

**Minutes
Board of Directors
GHI Regular Open Session
November 15, 2018**

Board Members Present: Brodd, James, Jones, Hess, Holland, Kapfer, Seely, Skolnik and Watkins

Excused Absences:

Others in Attendance:

Eldon Ralph, General Manager	Michael Hartman
Tom Sporney, Assistant General Manager	Lore Rosenthal
Joe Perry, Director of Finance	Aileen Kroll
Greg Eck, Accounting Manager	Sabrina Baron
Maesha McNeill, Human Resources Manager	Ben Fischler
Molly Lester, Audit Committee Member	Micheal Dugger
Henry Haslinger, Audit Committee Member	Judy Scheinhaus
Carol Griffith, Audit Committee Member	Diana McFadden
Alonzo Coleman	Rodney Roberts
Dolly Gomez	Yoni Siegel
Donna Gomez	Jean Newcomb
	Monica Johnson, Recording Secretary

President Skolnik called the meeting to order at 8:12 p.m.

1. Approval of Agenda

Motion: To approve the agenda.

Moved: Hess

Seconded: James

Carried: 9-0

2. Announcement of Executive Session Meeting

GHI's Board of Directors held an Executive Session meeting on November 1, 2018, in the Board Room of the Administration Building. Board members Stefan Brodd, Ed James, Bill Jones, Paul Kapfer, Linda Seely, Tami Watkins and Audit Committee members Henry Haslinger, Molly Lester and Carol Griffith attended the meeting.

The following motion to call this meeting was made during a prior open meeting on the same date and approved by Board members Stefan Brodd, Ed James, Bill Jones, Paul Kapfer, Linda Seely, Tami Watkins:

Motion: I move that the Board of Directors adjourn this open meeting for the purpose of conducting a closed meeting to discuss the following matters:

a. Approve minutes of Executive Session meeting held on October 4, 2018

b. Member financial matters.

c. Consider the terms and conditions of the following contracts in the negotiation stage:

- **Contract for Employee Medical Insurance Benefits - 1st reading**
- **Contract for Employee Life Insurance and Disability Benefits – 1st reading**
- **Contract for Employee Dental Care Benefits - 1st reading**

d. Member complaint matters.

The meeting commenced at 7:01 p.m., recessed at 7:45 p.m., resumed at 10:43 p.m., and adjourned at 11:00 p.m.

Authority for the above closed meetings was derived from Subtitle 6b of the Maryland Cooperative Housing Corporation Act, § 5-6B-19 “Meetings of cooperative housing corporation open to members of corporation or their agents.” Paragraph (e) (1)

3. Visitors and Members (Comment Period)

None.

4. Approval of Membership Applications

Motion: I move that the Board of Directors approve the following persons into the cooperative and membership be afforded them at the time of settlement:

- Eric W. Stehmer, Karl H. Stehmer, Pamela R. Stehmer, Joint Tenants, 38-L Ridge Road.

Moved: James

Seconded: Hess

Carried: 9-0

Motion: I move that the Board of Directors approve the following Mutual Ownership Contract change.

- **Wayne A. Holien, Mary Anne Holien, Eric S. Holien, Linda L. Holien, Joint Tenants 4-E Hillside Road is changed to Linda Holien, Joshua Holien, Joint Tenants.**

Moved: James

Seconded: Hess

Carried: 9-0

5. Committee and Homes Improvement Program Reports

Homes Improvement Program – Sporney reported:

- Windows – completed
- Doors – 239 completed
- Siding – 106 completed
- Electric baseboard – completed
- HVAC – 56 completed
- Frame crawlspaces 41 completed

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- Attic – completed
- Asbestos Remediation – 92 completed

Architectural Review Committee - Watkins reported that ARC recommended two requests to the Board for solar panel installation on garage doors.

Yard Solutions Task Force – Watkins reported that follow up motions from the Yard Solutions Task Force regarding a creation of a gardening sub-committee.

Bicycle Committee – Watkins reported that the committee would be looking at the locations for the bike racks.

