Special Board Meeting of April 9, 2025 with the addition and inserting of Veronica Miranda's words discriminatory and defamatory on page 3, paragraph 2. Doneeca Thurston-Chavez seconded the motion and the roll call vote was as follows:

Ayes

Nays

Veronica Miranda

Aaron Paternoster

Romell Kidd

Doneeca Thurston-Chavez

Emily Ullman abstained from voting.

XI. New Business

Audit Presentation by CBIZ

Authorization to Request a Waiver from EOHLC to keep Unit 209, 27 Charter Street for Use of Office Space for the Salem Housing Authority

Cathy Hoog requested that the Board of Directors authorize her to request a Waiver from EOHLC to keep Unit 209 at 27 Charter Street Off-Line for the Use of Office Space for the Salem Housing Authority.

Doneeca Thurston-Chavez moved to authorize Cathy Hoog to Request a Waiver from EOHLC to keep Unit 209 at 27 Charter Street off-line for the Use of Office Space for the Salem Housing Authority. seconds the motion and the **roll call** vote was as follows:

Ayes

Nays

Veronica Miranda

Aaron Paternoster

Romell Kidd

Doneeca Thurston-Chavez

Emily Ullman

Authorization to Request a Waiver from EOHLC to keep Unit 210, 27 Charter Street for Use of Office Space for the Salem Housing Authority

Cathy Hoog requested that the Board of Directors authorize her to request a Waiver from EOHLC to keep Unit 210 at 27 Charter Street off-line for the Use of Office Space for the Salem Housing Authority.

Veronica Miranda moved to authorize Cathy Hoog to Request a Waiver from EOHLC to keep Unit 210 at 27 Charter Street Off-Line for the Use of Office Space for the Salem Housing Authority. Romell Kidd seconded the motion and the **roll call** vote was as follows:

Ayes

Nays

Veronica Miranda

Aaron Paternoster

Romell Kidd

Doneeca Thurston-Chavez

Emily Ullman

Bid for Floor Covering and Repair Service

Cathy Hoog presented the Bid for Floor Covering and Repair Service to the Board of Directors for acceptance.

Veronica Miranda moved to accept the lowest responsive and responsible bid of \$99,305.00 for as needed work from MassFloors, Inc. for Floor Covering and Repair

Services. Doneeca Thurston-Chavez seconded the motion and the roll call vote was as follows:

Ayes

Nays

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Request for Proposals –Authorization to issue a Request for Proposals to Select a Developer, 17-27 First Street, Salem, MA

Cathy Hoog requested authorization from the Board of Directors to issue a Request For Proposals to Select a Developer for the 8.3 acre portion of 10 acres of land at 17-27 First Street, Salem, MA.

Doneeca Thurston-Chavez moved to authorize Cathy Hoog, Executive Director to issue a Request For Proposals to select a developer for the 8.3 acre portion of 10 acres of land at 17-27 First Street, Salem, MA. .Romell Kidd seconded the motion and the roll call vote was as follows:

Ayes

Nays

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Employee Check-Signing and Security Policy

The Board will review the current Employee Check-Signing and Security Agreement Policy. Members will consider reverting to the version in place prior to February or affirming the recent changes. Input will be gathered on effectiveness, oversight, and internal controls.

Aaron Paternoster moved to refer the Employee Check Signing and Security Policy to the Policy Sub-Committee . Veronica Miranda seconded the motion and the roll call vote was follows:

Ayes

Nays

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez

Emily Ullman abstained from voting.

Bylaw Changes

Proposal to amend the bylaws to include the following sentence under Article 2, Section 6:

“The Board may, at its discretion, appoint or contract with an individual or service to assist with recording and preparing meeting minutes.”

There was no vote taken by the Board. See summary attached.

Use of Public Funds – Pre-2004 Monies

Request for a legal opinion from SHA counsel regarding the use of pre-2004 public funds and any compliance considerations.

Veronica Miranda moved to authorize Cathy Hoog to request a legal opinion from Salem Housing Authority’s Counsel regarding the use of Pre-2004 Section 8 Monies. Aaron Paternoster seconded the motion and the roll call vote was as follows:

Ayes

Veronica Miranda
Aaron Paternoster
Romell Kidd
Doneeca Thurston-Chavez
Emily Ullman

Nays

Procurement Compliance

Request for a legal opinion or summary letter from SHA counsel regarding our current procurement practices and compliance with applicable regulations.

