

Minutes
GHI BOARD OF DIRECTORS
February 13, 2014

Board Members Present: Hess, James, Jones, Marcavitch, McFadden, Novinski, Ready, and

Excused Absences: DeBernardo, Skolnik

Others in Attendance:

Eldon Ralph, General Manager

Joan Krob, Director of Member Services

Tom Sporney, Director of Technical
Services

Bill James, Accounts Manager

Brenda Lewis, Director of Human
Resources

Ben Fischler, Audit Committee

Jonathan Gordy, Audit Committee

Katherine Jarva

Don Dorsey

Gary Coppock

Altoria Ross, Recording Secretary

President Ready called the meeting to order at 7:34 p.m.

1. Approval of Agenda

The Board added item 6l. *Review of Maryland House Bill 602* to the agenda.

MOTION: TO APPROVE THE AGENDA, AS REVISED.

Moved: James

Seconded: Hess

Carried 7-0

2. Visitors and Members

Ready welcomed visitors and members. There were not any members present who wished to address the Board regarding an item that was not on the agenda.

3. Approval of Membership Applications

MOTION: THAT THE FOLLOWING MEMBERS ARE ACCEPTED INTO THE COOPERATIVE AND MEMBERSHIP IS AFFORDED THEM AT THE TIME OF SETTLEMENT:

- **ERIC MCKENIZE, RALUCA ROSCA, TENANTS BY THE ENTIRETY;**
- **TIMOTHY MURRAY, SOLE OWNER.**

Moved: James

Seconded: Hess

Carried 7-0

FOR THE RECORD: THAT THE FOLLOWING MEMBERS WERE ACCEPTED INTO THE COOPERATIVE BY BOARD POLL AND MEMBERSHIP WAS AFFORDED THEM AT THE TIME OF SETTLEMENT:

- **LORRAINE F. CARTER, SOLE OWNER;**
- **KIMBERLY HENDERSON, SOLE OWNER;**
- **KEMLYN BRAZDA, SOLE OWNER.**

MOTION: THAT THE BOARD OF DIRECTORS APPROVES THE FOLLOWING MUTUAL OWNERSHIP CONTRACT CHANGE:

- **SHIRLEY BAILEY, RICHARD S. BAILEY CHANGED TO SHIRLEY BAILEY, SOLE OWNER.**

Moved: James

Seconded: Hess

Carried 7-0

MOTION: THAT THE BOARD OF DIRECTORS APPROVES THE FOLLOWING MUTUAL OWNERSHIP CONTRACT RECREATION:

- **GILLIAN H. COPPOCK, CARY R. COPPOCK, TENANTS BY THE ENTIRETY.**

Moved: James

Seconded: Hess

Carried 7-0

4. Committee Reports

The Companion Animal Committee submitted a written report to the Board that Ready stated was thorough. James reported that the February 19 Woodlands Committee's meeting was postponed to next Wednesday, February 26, due to the City Council Worksession on garden boundaries scheduled at the same time. Katherine Jarva said the Woodland Committee would still pull ivy near 4-5 courts Gardenway on Saturday, February 22.

5. Consent Agenda

MOTION: TO APPROVE THE CONSENT AGENDA.

Moved: Hess

Seconded: James

Carried 7-0

6a. Approval of Minutes: January 9 & 23, 2014

APPROVED BY CONSENT: GHI MINUTES OF JANUARY 9 AND JANUARY 23, 2014 MEETINGS.

6b. Yard Line Certification: 135A Northway

MOTION: THE BOARD OF DIRECTORS DOES APPROVE THE YARD PLAT FOR 135A NORTHWAY AS PRESENTED.

Moved: Hess

Seconded: James

Carried 7-0

6c. Woodlands Committee Recommendation to Allow Ancestral Knowledge, Inc. to Use GHI's Woodlands for the 2014 Season

On January 15th, the Woodlands committee discussed Ancestral Knowledge's request and passed the following motion:

The Woodlands Committee recommends to the Board of Directors that GHI renew its MOU agreement with Ancestral Knowledge for the 2014 season. Additionally, the Committee recommends the Board allow Ancestral Knowledge to harvest invasive plant species from the GHI woodlands as listed in GHI's Planting Policy section V.F. in the member handbook.

