

Minutes
GHI Board of Directors
April 14, 2011

Present: James, Novinski, Wartell, McFadden, Agans, Morse, Boswell, Moore

Excused Absence: Lewis

Others in Attendance:

Gretchen Overdurff, General Manager	Joan Krob, Director of Member Services
Dianne Wilkerson, Chair, Audit Committee	Chuck Hess, Audit Committee
Eldon Ralph, Assistant General Manager	Tom Jones, 1C Woodland Way
Richard Menis and Jane Menis	Debbie Cooley, Audit Committee
Tom Sporney, Director of Technical Services	Joe Perry, Finance Director
Leta Mach, City Councilwoman	Altoria Ross, Recording Secretary

President Agans called the meeting to order at 7:30 p.m.

1. Approval of Agenda

Items “f” was replaced by “Annual Meeting New Business and Prize Discussion.”

MOTION: TO APPROVE THE AGENDA AS AMENDED

Moved: James

Seconded: Wartell

Carried 7

2. Visitors and Members

President Agans welcomed visitors and members. Member Ginny Jones read a statement endorsing Assistant General Manager Eldon Ralph for GHI general manager based on his performance at the town hall meeting rather than to hire a consultant company to recruit a replacement for Gretchen Overdurff.

3. Approval of Membership Applications

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

- MARY E. ROUNDS
- YU-HSIU WANG

Moved: James

Seconded: Boswell

Carried 7

4. Committee Reports

Board members shared updates on the committee to which they are Board liaison.

- Additions Maintenance Taskforce: Director McFadden said the taskforce had its first meeting and will meet again on April 18. First priority will be to determine what to consider first in regard to the building components.
- Architectural Review Committee: Director Novinski said recommendations regarding siding, doors and windows were developed.

- c. Bylaws Taskforce: Director Novinski noted that proposed changes to the bylaws would be discussed later this evening.
- d. Adhoc Yard Line Review Committee: Director Novinski said the committee recently reviewed yard lines for 20 Hillside which will be given to the Board for review and approval.
- e. Website Work Group: Website group held a training session; website completion will occur soon.
- f. Buildings Committee: Director Boswell discussed recommendation about air conditioners. He said that the committee would be scheduling meetings with the pilot members to discuss air conditioners, replacement pipes, and cost of upgrades with the goal to develop a memorandum of understanding between pilot members and GHI.
- g. Companion Animal Committee: Director Wartell announced that CAC would be participating in the Pet Expo on May 7.

5. Consent Agenda

Director Lewis requested that the draft minutes of March 10, 2011 be removed from the consent agenda for discussion.

MOTION: TO APPROVE THE CONSENT AGENDA, AS REVISED

Moved: Boswell

Seconded: McFadden

Carried 7

6a. Approval of Minutes: March 10, 2011.

MOTION: MOVE APPROVAL OF THE GHI REGULAR SESSION MINUTES OF MARCH 10, 2011 AS PRESENTED.

Moved: James

Seconded: Wartell

Carried 7

6b. Contribution Requests, 2nd Reading

The Cooperative Development Foundation (CDF) has requested financial support to further their work in the development of cooperatives that will provide seniors in rural areas with affordable options for daily living, as well as fund-raising for cooperative recovery in the wake of massive natural disasters. CDF responded to the Haitian earthquake with \$73,000 in contributions and responds when major disasters strike.

MOTION: THE BOARD OF DIRECTORS DOES APPROVE, FOR FINAL PASSAGE, A CONTRIBUTION IN THE AMOUNT OF \$500 TO THE COOPERATIVE DEVELOPMENT FOUNDATION TO SUPPORT THEIR WORK.

Moved: Boswell

Seconded: James

Carried 7

6c. Request for Uncovered Chimney Flue, 34G Ridge Road

On 30Nov, the member at 34G Ridge Road submitted a permit request for the installation of a wood stove. GHI staff reviewed the permit request, and, after discussion, issued a permit for installation on 22Dec10 without requiring the flue to be covered. Prior to final inspection, staff identified to the member that the GHI rules required:

§XXI.B.7. In new installations, the exposed chimney pipe shall be covered with material compatible with the original house exterior. With frame homes, brick or vinyl would be compatible; with brick or block homes, brick or stucco would be compatible. On brick or block additions, the chimney covering should be compatible with the covering of the addition.

Staff discussed this with the member, and the member, preferring the installation with the exposed flue, stated that she wished to pursue an exception to the rule.

At the ARC meeting of 9Mar11, the issue was discussed at length. ARC voted 2-1-0 that the request for exception for an exposed flue at 34G Ridge Road **not** be granted because it sets precedent for other members and covering makes a more appropriate aesthetic. Reasons given to allow the exception were the unit is on the end and not widely visible, the aesthetics could be considered non objectionable, it was a good-faith error and a compromise solution might be to cover the flue with siding at upgrade.

