

TELEPHONE OR VIDEO CONFERENCE BOARD MEETINGS

As everyone is aware by now, a novel coronavirus has been spreading called COVID-19 and has been declared a pandemic by the World Health Organization (WHO).

In the past several days all levels of government have issued statements with guidance and restrictions related to COVID-19. The President of the United States recommended that gatherings be limited to less than 10 people. New York State Governor Andrew Cuomo announced several actions including school closings. Westchester County Executive George Latimer has declared a State of Emergency. Generally, people have been advised to practice "social distancing."

As we continue to learn more about this new virus and how to navigate this uncharted territory, Cooperative, Condominium, and HOA Boards and their managing agents should investigate the best ways to continue to operate and conduct business. While we all should be mindful of the necessity for "social distancing," concerned boards that do not wish to meet in person should consider alternative approaches to holding meetings including either Video Conferencing or Telephone Conferencing.

The procedure in the New York State Business Corporation Law ("BCL") §708(c) provides the ability for board members to attend any meeting via telephone or other similar means. Specifically, the law provides that "Unless otherwise restricted by the certificate of incorporation or the by-laws, any one or more members of the board or any committee thereof may participate in a meeting of such board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting." It seems safe to say that video conferencing, online conferencing, or the like would be "similar communications equipment" provided that all participants can be heard simultaneously.

As long as there are no other restrictions in the governing documents, these types of meeting are permitted. The meeting still must be noticed for a particular date, time,

and location. Upon proper notice and as long as there is a quorum, the members may attend the meeting either by Video Conference or Telephone Conference as specified by the Statute.



In the event that a Board determines to utilize such communication methods we recommend the following:

- A. Carefully identify who is on the call.
- B. Speak one at a time identifying the speaker.
- C. Use at least a set procedure or abbreviated form of Robert's Rules of Order to discuss agenda items.
- D. Take careful minutes of the meeting and all votes.
- E. Make sure the agenda and all supplemental materials have been distributed prior to the meeting.
- F. Ask members to turn off cell phones and other devices that can be heard across the conference.
- G. Provide instructions in advance as to how to use the virtual tools.
- H. Provide instructions in advance as to how to use mute.
- I. Try a dry run prior to an official meeting to make sure that the technology functions as anticipated and all parties can use it properly.

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Further, the firm is counsel to the Builder's Institute of Westchester County and its subsidiary, the Apartment Owners Advisory Council. The attorneys work daily on issues involving all areas of rent regulation and Landlord-Tenant work. Finger & Finger practices in all aspects of real estate law, including all matters relating to landlord tenant law such as the drafting and negotiation of leases for commercial, retail, office, and residential premises. Additionally, the firm provides services in eviction proceedings and other lease related litigation thus allowing for a particularly relevant perspective to the transactional work regarding leases.

New York Cooperative Condominium is sponsored by:

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The law firm of Finger and Finger, A Professional Corporation was founded in 1974 by Kenneth J. Finger. Currently the firm has four principal attorneys: Kenneth J. Finger and Dorothy M. Finger, Carl L. Finger and Daniel S. Finger.

Currently Finger & Finger represents Cooperatives, Condominiums, Home Owners Associations, and Landlords with free market, Section 8, HUD, ETPA, and other regulated properties throughout Westchester County. The firm processes numerous cases and appears regularly in all of the City Courts and many of the justice courts in Westchester County. The firm drafts notices to cure, notices to terminate, combined notices, three day demands, holdover petitions, non-payment petitions, leases, and other landlord tenant related documents on a consistent basis. Most important to clients is the regular and effective communication system in place at Finger & Finger, which includes not only contact with clients upon a change in status of any case, but a weekly update listing all pending cases and the status of each. In its representation of Cooperatives and Condominiums, the firm acts as general counsel and provides legal opinions, drafts contracts, prepares by-law amendments, house rule amendments, interprets proprietary leases and declarations, and advises boards on various other issues as may arise.

The firm represents clients in considerable litigation in real estate and related areas as well as homeowners' associations, cooperatives, and condominiums. The firm has been successful in matters involving developers, homeowners' associations, individual shareholders, contractors, Sponsors and private water districts. The firm has also represented sponsors of cooperatives, homeowners' associations and condominiums as to offering plans and thus is quite familiar with the legal requirements and also engages in collection matters against delinquent homeowners, unit owners and shareholders involving both city and local court and foreclosure proceedings.

Directly related to Landlord Tenant law, the firm has previously drafted a form "plain language" lease to comply with a change in the law at the time, written articles on Landlord-Tenant law, drafted and litigated commercial lease matters, engaged in the collection of delinquencies and holdover proceedings and other residential and commercial matters. Members of the firm have litigated matters in Federal and State Courts pertaining to housing issues, Section 8, and other HUD and Fair Housing Act related matters. The firm also represents clients in building, housing, and health violations cases, DHCR matters, and discrimination cases. The principals write articles for legal publications, Impact - the monthly newspaper of the Builders' Institute of Westchester County, Habitat Magazine, and have been retained by other attorneys on landlord-tenant issues in federal court. They also speak at seminars and lectures in Landlord-Tenant, Cooperative, Condominium, and Homeowners' Association matters.

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