Veronica Miranda moved to authorize Cathy Hoog to request a legal opinion from Salem Housing Authority’s Counsel regarding the Salem Housing Authorities procurement practices and compliance with applicable regulations. Aaron Paternoster seconded the motion and the roll call vote was as follows:

Ayes

Veronica Miranda
Aaron Paternoster

Nays

Doneeca Thurston-Chavez
Emily Ullman

Romell Kidd left the meeting at 9:37 p.m.

The above motion did not pass.

XII. Other Business/Late Communications

Gary Dean and Cathy Hoog recognized and congratulated John DeBenedictis and Patric Bishop on their recent MAHAMS Certifications on becoming Maintenance Technicians. Letters addressed to John DeBenedictis and Patric Bishop were distributed to the Board of Directors and the beginning of the meeting.

XIII. Adjournment

Doneeca Thurston-Chavez moved that the Board adjourn the Regular Meeting of Wednesday, June 11, 2025 at 9:42 p.m. Veronica Miranda seconded the motion and the vote was as follows:

Ayes

Veronica Miranda

Aaron Paternoster

Doneeca Thurston-Chavez

Emily Ullman

Nays

Summary Sheet of the Minutes of the Regular Board Meeting June 11, 2025, Articles V. - XIII

State Annual Plan/Capital

The board reviewed the State annual plan and capital improvement plan, with Gene Collins raising concerns about Bertram Terrace renovations. Cathy explained the capital planning process and ongoing property assessments. The board approved the State annual plan. Veronica Miranda requested more targeted outreach to local tenant organizations. Cathy Hoog explained that monthly meetings take place with all LTOs.

Eviction Data and Payment Procedures

Cathy Hoog presented a detailed analysis of legal services data, highlighting that most eviction cases involve rent arrears and rental arrears collections/recovered are totaling approximately \$324,000, with mediation being a key step before court proceedings. The board discussed payment options for tenants, with Cathy clarifying that while online payments incur fees, tenants have multiple ways to pay including mail, in-person, and online.

Cathy Hoog addressed concerns about check signing procedures, explaining that only authorized staff use a signature stamp for paper checks, and clarified that the staff do not physically sign checks. Cathy Hoog clarified that the check signing security agreement outlines the practices internally. She also stated that the policy was updated to reflect current practice, and that no information is being withheld from the Board.

Policy Review and Financial Updates

Aaron Paternoster discussed the policy subcommittee's first meeting, where they reviewed four policies including internal controls and procurement, and agreed to meet monthly.

Veronica Miranda - At the end, we spoke about who's responsible for the next steps, which I think that's been helpful, super helpful for me. On other boards. So, we basically split the work down the middle, and we'll take care of that. And in terms of the meeting minutes since Aaron shares that policy subcommittee, I had shared with him that I'm happy to take on the minutes.

The board approved the May 2025 bills and balance sheets, and approved minutes from three previous meetings with an amendment to add terms related to defamation and discrimination.

The audit presentation was scheduled to follow, with Michael Guider and Michael Shea presenting the draft 2024 financial statements.

CBIZ Public Housing Audit Overview

Michael Guyder provided an overview of CBIZ's expertise in auditing public housing authorities and affordable housing organizations, highlighting their dedicated compliance specialists and quality control processes. He explained the firm's unmodified opinion on the financial statements, noting their risk-based approach to auditing and the consideration of management overrides and revenue recognition as potential risks. Mike Guyder also discussed their report on internal controls, stating that no material weaknesses or significant deficiencies were found in the authority's financial reporting process overall, stating the Authority was at low risk with no audit findings.

Audit Review and Compliance Status

Mike Guyder explained the audit reports, focusing on compliance, federal programs, and internal controls. He clarified that the audit did not provide an opinion on compliance due to the broad scope of potential noncompliance issues. Mike detailed the major programs tested, including the housing voucher program and ARPA funds, and stated that no material issues were found. He also explained the internal control testing and the authority's low-risk status, which required auditing 20% of federal awards.