Long Range Planning Committee – Kapfer reported that the committee met and spent time putting together three potential questions to be included in the Member Outreach Committee membership survey.

Woodlands Committee – Kapfer reported that the committee spent time discussing the trail that runs through parcel X south of the larger homes and connects with the tunnel.

6. For Action or Discussion

6a. Approve Minutes of Special Open Session Meeting Held on October 18, 2018

Motion: I move that the Board of Directors approve the minutes of the Special Open Session Meeting that was held on October 18, 2018 as presented.

Moved: James

Seconded: Hess

Carried: 8-0-1

Abstained: Brodd

6b. Approve Minutes of Regular Open Session Meeting Held on October 18, 2018

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session meeting that was held on October 18, 2018 as presented.

Moved: James

Seconded: Hess

Carried: 8-0-1

Abstained: Brodd

6c. Arborist's Risk Assessment Report re: Pine Tree at 4-A Plateau Place & Parking Options for Member at 4-C Plateau Place

On October 18, 2018, Mr. Alonzo Coleman, the member of 4-C Plateau Place, requested the Board to allow him to erect a movable carport in his reserved parking space #29 at 4 Court Plateau Place, because of droppings from a pine tree located in the serviceside yard at 4-A Plateau Place that affect his car. Alternatively, Mr. Coleman suggested that GHI should cut down the tree or the significant portions that extend over the 4-C yard line that prevent proper use of his parking space. After considering Mr. Coleman's request, the Board directed the manager to remove the tree.

On November 1, 2018, the Board listened to comments from Mr. Michael Dugger and Ms. Judith Scheinhaus, the residents of 4-A Plateau Place, and other members who opposed the decision to

remove the tree. The Board then directed staff to obtain a risk assessment report from an arborist about the tree and to propose solutions that could possibly resolve Mr. Coleman's concerns.

Staff requested GHI's consulting arborist Ms. Rebecca Feldberg to inspect the pine tree. Her report in Attachment #4a. stated that the likelihood of failure of the tree is improbable and that the overall tree risk is low. She recommended that the tree should be re-inspected in two years.

The Board may wish to consider the following options for resolving this matter:

1. Adhere to its prior motion of October 18, 2018 to remove the pine tree.
2. Rescind the motion of October 18 to remove the pine tree; request the member of 4-C Plateau Place to remove the carport and direct staff to offer the member an alternative parking space to park his car. Attachment #4b. shows the available visitor spaces in 4 and 6 Courts Plateau Place which could be reassigned as reserved spaces.
3. Allow the member of 4-C Plateau Place to retain his carport. GHI's rules do not currently allow members to erect carports. In considering this option, the Board should first direct the Architectural Review Committee to recommend whether carports should be allowed in GHI and if so, what types and styles should be allowed.

Motion: I move that the Board of Directors approve a carport in the parking space for 4-C Plateau Place as an exception to the rules, the member at 4-C must pay to repair the damage done by the carport when it is removed.

Moved: Jones

Seconded: Seely

Carried: 5-4

Against: Brodd, Hess, Holland, Skolnik

Motion: I move that the Board of Directors rescind the motion passed on October 18, 2018 to remove the pine tree in the service side yard of 4-A Plateau Place.

Moved: Hess

Seconded: Jones

Carried: 7-2

Opposed: Holland, Watkins

6d. ARC's Recommendation re: Rules on Posting of Signs on Units and in Yards

On February 15, 2018, the Board directed an Architectural Review Committee task force to recommend revisions to the rules regarding the posting of signs on units and in yards.

After discussion at several prior meetings, the Architectural Review Committee finally reviewed the following report regarding temporary yard signs on October 18, 2018:

Report

The ARC has discussed the notion of creating GHI rules regarding the display of political and personal signs by GHI members within GHI yard lines.

While we can see the aesthetic considerations of limiting the size, amount and length of time a sign is displayed, these considerations are outweighed by the primary concern that GHI not be seen as trying to restrict members rights of free speech. Secondary to these concerns is that the display of political and personal signs within GHI yard lines does not seem to be a significant irritant for most GHI members.

