

Minutes
GHI Board of Directors
Regular Session
(Virtual Zoom)
February 18, 2021

Board Members Present: Brodd, Carter-Woodbridge, James, Jones, McKinley, Ready, Skolnik, and Socrates

Excused Absence: Hess

Others in Attendance:

Eldon Ralph, General Manager

Tom Sporney, Assistant General Manager

Joe Perry, Director of Finance

Neron Adams-Escalera, Director of Member Services

Bruce Mangum, Contract Processor

Christopher Carbone, Audit Committee Member

Sam Lee, Audit Committee Member

Kathleen McNamara, Audit Committee Member

Joe Ralbovsky

Stephen Holland

Michael Hartman

Tamara M. James, Recording Secretary

President Brodd called the meeting to order at 7:46 p.m.

1. Approval of Agenda

Motion: The Board of Directors does approve the agenda.

Moved: James

Seconded: McKinley

Carried: 8-0

2. Announcements of Executive Session Meetings

2a. Announcement of an Executive Session Meeting held on February 4, 2021

On February 4, 2021, GHI's Board of Directors held an Executive Session meeting via internet audio/video conference, with Board members Stefan Brodd, Chuck Hess, Ed James, Bill Jones, Deborah McKinley, Sue Ready, Steve Skolnik, Anna Socrates, Zoe Carter-Woodbridge and Audit Committee member Kathleen McNamara participating.

The following motion to call this meeting was made during a prior open meeting that evening and approved by Board members Stefan Brodd, Chuck Hess, Ed James, Bill Jones, Deborah McKinley, Sue Ready, Steve Skolnik, Anna Socrates, Zoe Carter-Woodbridge.

Motion: I move that the Board of Directors hold an Executive Session meeting after this Open Session Meeting is adjourned, to discuss the following agenda items, as authorized by the pertinent sub-paragraphs of the Maryland Cooperative Housing Act § 5-6B-19 (e)(1).

Agenda item	Sub-paragraph of § 5-6B-19 (e)(1)
1. Approve Minutes of Executive Session Meeting Held on January 7, 2021	(vii)
2. Request by a Member for a Rental Permit Extension	(iv)
3. Member Complaint Matters	(iv)
4. Contract for Repairs to a GHI Unit – 1 st Reading	(vi)

The meeting started at 7:00 pm, recessed at 7:45 pm, reconvened at 9:16 pm and ended at 9:54 pm.

2b. Announcement of an Informal Hearing Held in a Closed Meeting on February 8, 2021

On February 8, 2021, Board members Stefan Brodd, Chuck Hess, Ed James, Bill Jones, Deborah McKinley, Sue Ready, Steve Skolnik, Anna Socrates and Zoe Carter-Woodbridge held an informal hearing regarding a member complaint matter. The hearing was conducted in a closed meeting, via internet audio/video conference. Audit Committee members Kathleen McNamara and Sam Lee attended the hearing.

The closed meeting was authorized by sub-paragraph § 5-6B-19 (e)(1)(iv) of the Maryland Cooperative Housing Act.

The motion to hold the hearing was approved by an 9-0 vote of the Board of Directors during an Executive session meeting on January 7, 2021.

The complaint hearing commenced at 7:05 p.m. and ended at 7:45 p.m.

2c. Announcement of an Executive Session Meeting held on February 18, 2021

The meeting is currently in recess and will be reported on at a subsequent Open Session Meeting.

3. Visitors and Members (Comment Period)

Michael Hartman asked if the Board met every other week or on the first and third Thursdays.

4. Approval of Membership Applications

- **Justin T. Fitch, Sole Owner;**
- **Amy Kraft, Eileen Murray, Tenants by the Entirety;**
- **Kyle I. Gerheiser, Sole Owner;**
- **Daniel A. Barandiaran, Sole Owner.**

Moved: James

Seconded: Skolnik

Carried: 8-0

2. Request a firm/person other than GHI's current website provider to build a new website on another platform other than Drupal; the new website would include a link that members can use to log in to the member portal on the Yardi property management system.