MOTION: THE BOARD OF DIRECTORS DOES ALLOW THE UNCOVERED FLUE INSTALLATION IN THE END AT 34G RIDGE ROAD.

Moved: McFadden

Seconded: Moore

Carried 6-1

6d. Request for Unpermitted Incompatible Entry Doors, 10C Plateau

On 31Aug10, GHI staff issued a permit for renovations to 10C Plateau. During the course of the renovations, it was discovered that an unacceptable style entry doors had been hung. A request for exception was heard by the Architectural Review Committee (ARC) on March 9, 2011. Several points were discussed after which ARC voted 2-1-0 that the exception request be granted for the installed entry doors at 10C Plateau Place. The reasons given for this recommendation were that: a) they may be considered appropriate style; b) diagrams are unclear and c) design criteria for frame units not as understood as for brick and block. The reason given against granting an exception is that it sets precedent. During discussion, board members pointed out that the entry doors meet the letter of the regulations, they are simple and rectangular in form and there are similar doors already on the court.

MOTION: THE BOARD OF DIRECTORS DOES ALLOW THE INSTALLATION OF ENTRY DOORS WITH MUNTINS AT THE GLAZING AT 10C PLATEAU PLACE.

Moved: Boswell

Seconded: Moore

Carried 6-1

6e. Sublease Statistics and Request, 37D Ridge

Currently, eighteen units within GHI are sublet: three have been given permission to sublease for three years, eight have been given permission to sublease for two years and seven have been given permission to sublease for one year. The member at 37D Ridge Road has requested an extension of the current 3 year sublease which expires this summer. The Board discussed the member's request and took the following action:

MOTION: THE BOARD OF DIRECTORS DOES APPROVE A ONE-YEAR EXTENSION OF SUBLEASING PRIVILEGES TO THE CURRENT MEMBER AT 37D RIDGE ROAD.

Moved: McFadden

Seconded: Wartell

Carried 7

6f. Annual Meeting New Business and Prizes Discussion

MOTION: THE BOARD OF DIRECTORS APPROVES OF THE FOLLOWING DOOR PRIZES FOR THE 2011 ANNUAL MEETING: THREE \$100 CERTIFICATES TOWARDS THE CO-OP FEE, FOUR \$25 CERTIFICATES TO THE CO-OP SUPERMARKET AND FIVE \$20 CERTIFICATES TO THE NEW DEAL CAFÉ.

Moved: Wartell

Seconded: McFadden

Carried 7

President Agans gathered ten signatures on a petition to increase the monthly stipend by \$20 for board members and \$10 for audit committee members to present to the membership for action at the 2011 annual meeting.

6g. Bylaws Changes for the Annual Meeting

The Board reviewed six proposed changes to the bylaws that were submitted by the Bylaws Taskforce for review prior to submitting to the membership for action at this year's annual meeting.

Proposed Change #1 - Article III, Section 1, Membership.

Replace "may hold a membership jointly" by "may each be a member, they are called joint members"

MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED CHANGE TO ARTICLE III §1, AS PROPOSED BY THE BYLAWS TASKFORCE AND AMENDED BY THE BOARD, AND DIRECTS STAFF TO INCLUDE IT AS AN ACTION ITEM ON THE AGENDA FOR THE 2011 ANNUAL MEMBERSHIP MEETING.

Moved: Boswell

Seconded: McFadden

Carried 7

Proposed Change #2 - Article III, Section 5, Membership Requirement to Hold Office

Add the following sentence at the end: Only one member from a unit may hold elected office at a time.

MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED BYLAW CHANGE TO ARTICLE III §5, AS PROPOSED BY THE BYLAWS TASKFORCE, AND DIRECTS STAFF TO INCLUDE IT AS AN ACTION ITEM ON THE AGENDA FOR THE 2011 ANNUAL MEMBERSHIP MEETING.

Moved: Boswell

Seconded: Wartell

Carried 7

Proposed Change #3 - Article IV, Section 8, sub-sections a and b - Nominations and Elections

Replace “ten days” by “fourteen days” and “seventh day” by “ninth day” in each of these two subsections.

MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED BYLAW CHANGES TO ARTICLE IV §8, SUBSECTIONS A &B, AS PROPOSED BY THE BYLAWS TASKFORCE, AND DIRECTS STAFF TO INCLUDE THEM AS AN ACTION ITEM ON THE AGENDA FOR THE 2011 ANNUAL MEMBERSHIP MEETING.

Moved: Boswell

Seconded: Morse

Carried 7

Proposed Change #4 - Article IV, Section 8, sub-section c – Nominations and Elections
Replace “the plurality system of voting” by “the majority system of voting”.

MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED BYLAW CHANGE TO ARTICLE IV §8, SUBSECTION C, AS PROPOSED BY THE BYLAWS TASKFORCE, AND DIRECTS STAFF TO INCLUDE IT AS AN ACTION ITEM ON THE AGENDA FOR THE 2011 ANNUAL MEMBERSHIP MEETING.