Prince George's County Zoning Regulations already offer limits to the display of signs on private property, including the duration a sign can be displayed, the location a sign can be placed, and the size of signage permitted. GHI members, being residents of Prince George's County always have the right to ask the County to enforce these zoning regulations if they are concerned about the proliferation of signs by GHI members within GHI yard lines.

The ARC voted 6-0 to approve and forward the report to the Board of Directors. This matter is on the agenda for discussion and action.

Motion: I move that the Board of Directors accept the report from the Architectural Review Committee regarding the posting of signs on units and in yards.

Moved: Hess

Seconded: James

Carried: 9-0

By Consensus: To move to Item 6m on the agenda.

Motion: To extend the meeting by 1 hour.

Moved: Hess

Seconded: Kapfer

Carried: 8-1

Opposed: Watkins

6e. ARC's Recommendation re: Historic Address Numbers for GHI Units

During the Board meeting on September 20, 2018, the Board considered a suggestion from Mr. Aaron Marcavitch (the member at 13-F Ridge Rd.) that historic-style address numbers/letters (refer to Attachment #5.), should be considered for GHI's masonry homes. Mr. Marcavitch paid about \$30 for two sets of lettering which included a 3", 4", and 5" set. That would break down to about \$5 a set. However, he felt that the cost could be greatly reduced by contacting the manufacturer (DIYLettering.com) and obtaining several sets of a full alphabet and numbers which the maintenance staff could utilize.

The Board directed the Architectural Review Committee (ARC) to recommend whether the type of house letters presented by Mr. Marcavitch should be adopted as either optional lettering or primary lettering for GHI's masonry units.

During its meeting on October 10, 2018, ARC discussed the following points:

- a) The addresses come as an adhesive to be attached directly to the door of the glass.
- b) The Board would like to know if these should be optional or mandatory.
- c) There are City of Greenbelt rules pertaining to addresses on dwelling unit, and these seem to meet the requirements.
- d) The ARC does not see any reason to force a member to use these historic style replicas, but a program making them easily available for members would be appreciated.

By a vote of 6-0, the ARC recommended that the application of historic address numbers and letters to the 1937 masonry units should be optional, and the Board should consider making them available to interested members.

Motion: I move that the Board of Directors adopt the Architectural Review Committee's recommendation that the application of historic address numbers and letters by members to

their units should be optional. Further, I move that the Board direct staff to stock the GHI warehouse with such numbers and letters and to provide them to members at cost.

Moved: Hess

Seconded: Brodd

Amended

Amendment: I move that the Board of Directors approves the application of historic address numbers and letters by members to their units should be optional. Further, I move that the Board direct staff to stock the GHI warehouse with such numbers and letters and to provide them to members at cost.

Moved: Hess

Seconded: Jones

Carried: 9-0

Motion as Amended: I move that the Board of Directors approves the application of historic address numbers and letters by members to their units should be optional. Further, I move that the Board direct staff to stock the GHI warehouse with such numbers and letters and to provide them to members at cost.

Moved: Hess

Seconded: Brodd

Carried: 9-0

6f. Finance Committee's Recommendations for Allocating Unreserved Operating Fund to Frame, Masonry and Larger Home Groups

The Finance Committee met on November 8, 2018 to further evaluate GHI's long term repayment plans for asbestos remediation and crawlspace improvements for frame and masonry homes. The committee recommends utilizing the full amount of the unreserved operating fund which remains, after taking into account allocations previously made by the Board of Directors in 2015. The utilization of the full unreserved operating fund will reduce or eliminate negative equity resulting from costs for asbestos remediation and crawlspace improvements. This will, in turn, create an opportunity to reduce fees for the 2019 budget and going forward.

Attachment #6. is a schedule illustrating the years in which the costs of the crawlspace improvements will be substantially covered for both the frame and masonry homes. It also provides estimates of when the costs of the asbestos remediation will be covered and the contingency funds returned to their 2017 beginning balance levels.

