

**Guam Hotel & Restaurant Association  
Board of Directors Meeting Minutes**

Wednesday, August 19, 2020  
at the Hyatt Regency Guam

**I. CALL TO ORDER**

Meeting was called to order at 10:30 a.m.

BOARD TITLE	BOARD MEMBER	ATTENDANCE	YTD ABSENCES*
Chairman	Toshiro Doi	<b>Present</b>	0 / 8
First Vice Chair	Marie Guerrero	<b>Present</b>	0 / 8
Treasurer/Secretary	Sudipta Basu	<b>Present</b>	0 / 8
Hotelier Vice Chairman	Dean Huntsman	<b>Present</b>	2 / 8
Restaurateur Vice Chairman	Frank Kenney	<b>Present</b>	2 / 8
Allied Vice Chairman	Tae Oh	<b>Present</b>	0 / 8
Director	Jeffrey Schweizer	<b>Present</b>	0 / 8
Director	Bartley A. Jackson	<b>Absent</b>	4 / 8
Director	Edson Lai	<b>Absent</b>	4 / 8
10th Board Member	Sophia Chu Wigsten	<b>Present</b>	0 / 8

\*A Board Member may not miss more than five board meetings in a year.

**II. APPROVAL OF MINUTES July 15, 2020 Board Meeting**

Chairman Doi asked the board to review the minutes from the July 15, 2020 meeting. Director Schweizer made a motion seconded by Director Chu Wigsten to approve the minutes for July 15, 2020 subject to typographical errors and corrections.

***Without objection, the board unanimously approved the meeting minutes of July 15, 2020.***

**III. REPORTS/ COMMUNICATIONS**

- **Treasurer's Report**

President Rhodes provided copies of the Treasurer's Report, which included the Balance Sheet, Profit & Loss, Account Receivables, Account Payables, and the Cash Flow Report for the last three years. President Rhodes also updated the board on the decision to reduce staff due to a lack of progress with Lina with regards to training. Since March, Lina was assigned to develop training programs and free webinars for GHRA to upload as new content for the new website and mobile application. Lina worked on a couple of projects for the HR committee, GVB and Guam DOL, but there was a big challenge in getting the training materials developed which caused delays for GHRA. President Rhodes provided the necessary documentation to Guam DOL for both Roxann and Lina for the PUA program in the last six months. Currently, GHRA will continue to operate with the President and Project Coordinator, Danielle, who provides all of the support for the office, programs, member communications, trainers, and the new project for the website and mobile application.

- **President's Report**

President Rhodes provided USS Roosevelt project, GVB Coronavirus Task Force and Economic Advisory Task Force. As part of the USS Roosevelt update, President Rhodes reported the reporting requirements for FAR clauses, which are due by the end of the month as well as in October. As for the task force meetings, President Rhodes provided copies of the recent powerpoint presentations from the key source markets and updates on the government's efforts to collaborate on strategic planning, containing covid, collaborating and communicating with stakeholders, and continued efforts on the recovery plan; announcement of upcoming webinars where GVB worked with GHRA on the training topics, securing presenters and promoting the sessions to the membership and community; negotiations with the Acanta Mall and DFS proposed leases for GHRA; developing the website and mobile application to include valuable resources for members and the community to reference to increase communications and lead the industry with access to information and programs; work with Deloitte & Touche on the quarterly taxes and annual report; attend the Chamber PAC meetings as well as the ABC Amendment meetings with sister organizations, DRT ABC compliance

division and board, media, and the 35th Guam Legislature; and continue working with GVB, DPHSS, and other organizations regarding the pandemic plan, contact tracing, reopening guidelines, and communications with members.

- **GVB Report**

President Rhodes provided a copy of the Coronavirus Task Force information. President Rhodes also shared the tourism economic recovery plan from GVB.

#### IV. NEW BUSINESS

- **New Membership**

None

- **Office**

President Rhodes shared copies of the DFS and Acanta Mall proposals for review. The DFS proposal was lowered from \$6000 per month to \$2000 using a grant application, which DFS would consider a donation due to GHRA's non-profit status. The \$2000 per month would include four offices, training room, reception area, employee break room, and office supply room. The only concern President Rhodes shared is that DFS could only consider a one year lease and had a clause that they can choose to rescind the offer if the need for the space would change in the next year, but DFS would give GHRA ample notice. The Acanta Mall proposal was an amendment to the existing lease for the same amount of \$1700 per month through March 31, 2021 which is essentially a nine month extension on the current rate and can be considered as a discount considering the fact that the lease expired May 2020. In addition, Acanta Mall proposed \$2000 for the next two years from April 2021 through March 2023, which President Rhodes felt was a fair increase as compared to the initial \$2500 for the first year and \$3000 for the next year.

Director Chu Wigsten made a motion seconded by Director Schweizer to approve the Acanta Mall agreement from March 31, 2021 through March 31, 2023. Restaurateur Vice Chairman Kenney objected and raised several concerns regarding signing a three year lease considering that GHRA may not have the same revenue with the projected decrease in membership fees in 2021 and the current cash flow with all events cancelled sans the USS Roosevelt revenues received for 2020. Restaurateur Vice Chairman Kenney also inquired about the outstanding A/R, \$10,000 to the Action PAC, and current operational expenses. President Rhodes shared the announcement of recent operational changes to take GHRA from 4.5 FTE to 2 FTE in the last six months, increase in A/R collections, additional savings in operational expenses with supplies, meetings and services due to a decrease in staff and in-office operational hours, etc. Acanta Mall also allowed GHRA to sublease the admin areas for other tenants and to work with GHRA on any movements. Treasurer / Secretary Basu and Director Schweizer provided input that the three year proposed rates from Acanta Mall are very reasonable considering the market is \$3 to \$4 per square foot and GHRA secured \$.85 per square foot for its current space. President Rhodes added that she will see if Acanta Mall will consider additional cost savings.