The Board established a Website task force comprised of Ken Shields, Monica Jerbi, David Frauenheim and Olivia Guerrieri with Neron Adams-Escalera serving as the staff liaison. Ken Shields subsequently resigned.

The Website task force has submitted its proposed charter (attachment #6) for the Board's review.

Motion: I move that the Board of Directors approve the charter for the Website Task Force as revised.

Moved: Skolnik

Seconded: Ready

Carried: 8-0

6d. Letter from the Legislative and Government Affairs Committee (LGAC) to the Board re: SCMaglev Project

The Board discussed a letter outlining the LGAC's updated recommendations regarding the proposed SCMaglev Project.

6e. Review Proposed Reasonable Accommodation Policy

Last year, the Maryland Commission of Civil Rights (MCCR) requested GHI to disseminate a notice on our website indicating that we have a reasonable accommodation policy adhering to HUD's reasonable accommodation guidelines and a point of contact for requesting an accommodation.

Staff requested GHI's legal counsel to draft a Reasonable Accommodation Policy for GHI which the Communications Committee subsequently re-formatted. After reviewing member comments about the draft policy, the Board appointed a Reasonable Accommodation Committee comprised of Directors Ready, McKinley and Carter-Woodbridge to further revise it.

The Committee held several meetings, made substantial revisions to the draft policy and asked GHI's legal counsel to review the changes. Thereafter, the committee met with legal counsel to discuss the changes that counsel recommended. Attachment #8 is the draft Reasonable Accommodation Policy that the committee formulated.

The Maryland Commission of Civil Rights has requested GHI to post a notice on our website by February 26, 2021, indicating that we have a reasonable accommodation policy.

Motion: I move that the Board of Directors adopt the Reasonable Accommodation Policy as revised by the Reasonable Accommodation Committee.

Moved: James

Seconded: McKinley

Carried: 8-0

6f. Scope of an Exterior Building and Yard Inspection Program

On February 20, 2020, the Board of Directors decided to forego a formal program of community beautification inspections during 2020 and establish a task force to recommend the scope of an exterior building and yard inspection program that should be implemented.

GHI members Joseph Ralbovsky, Ed James, Alex Barnes, Kemlyn Brazda, Jeannette Grotke, and Philip Lake were appointed to serve on the task force; George Bachman served as the staff liaison, and Ed James as the Board liaison.

On January 4, 2021, the Board held a work session with the task force to discuss the task force's report (attachment #9a). During the work session, Board members expressed the following opinions:

- a) The Exterior Building and Yards Inspection program should commence in the Spring of 2021.
- b) The inspection list that the task force developed should be slightly modified as shown in attachment #9b.
- c) That (1/3 or all) of the units should be inspected each year.
- d) Financial incentives such as Co-op Grocery and Pharmacy gift cards should be awarded to a random selection of units that pass the first round of inspections.

Motion: I move that the Board of Directors accept the report that the Exterior Building and Yards Inspection Task Force prepared and implement the following actions:

- a) **Commence an Exterior Building and Yards Inspection program in the Spring of 2021.**
- b) **Approve the inspection list in attachment #9b that the Board revised.**
- c) **Require one third of GHI units to be inspected each year.**

Moved: Skolnik

Seconded: James

Carried: 8-0

Motion to Amend: Add item section d to the motion:

“d) Award financial incentives to a random selection of units that pass the first round of inspections.”

Moved: Jones

Seconded: James

Failed: 4-4

Opposed: Ready, Skolnik, Carter-Woodbridge, and McKinley

6g. Proposed Extension of Current Contract with Current IT Services Provider by One year- 1st reading

On April 7, 2016, the Board approved an Information Technology services contract with Fed Solutions (FSI) for a five year term, which expires on June 30, 2021. Fed Solutions has been responsible for computer network security, preventive maintenance, back up services, 24/7 monitoring and support, and various allied services by interacting with our web developer, email provider, telephone provider, network copy provider, and domain registries. At the time, GHI sought bids from six IT service providers. Three firms provided bids and FSI's bid was the most cost-effective one. Overall, FSI's services have been very good.