As a result of its evaluation, the Finance Committee passed the following motion:

Motion: The Finance Committee recommends that the Board of Directors approves a \$1,051,819 allocation of the unreserved operating fund to each home group, distributing 62% to Frame, 36.2% to Masonry, and 1.8% to Larger Homes. The allocation is to be accounted for as follows:

- **For Larger Homes, the \$18,933 increases their Replacement Reserves balance.**
- **For Masonry Homes, the \$380,758 goes first to cover any negative equity due to crawlspace improvements, then any remainder goes to the Contingency Fund for masonry homes.**
- **For Frame Homes, the \$652,128 goes to cover any negative equity due to asbestos remediation.**

Since the effects of the above motion significantly reduce the negative equity caused by the crawlspace improvements and the asbestos remediation, the Finance Committee passed the following motion in relation to the 2019 budget:

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Motion: The Finance Committee recommends that the Board of Directors make the following changes to member charges in the 2019 Budget (Schedule A):

- For Larger Homes, Increase the Replacement Reserves contribution from \$31,843 to \$34,343.
- For Masonry Homes, eliminate the \$105,000 for Crawlspace improvements.
- For Frame Homes, reduce the \$201,000 for Crawlspace improvements to \$170,000 and reduce the \$120,000 for Asbestos remediation to \$60,000.

This item is on the agenda for discussion and action.

Motion #1: I move that the Board of Directors adopt the Finance Committee's recommendation to approve a \$1,051,819 allocation of the unreserved operating fund to each home group, distributing 62% to frame, 36.2% to masonry, and 1.8% to larger homes. The allocation is to be accounted for as follows:

- For larger homes, the \$18,933 increases their replacement reserves balance.
- For masonry homes, the \$380,758 goes first to cover any negative equity due to crawlspace improvements, then any remainder goes to the contingency fund for masonry homes.
- For frame homes, the \$652,128 goes to cover any negative equity due to asbestos remediation.

Moved: Hess

Seconded: Jones

Carried: 9-0

Motion #2: I move that the Board of Directors adopt the Finance Committee's recommendation to make the following changes to member charges in the 2019 budget (schedule a):

- For larger homes, increase the replacement reserves contribution from \$31,843 to \$34,343.
- For masonry homes, eliminate the \$105,000 for crawlspace improvements.
- For frame homes, reduce the \$201,000 for crawlspace improvements to \$160,000 and reduce the \$120,000 for asbestos remediation to \$60,000.

Moved: Hess

Seconded: Jones

Carried: 9-0

6g. Review 2019 GHI Budget – 2nd Reading

On November 1, 2018, the Board approved a 2019 budget that was presented, in the amount of \$14,438,288 with depreciation in the amount of \$622,000. The budget in Attachment #7. has been modified based on a repayment schedule for asbestos remediation and crawlspace improvements that the Finance Committee subsequently recommended. Questions regarding the revised budget may be directed to Joe Perry, Director of Finance, at any time before discussion at the Board meeting.

Motion: I move that the Board of Directors adopt the 2019 operating budget for Greenbelt Homes Inc., for second reading in the amount of \$14,232,488 with depreciation of members' homes in the amount of \$622,000.

Moved: Hess

Seconded: Seely

Carried: 9-0

6h. Authorization of Additional Expenditure for Business Owners' Insurance Premiums in 2018

The table below shows a breakdown of the proposed and actual insurance premiums for 2018

Coverage	Carrier	Best rating	Expiring Premium	Actual Premium (\$5K deductible)
Property	Philadelphia Insurance Companies			
General Liability				
Inland Marine		A++XV	\$456,228	\$456,228
Automobile				
Boiler & Machinery				
Umbrella			\$22,026	\$22,026
Workers' Compensation	Chesapeake	A+XV	\$45,437	\$50,872
Crime	C.N.A	AXV	\$15,683	\$15,683
Directors' and Officers' Liability	C.N.A	AXV		
Cyber Liability				\$2,991
TOTAL ESTIMATED ANNUAL PREMIUM			\$539,374	\$547,800

On December 21, 2017, the Board passed the following motion:

I move that the Board of Directors approve for second reading, the expenditure of \$539,374 with an extra 1% to cover any unforeseen contingencies, for a total not exceeding \$544,767 to renew GHI's Property and Business Owners' Insurance Policy for 2018 through USI Insurance Services.