***With one objection from Restaurateur Vice Chairman Kenney, the board had a majority vote to approve the Acanta Mall agreement from June 1, 2021 to March 31, 2021 with a base rent of \$1,700 and April 1, 2021 through March 31, 2023 with a base rent of \$2,000.***

President Rhodes provided an update regarding the PPP and EIDL applications for GHRA. Bank of Guam processed the paperwork for PPP and GHRA was awarded \$34,000 once the board resolution from GHRA was adopted and forwarded to the bank along with supporting documents.

President Rhodes announced that \$4000 was approved, but the EIDL loan of \$150,000 was denied due to an inability to verify information regarding GHRA since the organization does not have owners with 20%. Last month, the board approved the PPP

and EIDL loan applications and directed President Rhodes to pursue the financing since GHRA will not be able to fundraise for the rest of the year since events were cancelled. President Rhodes asked the board if she should respond to SBA regarding the EIDL loan denial and provide the necessary documentation to show SBA that GHRA is a member, trade organization. GHRA went through a similar process with the Bank of Guam in order to complete the paperwork for the PPP. After a brief discussion, Restaurateur Vice Chairman Kenney made a motion seconded by Allied Vice Chairman Oh to approve the EIDL loan letter to SBA asking for a reconsideration of the loan application and to provide the documentation to show GHRA is a member, trade organization without any stakeholders owning a percentage in the organization.

***Without objection, the board unanimously approved the EIDL loan letter to SBA asking for a reconsideration of the loan application and to provide the documentation to show GHRA is a member, trade organization without any stakeholders owning a percentage in the organization.***

- **Member Benefits**

Guidelines, Guidebooks & Campaigns - President Rhodes shared an update on work that's been involved in researching industry guidelines, which will go into the development of the new GHRA website, mobile application and guidebooks to be used as resource materials for members. President Rhodes provided initial layouts of the Restaurateur and Hotelier campaigns, which will be launched for curbside and take out only for restaurants and updated to include dine in when the reopening is announced. Also, President Rhodes shared the layout on the Hotelier campaigns. Both will be featured on electronic billboard throughout Hagatna, Tamuning and Tumon areas as well as TV with various media outlets as PSA campaigns since GHRA is non-profit organization. After a brief discussion, the board shared feedback on the design and content. Director Schweizer shared the importance and urgency of the guidelines and guidebooks especially with the pandemic plan and crisis communications for members.

## **OLD BUSINESS**

- **Legislative Watch & Regulatory Agencies**

President Rhodes provided an update on the On-Premise alcohol for take out / delivery services with closed, sealed containers. GHRA continues to conduct media interviews and hold stakeholder meetings and government meetings with the Guam Women's Chamber of Commerce and Guam Chamber of Commerce. Senator San Agustin introduced the draft bill for the sale of on-premise alcohol for take out / delivery services as well as proposed changes to the statutes to modernize the ABC laws.

President Rhodes continues to meet with Guam EPA and DPHSS regarding compliance, enforcement, inspections, and concerns with PPE and products being brought into Guam that use non-US EPA approved chemicals and equipment that present other challenges with environmental and health issues. DPHSS has been inspecting establishments based on guidelines and enforcing key sections on their inspection checklists such as 50% occupancy, 25 seating for outside gatherings, work plans, etc. DPHSS is scheduled to be the speaker at the upcoming virtual membership meeting for GHRA in September.

- **2020 Events & Programs - Cancelled / Rescheduled**

All events have been cancelled for the rest of the year with Sports, GHRA Socials, PHARE, HERO, Housekeeping Gala, and the Tourism Cup. In addition to dues, GHRA receives income from the 35% administrative fee from events and trainings. President Rhodes has been putting in austerity measures such as budget cuts, personnel, limited services and programs, implementing technology for increased communications and efficiencies.

**OTHER BUSINESS**

**GHRA Board of Directors Actions**

***m/s/c Without objection, the board unanimously approved the meeting minutes of July 15, 2020***

***m/s/c With one objection from Restaurateur Vice Chairman Kenney, the board had a majority vote to approve the Acanta Mall agreement from June 1, 2021 to March 31, 2021 with a base rent of \$1,700 and April 1, 2021 through March 31, 2023 with a base rent of \$2,000.***

***m/s/c Without objection, the board unanimously approved the EIDL loan letter to SBA asking for a reconsideration of the loan application and to provide the documentation to show GHRA is a member, trade organization without any stakeholders owning a percentage in the organization.***

**VII. ADJOURNMENT**

A motion was made by Restaurateur Vice Chairman Kenney and seconded by First Vice Chairperson Guerrero to adjourn the meeting. The meeting was adjourned at 12:30 p.m. and the next meeting will be September 19, 2020 at 10:30 a.m. at GHRA via Zoom. Respectfully submitted by Mary Rhodes on behalf of the Secretary

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Approved: Secretary to the Board

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Date