MOTION: THE BOARD OF DIRECTORS ACCEPTS THE RECOMMENDATIONS OF THE WOODLANDS COMMITTEE AND PERMITS ANCESTRAL KNOWLEDGE INC. TO:

- a) **UTILIZE GHI'S WOODLANDS FOR THE 2014 SEASON IN ACCORDANCE WITH THE TERMS OF THE AGREEMENT BETWEEN GHI AND ANCESTRAL KNOWLEDGE INC. AS EXHIBITED IN ATTACHMENT #6.** *(Note: Director Hess requested that attachment #6 be attached to the official minutes, and Secretary James agreed.)*
- b) **UNDER THE DIRECTION OF THE WOODLANDS COMMITTEE HARVEST INVASIVE PLANT SPECIES FROM THE GHI WOODLANDS AS LISTED IN GHI'S PLANTING POLICY, SECTION V.F. IN THE MEMBER HANDBOOK.**

Moved: Hess

Seconded: Novinski

Carried 7-0

MOTION: TO PROGRESS TO ITEM I.

Moved: Jones

Seconded: Hess

Carried 7-0

6d. Further Review of Two-Year and Six-Month Actions/Questions in the Strategic Plan

The Board met on January 30th to revise the two-year and six-month actions in its strategic plan. The actions that the Board agreed upon are outlined in Attachment #7. The six-month actions had been prioritized into three categories. The Board decided which ones should be transferred to the two-year list. The Board also reviewed some of the six-month actions and specified the goals that should be achieved. In addition, the Board decided which tasks it would like the Committees to work on during the next 6 months.

MOTION: TO PROGRESS TO ITEM F.

Move: Jones

Seconded: Hess

Carried 7-0

6e. Proposed Agreement Between GHI and Pilot Members Re: Responsibilities for Heating/Cooling Systems Installed During Phase 3 of the Pilot Program

MOTION: THE BOARD ACCEPTS THE PROPOSED AGREEMENT BETWEEN GHI AND PILOT MEMBERS AS REVISED, THAT STIPULATES BOTH PARTIES' RESPONSIBILITIES FOR THE HEATING/COOLING SYSTEMS TO BE INSTALLED DURING PHASE 3 OF THE PILOT PROGRAM.

Moved: Marcavitch

Seconded: Hess

Carried: 7-0

After discussion, the Board moved to 6h. Schedule General Manager's Performance Evaluation.

6f. Corporate Authorization Resolution for NCB Certificate of Deposit

MOTION: THE BOARD OF DIRECTORS ADOPTS THE NATIONAL COOPERATIVE BANK CORPORATE AUTHORIZATION RESOLUTION AS PRESENTED ON FEBRUARY 20, 2014, AND AUTHORIZES THE FOLLOWING INDIVIDUALS AS SIGNERS: SUSAN READY, PRESIDENT; CHARLES HESS, SR., TREASURER; ELDON RALPH, GENERAL MANAGER; JOSEPH PERRY, JR., DIRECTOR OF FINANCE; JOAN KROB, DIRECTOR OF MEMBER SERVICES.

Moved: Hess

Seconded: Jones

Carried 6-0-1

McFadden abstained because of her affiliation with NCB.

MOTION: TO CONSIDER MOVING TO ITEM G.

Move: Jones

Seconded: Hess

Carried 7-0

6g. GHI Holiday Schedule: Substitution of December 26th as a Replacement for July 4th

GHI full time regular employees are offered eleven holidays per year. For 2014, the Fourth of July falls on a compressed workweek Friday when the office will be closed. The Christmas holiday this year falls on Thursday, December 25th, with the following Friday a normal business workday. In order to maintain GHI's holiday policy and offer staff an opportunity to have a four-day weekend for the 2014 Christmas holiday, Management suggests that the Board designate December 26th as the substitute holiday for July 4th.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE SUBSTITUTION OF FRIDAY, DECEMBER 26, 2014 AS A REPLACEMENT HOLIDAY FOR FRIDAY, JULY 4, 2014. THIS IS A ONE-TIME ADJUSTMENT.

Moved: Hess

Seconded: James

Carried 7-0

The Board returned to 6e. Proposed Agreement Between GHI & Pilot Members Re: Responsibilities for Heating/Cooling Systems Installed During Phase 3 of the Pilot Program.

6h. Schedule General Manager's Annual Performance Evaluation

APPROVED BY CONSENT: THE BOARD WILL CONDUCT THE GENERAL MANAGER'S ANNUAL PERFORMANCE EVALUATION ON MARCH 6, 2014 AT 7:00 P.M.

The Board moved to 6j. Unit Data Base Copier Lease, 1st Reading.

6i. Review 4th Quarter 2013 Financial Statements

The Board reviewed the fourth quarter financial statements for 2013. After this discussion, the Board returned to 6d. Further Review of Two-Year and Six-Month Actions/Questions in the Strategic Plan.