During 2018, staff requested the broker to include cyber liability coverage with an additional premium of \$2,991 for the period 7/15/18 to 7/16/19. Based on a 2017-2018 workers compensation payroll audit that C.N.A conducted, the carrier issued an endorsement which resulted in an additional premium of \$5,435. The actual total insurance premium of \$547,180 for 2018 exceeds the authorized amount of \$544,767 by \$3,033.

Motion: I move that the Board of Directors authorize the expenditure of \$3,033 above the prior authorized amount of \$544,767 including unforeseen contingencies for a total of \$547,800 to cover premiums for GHI's Property and Business Owners' Insurance Policy for 2018 through USI Insurance Services.

Moved: Hess

Seconded: Kapfer

Carried: 9-0

6i. Review 3rd Quarter Financial Statements

Greg Eck, Accounting manager reviewed the 2018 3rd quarter financial statements and answered questions from the Board.

6j. Board Resolution for Signatures on National Cooperative Bank Documents

National Cooperative Bank (NCB) requires a Corporate Resolution be executed. GHI will be establishing the following account with NCB under a new account number:

Greenbelt Homes, Inc. General Checking

In October, a vendor of GHI informed staff that a check written from GHI to that vendor was intercepted and cashed by someone unauthorized to do so. The amount of the check was \$34,781.07. Staff immediately communicated with NCB informing them of the issue. NCB responded by providing the necessary documentation to open a claim for a credit to GHI for the full amount of the check. The credit was processed to GHI and an ACH payment subsequently issued to the vendor. NCB currently is following through with the bank which inappropriately honored the check for their final resolution.

Since the routing and account number was displayed on the check, NCB has established a new checking account number to be used which will mirror the previous GHI checking account.

Staff recommends that the resolution be approved as presented. It is necessary for the President to sign the resolutions and each copy to be witnessed by the Board Secretary.

Motion: I move that the Board of Directors adopt the National Cooperative Bank Corporate Authorization resolution as presented on November 15, 2018, and authorize the following individuals as signers: Steve Skolnik, President; Charles Hess, Sr., Treasurer; Eldon Ralph, General Manager; Tom Sporney, Asst. General Manager; Joseph Perry, Jr., Director of Finance.

Moved: James

Seconded: Seely

Deferred

Motion: To be deferred.

Moved: Brodd

Seconded: Holland

Carried: 9-0

By Consensus: To move to Item 6l on the agenda.

6k. Zoning Task Force's Draft Neighborhood Conservation Overlay Zone Proposal

P.G. County's Planning Department is conducting a comprehensive re-write of the Zoning Ordinance and Subdivision Regulations. The goal is to transform the current zoning code into a more user-friendly zoning ordinance for the county. A Neighborhood Conservation Overlay Zone (NCOZ) has been proposed for Old Greenbelt. A NCOZ would conserve GHI's architectural character and open spaces regardless of what underlying zone is ultimately applied by the County.

GHI's Zoning Task Force drafted a NCOZ proposal which the Board initially reviewed on October 4, 2018 and at a subsequent work session on October 22, 2018. Based on feedback received, the task force modified the proposal (refer to Attachment #9.)

After the Board approves the NCOZ proposal, it will be submitted to the City of Greenbelt and its Department of Planning and Community Development staff for review. Ultimately, the Maryland National Capital Park and Planning Commission (MNCPPC) and the County Council, would have to approve the provisions for such an overlay zone.

Motion: I move that the Board of Directors direct that the draft Neighborhood Conservation Overlay Zone proposal from the Zoning Task Force be forwarded to the membership for comments for (30) thirty days.

Moved: Hess

Seconded: Holland

Carried: 9-0

Motion: To extend the meeting by 20 minutes.