Salem Housing Audit Findings

Mike Guyder discussed the audit process and findings for the Salem Housing Authority's financial statements. He explained that their testing did not reveal any material weaknesses or significant deficiencies. Mike highlighted their rigorous approach to reporting issues, noting they report findings at a higher rate than most auditors. He also addressed a mistake in the financial statements, correcting a line item that had been inadvertently removed during editing. Mike detailed the various procedures conducted, including confirming cash balances, examining bank reconciliations, and performing conflict checks for procurement. He emphasized the authority's cooperation in providing access to data and documentation.

Affordable Housing Investment Audit Review

Mike Guyder presented a detailed explanation of a new \$7.7 million no-receivable investment in affordable housing developments, which represents financing provided to a redevelopment

project. He outlined how this is reflected in the financial statements and disclosed in various notes, including details about a 99-year ground lease and developer fee agreement. The audit team conducted tests involving confirmation with external parties, analytical reviews, ratio analysis, and compliance testing of tenant files, among other procedures. Veronica thanked Mike for their diligence and inquired about procurement testing, to which Mike explained they analyzed aggregate vendor expenditures and verified procurement for a selection of vendors, though not with the objective of providing an opinion on compliance. Veronica also sought guidance on board oversight, prompting Mike to emphasize the board's role in providing a broad level of checks and balances.

Internal Controls and Software Integration

Mike Guyder explained that while a written internal control policy is not required for housing authorities, it is recommended only when specific issues like material misstatements or poor controls are present. He clarified that CBIZ provides sample policies as references but does not endorse them. Veronica inquired about tightening controls and enhancing oversight, to which Mike responded that good board oversight can still be maintained without a written policy. They also discussed a software interface between Bill.com and PHA Web that enhances internal controls over accounts payable, which Mike recommended as a software option for improving efficiency and providing a clear audit trail.

Charter Street Office Space Updates and Flooring Bid and RFP for

Cathy discussed the authorization to request a waiver for office space at 27 Charter Street, explaining the current space constraints and improvements made over time. The board approved the motion to keep the two units at Charter Street for staff use.

They also reviewed a bid for floor replacement and repairs, which was approved.

The conversation ended with a discussion authorizing Cathy Hoog, Executive Director to issue an RFP to select a developer for the property at 17-27 First Street. Veronica Miranda raised concerns about community engagement and potential partnerships and Cathy addressed by explaining the open-ended nature of the RFP process.

Check Signing Security Agreement

The board discussed the employee check signing and security policy, deciding to refer it to the Policy Subcommittee for further review.

Board Bylaws and Section 8 Pre-2004 Public Funds

Veronica proposed an amendment to the board bylaws to allow for the appointment or contracting of an individual or service to assist with meeting minutes, but Aaron Paternoster expressed hesitation about changing the bylaws for this purpose.

Below is a word for word summary of what transpired relative to discussion on By-Laws:

Aaron Paternoster In light of Anne's comments at the beginning of the meeting I do think that some discussion is warranted.

Doneeca Turston-Chavez - I just want to start off by saying I was the one who made the comment about the 3rd party at the last Board Meeting. I obviously was not privy to prior conversations because that happened before my board appointment. I just want to put that into the space, so I just offer that up that it was knowledge that I did not have at the time, because these conversations around this issue happened before I joined the Board.

Aaron Paternoster - I do. personally have to agree with a lot of the points that Anne made in her comment. However, there is, and the other issue I have is that we do currently have in the By-laws. That the executive director assumes the role of secretary or may appoint the Secretary to act on their behalf, which is what we currently have. so adding additional language about contacting 3rd party to me, conflicts with the existing language in that section. so I have concerns about that right there. I do have to agree with Anne that that if this is, a part of her job description, and this is part of her day to day job. I think that in effect. we already are appointing a 3rd party which is enabling Cathy to appoint somebody to take these minutes. I'm also struggling because I agree that we don't want to be involved in the day-to-day business and determining how that work is done. The bylaws, are essentially the document that we operate in. I do see theirs is overlap that it is it. It could be considered day to day operation of the agency, but also, it's directly relevant to our functions on the Board. I don't know how to reconcile that. I'm sorry. What is the inaccuracy of the minutes? Is that the thing I question here that we want? It's tough because we've got Anne who has to listen to the recordings as well as take notes during it. and there are instances where things in the minutes either get, missed, or may not be accurate, not due to any fault of what Anne's trying to do by the nature of doing it. I think that in general, I personally am satisfied with the way that the minutes are captured. I think that a lot of this just stems from the fact that last year, we had several months' worth of meetings that were sensitive, contentious and potentially involved outside, litigation. I think the concern about the accuracy was context related to those specific meetings. It is just as a way to protect everybody participating. because I don't have an issue with any of the minutes. or routine meetings.. I think it. it has just been, the specific incidents that happened last year that there was a lot of concern, because there were potential legal issues involved.