6j. Unit Data Base Copier Lease, 1st Reading

The current 60-month lease on the copy machine in GHI's Unit Data Base Room expires in June of this year. Copy machines are expected to have about a 5-year life. The current machine is beginning to show its age based on increased repair problems and service calls.

Staff developed an RFP and requested bids from the current service company, Commonwealth, and two other local copier lease/service companies, which were referred by local businesses. All three companies returned bids, listed in the chart below. While the prices submitted were also for 48 and 36-month leases, staff recommends a 60-month lease. The lease price will remain the same throughout the life of the lease, while there is a monthly service charge based on actual usage. The bid prices for the monthly service charges are based on GHI's estimated production of 16,000 copies per month.

Company Name:	Commonwealth	Capitol Office Solutions	DCA Imaging
Type of machine:	Konica Minolta Bizhub 754	Xerox Work Centre D95	Sharp MS-M753
Lease charge per month (60 month lease):	\$470.00	\$559.00	\$453.00
Lease charge per month (48 month lease):	\$562.00	\$692.00	\$587.00
Lease per month (36 month lease):	\$676.00	\$819.00	\$684.00
Estimated Service charge per month: (based on 16,000 copies)	\$142.40 (.0089/page)	\$104.00 (.0065/page)	\$120.00 (.0075/page)
Estimated Total charge per month for 60 month lease:	\$612.40	\$663.00	\$573.00

DCA Imaging has the lowest price. Staff obtained satisfactory references about DCA's performance in providing leasing services for copiers. Staff recommends that the Board approve a 60-month lease with DCA Imaging, for a total cost of approximately \$27,180.00, plus 6% for taxes and monthly service charges of \$.0075 per page copied by GHI.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER TO ENTER INTO A LEASE AGREEMENT WITH DCA IMAGING TO LEASE A SHARP MS-M753 COPY MACHINE OVER 60 MONTHS AFTER GHI'S CURRENT COPIER LEASE EXPIRES, BASED ON THE FOLLOWING CHARGES:

- a) **A TOTAL LEASING CHARGE AT ITS BID OF \$5,436 PER YEAR OR \$27,180 OVER 60 MONTHS PLUS AN AMOUNT OF 6% OR \$1630.80 FOR STATE TAXES OVER 60 MONTHS.**
- b) **A MONTHLY SERVICE CHARGE OF \$.0075 PER PAGE COPIED DURING THE DURATION OF THE 60-MONTH LEASE.**

Moved: Hess

Seconded: Marcavitch

Carried 7-0

6k. Proposed Acquisition of a New Computer Server for Jenark Financial System, 2nd Reading

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER FOR SECOND READING TO ENTER INTO AN AGREEMENT WITH CORE LOGIC FOR THE PURCHASE OF A NEW JENARK SERVER AT ITS BID OF \$13,233, AT A COST NOT TO EXCEED \$14,290; TO ALLOW 8% TO COVER SALES TAXES AND SHIPPING COSTS.

Moved: Hess

Seconded: James

Carried 7-0

6l. Review of Maryland House Bill 602

CONSENSUS: TO NOTIFY THE CITY OF GREENBELT THAT THE GHI BOARD OF DIRECTORS DECLINES THE OFFER TO HAVE SPECIFIC LANGUAGE INCLUDED IN MARYLAND HOUSE BILL 602 TO MAKE IT APPLICABLE TO COOPERATIVES.

7. Items of Information

Items of information included announcement of President's Day Holiday on February 17, GHI employees' impressive safety record for recordable workplace injuries and illnesses, Board Action Plan Status and Committees Task List, and Monthly GHI and City Calendars.

8. President

Ready applauded staff for snow removal efforts and for getting to work. She also mentioned a workshop-training institute in Louisville, Kentucky.

9. Board Members

Hess suggested GHI should send a note to PEPCO that it did a good job.

McFadden praised staff, mentioning some people stayed overnight.

Marcavitch inquired about gutter checks being made. Sporney explained that snow sliding off roofs caused some concerns about gutters, and staff was looking to clear downspouts because it was supposed to rain the next day. Sporney said there were lost clips, but GHI is not going to make an insurance claim.

Audit Member Gordy announced that the Greenbelt Labor Day Festival Committee is searching for a new vendor.

10. Manager

General Manager Ralph said members returned comments on the proposed changes to the Bylaws and the Committee will review them on next Thursday.

MOTION: TO RECESS TO EXECUTIVE SESSION AFTER THE BREAK.

Moved: Hess

Seconded: McFadden

Carried 7-0

The meeting recessed at 9:26 p.m.

Ed James
Secretary