Moved: Hess

Seconded: James

Carried: 7-2

Opposed: Seely, Watkins

6l. Woodlands Committee Proposal re: GHI Woodlands Caretakers and Greenspace Gardeners Programs

Attachment #10. is a proposal from the Woodlands Committee regarding the establishment of GHI Woodlands Caretakers and Greenspace Gardeners Programs. This document combines three proposals the Woodlands Committee has been working on over the last few months:

1. A Woodland Caretaker program,
2. A proposal for a parallel Common Area Caretaker program, and
3. A proposal for a Pocket Garden Caretaker program.

Proposals 2 and 3 have been drafted in response to the motion passed at the June 21st Board meeting directing the Woodlands Committee to recommend criteria whereby members may be allowed to establish plantings and landscape features in GHI's common areas.

Motion: I move that the Board of Directors approve the proposal from the Woodlands Committee as presented on November 15, 2018, regarding the establishment of GHI Woodlands Caretakers and Greenspace Gardeners Programs.

Moved: James

Seconded: Kapfer

Carried: 9-0

6m. Bicycle Committee's Bike Rack Proposal

For the purpose of enhancing the bicycle infrastructure and promoting bicycling within the GHI community, the Bicycle committee undertook a bicycle survey in June 2018, which indicated a need for bicycle racks. The committee obtained three bids for the purchase of six (6) black one-loop wave style bike racks in the following amounts:

- \$1,157.47
- \$1,188.37
- \$1,199.30

Funds for bicycle racks were approved in the 2018 budget and the Manager can order the racks without the Board's approval. Committee members plan to install the bike racks themselves.

Based on the results of the survey, the Bicycle Committee proposes to install two (2) bicycle racks (refer to Attachment #11.) at each of the following three locations:

1. 14-15 Court Laurel Hill Rd.

2. GHI Administration Building
3. At the playground near the GHI museum

The playground near the GHI museum is owned by the City of Greenbelt; hence permission from the City must be obtained to install the bike racks at that location.

Staff is awaiting a response from our insurance broker regarding whether any liability issues in locating the bike racks e.g. theft of a bike from a rack, whether it is locked or unlocked.

Motion: I move that the Board of Directors approve the installation of two loop wave bicycle racks at each of the following three locations:

1. 14-15 Court Laurel Hill Rd.
2. GHI Administration Building.
3. At the playground near the Greenbelt museum; only if GHI obtains permission from the City of Greenbelt.

Moved: Hess

Seconded: Seely

Deferred

6n. Agendas for Town Hall Meetings in December 2018

On October 4, 2018, the Board decided to hold membership town hall meetings on December 9 and December 13, 2018. The proposed agendas in Attachment #12. will be distributed to the membership after they are approved by the Board.

Motion: I move that the Board of Directors approve the agenda topics for membership town hall meetings on December 9, 2018 and December 13, 2018 as presented on November 15, 2018.

Moved: Hess

Seconded: Holland

Carried: 9-0

6o. Response from Attorney re: Questions about GHI's Investment Procedures

Last September 6, 2018, the Board reviewed an opinion from the law firm Pentiuk, Couvreur and Kobiljak P.C, a nationwide housing cooperative law firm, regarding the applicability of the Prudent Person Investor Rule to GHI. During the meeting, Board members Paul Kapfer and Bill Jones requested that the attorney provide supplementary information. The attorney's original opinion and his responses to the questions that Directors Kapfer and Jones asked are included in Attachment #13.

Ralph presented the Response from the Attorney re: Questions about GHI's Investment Procedures, and answered questions from the Board.

7. Items of Information

7a. Board 12 Month Action Plan and Committee Task List

7b. Monthly GHI and City Calendars

7c. President's items

Skolnik thanked Vice President Brodd and the Board for stepping in during his absence.

7d. Board Members' items

Hess asked that staff receive December 24 as a day off. Voted unanimously.

Kapfer mentioned that he has a job in Chicago that would start the first of the year. He plans to continue chairing the Long Range Planning Committee.

7e. Audit Committee's items

Lester mentioned that the a report for the Maglev was issued today.

7f. Manager's items

None.

Motion: To adjourn.

Moved: Hess

Seconded: James

Carried: 9-0

The meeting adjourned at 11:10 p.m.

Ed James
Secretary