Anne Cameron- The board voted months ago to prepare the minutes in summary format. First, we were doing word for word. It was this long, dragged out, month after month. Months ago we went through this and you finally decided to have it summarized, but then you would, on particular meetings, if you thought they were very important, you would go out and hire a firm do it this word for word. Well, now it's back and forth, minutes are supposed to be a summary.and no matter what I do or what I put in the minutes it isn't good enough. It's been going on for months. What do you want? It's going back and forth, and Veronica seems to be the one with the changes, changes that seem to make her look good, or has word for word in there about what she's saying. When we, the staff say things, she wants us to take it out because it is reflective of the leadership. Minutes are supposed to be a summary. I would ask the board look at other boards' minutes and I think ours are pretty extensive, and I think if you read them, you get the gist of what took place at the meeting. It's discouraging to me. It really is. This is being carried over and over again/. We just hired a firm, and we are going to pay them now. almost \$10,000 to have strategic planning and move forward. I just can't see it. I can't see it and it's very discouraging to me. We can provide the minutes in a summary.and it just seems as though, no matter what I do, how I present the meeting minutes it isn't right. We need to move forward.

Veronica Miranda: I just wanted to thank you. Thank you all for weighing in on this and so, meeting minute inaccuracies have been brought up for quite some time now, maybe about a year at this point, and I understand that it's difficult to complete meeting minutes. Generally speaking, I know that that same sentiment is shared from the person who creates them with the school committee and totally acknowledge and agree that the minutes are to be a summary, but it needs to accurately reflect what's happening in the meeting and in terms of the changes that I've proposed over the last year or otherwise, are not changes to make me look good, they're changes that are supposed to reflect accurately with what was said here. There are recordings of these things, and I've never asked for things to be removed from the minutes that Staff actually said, in the meeting.

Anne Cameron – Yes, you did.

Veronica Miranda – I do not believe I did.

I do think it's really important to know that the meeting minutes do not belong to staff. They belong to the public body, and we are tasked with making sure that the meeting minutes are accurate, that is, you know, in state law. If other Board members are not reading them as closely, or do not see certain slants and inaccuracies that I feel that that I have seen over the course of the last year, I totally understand that.and I encourage you to express your viewpoints. There have been things that have been left out of the meeting minutes that are important in terms of understanding what actually happened in the meeting so that is my reasoning for putting this into the bylaws. This is not saying the Board must, or the Board will, it's saying that the Board may at its discretion, and I mean we did do that already when we contracted with transcription services. We voted on doing that on contracting with the service. I am asserting my right as a board

member, to name what I think are inaccuracies, and not to take anybody's job away. I think it would be a misrepresentation to suggest that that belongs to a staff member. It does not, It belongs to the board and the board delegates that responsibility.

Discussion ensued relative to this matter amongst the Board. The final result was that no Board vote was taken on the change proposed by Veronica Miranda.

The board discussed the use of pre-2004 public funds, with Veronica explaining that HUD was surprised the funds were still being used and recommended seeking an opinion from the SHA's Council. Cathy agreed to obtain the legal opinion on the use of public funds.

Discussion on Vote to Seek a Legal Opinion on Procurement Compliance from SHA's Legal Counsel

The board discussed concerns about procurement compliance for legal services, with Veronica proposing to seek a legal opinion from their council regarding current procurement practices. While the auditors found no material concerns, the board debated whether to proceed with a formal opinion, with Emily Ullman expressing concern about potentially redundant spending given previous audit findings. The motion to seek legal opinion from counsel failed due to a tie vote

Maintenance Technician Certifications

Maintenance staff who recently obtained certifications as Maintenance Technicians were recognized by the Board of Directors, Cathy Hoog, Executive Director and Gary Dean, Director of Maintenance.

Maureen Thomas, Director of Public Housing - thanked Cathy Hoog, Executive Director and the Staff for an Audit with no findings Great job by all!