It is of great importance to retain FSI for the duration of 2021, while GHI embarks on the implementation of the Yardi Voyager property management software (cloud based) system. During this implementation, it is critical to have an IT provider in place that has extensive knowledge of GHI's current Jenark and Micromain servers in order to preserve

historical financial and maintenance work order information. In addition, the IT provider must also protect GHI’s network, which will soon house the Yardi Voyager system in the cloud. After implementation of the Yardi system, GHI will have three options for the current servers, which are listed below:

1. Leave servers in place until the life span ends
2. Backup and shutdown the servers; or
3. P2V/Image (only if necessary)
 - a. Performing a P2V migration is using a tool that assists GHI in moving the servers from a physical state to a virtual machine.

A current breakdown of the cost of services is as follows:

	FedSolutions
Monthly charge	\$2,336 with no annual increase
Annual cost of regular service	\$28,032
After hours support	Included for critical issues
Back up of network	Cloud backup-Axient
GHI staff requirements	Any employee can have direct contact for service. No additional work is needed by staff.

Staff recommends a one year extension of the current contract with FedSolutions. The service contract will have a 90-day termination clause for either party in case a situation arises which requires GHI to end the IT service or change providers. FSI has agreed to provide services at their current pricing, which was approved in 2016 (monthly fee of \$2,336 per month or \$28,032 annually).

Motion: I move that the Board of Directors authorize the Manager for first reading, to enter into a one-year contract extension from July 1, 2020 to June 30, 2021 with FedSolutions (FSI) to manage GHI’s Information Technology services as outlined in their proposal dated February 29, 2016, at a monthly cost of \$2,336 plus an allowance of 10% for unanticipated charges; with a termination clause included in the contract, whereby either GHI or FedSolutions could terminate the contract by serving the other party a 90-day notice of termination.

Moved: Skolnik

Seconded: Ready

Carried: 8-0

6h. Consideration of Alternate Agreement for GHI Solar PVES

During the annual membership meeting on May 10, 2018, a vote was taken to authorize GHI’s Board of Directors to enter into a contract to install a solar photovoltaic electrical system to supply electricity for GHI’s Administration Building. Two options were considered and approved.

- Option 1, as Amended
On behalf of the Board be it moved that the membership of Greenbelt Homes Inc. permits the Board of Directors to enter into a contract to purchase a solar panel system

of at least 125 kilowatt capacity for no more than \$280,000 that would supply electricity to GHI's Administration Buildings.

- Option 2, as Amended

On behalf of the Board be it moved that the membership of Greenbelt Homes Inc. permits the Board of Directors to enter into a Power Purchase Agreement for a solar panel system that would supply electricity to GHI's Administration Buildings, not to exceed \$22,000 for the first year with adjustments for the rising cost of electricity in future years.

During the executive session meeting on September 6, 2018, the Board passed a motion to authorize the manager to enter a contract with Sustainable Energy Systems (SES), whereby SES would finance, and construct a 133KW (AC) solar photovoltaic energy system (pves) on the premises of the Administration Building Complex and GHI would purchase electrical energy for a minimum of 15% less than the rate that PEPCO charges. The construction of the solar pves is nearing completion.

SES has offered to amend the agreement from a Power Purchase Agreement (PPA) to a **prepaid** PPA (refer to attachment #10a). The financial analysis is provided in attachment #10b.

Under the prepaid PPA, GHI would pay SES \$258,155.52 at the beginning of the contract; an amount that is equivalent to the savings GHI would accrue in electrical costs plus solar renewable energy credits received by year 9 after the system is commissioned. SES would own the system for a period of 5 years and then sell or donate the system to GHI. Upon the transfer of ownership to GHI, SES would continue to honor its 25-year workmanship warranty and transfer the remainder of the 20-year inverter and other manufacturer warranties to GHI.

Motion: I move that the GHI Board of Directors direct the Finance Committee to recommend with pros and cons by March 31, 2021, whether GHI should amend the current Power Purchase Agreement with Sustainable Energy Systems (SES) to purchase electricity from a 156KW DC/133KW AC solar photovoltaic electric system (pves) that SES installed, in favor of a prepaid Power Purchase Agreement (PPA) as presented by SES, whereby GHI would pay SES \$258,155.52 at the beginning of the agreement and own the solar PVES after 5 years.

Moved: Jones

Seconded: Skolnik

Carried: 8-0

6i. Proposed Procedure to Prevent Hacking of Virtual Zoom Meetings

Recently, it has been brought to staff's attention that some of our Zoom meetings have been hacked by malicious individuals, who gained access by using the publicly posted meeting id numbers and passcodes.

To deter hackers, many business organizations employ a process of pre-registering persons who wish to attend their virtual meetings. Staff recommends implementation of a similar procedure for persons who wish to attend GHI Zoom meetings. After registering, a person will receive a link to join the meeting. The host or co-host of the meeting will be provided with a list of registered attendees who should be allowed to join the meeting. The proposed procedure is as follows:

- Staff will publish registration links to all virtual meetings in the E-News and on the GHI website. As an example, members and visitors will see the following message:

“You are invited to a Zoom meeting.

When: Feb 18, 2021 02:00 PM Eastern Time (US and Canada)

Register in advance for this meeting:

https://us02web.zoom.us/join/register/tZMrf--hqTwsH9b_t8PeaeBvev8zG1pl44o7

After registering, you will receive a confirmation email containing information about joining the meeting.”

- To register, members/visitors must provide their first name, last name, and email address.
- Once the member and/or visitor has registered, Zoom will send the link containing the meeting identification number and passcode to join the meeting.

Motion: I move that the Board of Directors direct the Manager to implement the process as presented for pre-registering members and visitors who desire to attend virtual GHI meetings.

Moved: McKinley

Seconded: James

Amended and carried
by a later vote

Motion to Amend: Change “member and visitors” to “persons”.

Moved: McKinley

Seconded: Carter-Woodbridge

Carried: 8-0

Motion as amended: I move that the Board of Directors direct the Manager to implement the process as presented for pre-registering persons who desire to attend virtual GHI meetings.

Moved: McKinley

Seconded: James

Carried: 8-0

6j. Schedule a Date for the Manager’s 2020 Performance Evaluation

The Board should schedule a date for the Manager’s 2020 performance evaluation which will be done during an executive session meeting.

Motion: I move that the Board establish March 25, 2021 commencing at 7:00 p.m. as the date and time for a meeting in executive session with the General Manager, to discuss his 2020 performance evaluation.

Moved: Skolnik

Seconded: McKinley

Carried: 8-0

7. Item of Information:

7a. Board Poll Conducted re: Approval of a Resolution Pertaining to a GHI Application for a Paycheck Protection Program Loan

Attachment #11 is a Manager's memorandum that requested the Board to approve a Resolution regarding GHI's application for a Paycheck Protection Program loan. Board President Stefan Broad conducted a Board Poll on February 10-11, 2021. The suggested motion in the Manager's memorandum was approved 9-0 by the Board.

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

7c. Monthly GHI and City Calendars

7d. President's Items

Brodd solicited for one more volunteer for the GDC Bylaws committee.

7e. Board Members' Items

James stated that the Long-Range Planning Committee needs a board liaison. Ed James was appointed.

McKinley thanked the members of the Reasonable Accommodations Committee for all of their hard work.

Jones mentioned the hiring of a Registered Investment Advisor that he will propose to the Investment Committee at their next meeting.

Ready thanked McKinley and the members of the Reasonable Accommodations Committee.

Carter-Woodbridge also thanked everyone on the Reasonable Accommodations Committee.

7f. Audit Committee's Items

None.

7g. Manager's Items

None.

Motion: To adjourn.

Moved: Skolnik

Seconded: Jones

Carried: 8-0

The meeting adjourned at 9:19 p.m.

Ed James
Secretary