Moved: McFadden

Seconded: Novinski

Carried 5-3

Proposed Change #5 - Article IV, Section 8, subsection d - Nominations and Elections
Omit the sentences referring to proxies.

CONSENSUS: TO TABLE PROPOSED BYLAWS CHANGE #5, ARTICLE IV, SECTION 8, SUBSECTION D - NOMINATIONS AND ELECTIONS TO 2012.

Proposed Change #6 - Article V, Section 4 – subsections a-i and new subsection j – Powers and Duties

Add the following as subsection j. Assess fines only in cases where the membership has approved motions stating which violations of rules can be fined and the maximum fine to be assessed.

CONSENSUS: TO TABLE PROPOSED CHANGE #6 - ARTICLE V, SECTION 4 – SUBSECTIONS A-I AND NEW SUBSECTION J – POWERS AND DUTIES TO 2012.

6h. Emergency Sewer Repairs at 61 Court Ridge

On March 24th, a serious sewer back-up occurred at 61 Court of Ridge Road that could not be cleared because of a collapsed terra cotta pipe line. In order to keep sewage from backing up into the unit at 61F Ridge Road, maintenance employees removed the clean-out cap so the sewage could flow out into the gardenside yard area. Staff then contacted B&P Utilities (one of the most efficient sewer contractors employed by GHI) who indicated they could begin repairs the next day for a cost of \$9,925 for replacing approximately 75’ of terra cotta pipe that is equivalent to \$132 per linear ft. (the average cost per linear ft. for all sewer repair work done by GHI from 2006 to 2010 was \$133). Because of the urgent situation, the General Manager approved the repair work by B&P Utilities and made Board members aware of the emergency action via an e-mail. B&P Utilities commenced work on March 25th

with repairs totally complete on March 29th. The bylaws allow for emergency expenditures outside of regular procedures. This item is now being brought to the Board for formal action.

MOTION: THE BOARD CONCURS WITH THE ACTION TAKEN BY THE GENERAL MANAGER ON MARCH 25, 2011 AND APPROVES THE EXPENDITURE OF \$9,925.00

FOR GHI TO ENTER INTO CONTRACT WITH B&P UTILITIES FOR THE EMERGENCY REPLACEMENT OF SEWER PIPING AT 61 CT RIDGE ROAD.

Moved: Boswell

Seconded: Morse

Carried 7

6i. Emergency Underground Utility Contract, 6A-M Research

During the past year, Physical Plant Operations staff investigated problems that were reported by members concerning sewer backups within their units or flooding in their yards. Maintenance personnel utilized GHI's video camera equipment to diagnose the problems. The primary causes were due to fractures in the underground terra cotta piping caused in the main part by the tree root infiltration and rupture due to soil pressures.

One of the sites identified for remediation in 2011 was 6A-M Research, because of its history of sewage backups, as well as storm water ponding that is unrelated. GHI maintenance staff has been called to clear waste blockage on several occasions during the first quarter of this year, and expects that the frequent backups will continue until repairs are done. Therefore, staff is recommending that sewer repairs at this site be done as early as possible. Staff obtained the following bids from three (3) contactors:

NAME OF COMPANY	Sewer Lateral	Storm Drainage	Steam Tunnel Interference	Total
Mane-Line Utilities, Inc.	\$6,750.00	\$6,600.00	\$650.00	\$14,000.00
B & P Utilities, Inc.	\$6,350.00	\$8,450.00	\$50.00	\$14,850.00
Dowd Contracting Corp.	\$7,000.00	\$9,000.00	\$3,900.00	\$19,900.00

Mane-Line, though low bidder, will not be able to mobilize until sometime in May; B&P can mobilize within a week of getting the contract. B&P has worked with GHI on recent projects. Based upon its quotation and history, staff recommends that the Board of Directors endorse B&P Utilities, Inc. for performing the sewer and storm drain repairs on an emergency basis at 6A-M Research Road for its bid, with an additional 15 percent to cover contingencies.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR FIRST READING, TO ENTER INTO A CONTRACT WITH B&P UTILITIES, INC., FOR THE REPAIRS OF UNDERGROUND SANITARY SEWAGE AND STORM DRAIN UTILITIES AT 6A-M RESEARCH ROAD AT ITS BID, \$14,850, PLUS 15% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$17,078.

Moved: Novinski

Seconded: Morse

Carried: 8

MOTION: THE BOARD OF DIRECTORS SUSPENDS THE RULES TO ALLOW FOR A SECOND READING OF THE MOTION REGARDING THE EMERGENCY UTILITY REPAIRS AT 6A-M RESEARCH ROAD.

Moved: Novinski

Seconded Boswell

Carried 8

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO ENTER INTO A CONTRACT WITH B&P UTILITIES, INC., FOR THE REPAIRS OF UNDERGROUND SANITARY SEWAGE AND STORM DRAIN UTILITIES AT 6A-M RESEARCH ROAD AT ITS BID, \$14,850, PLUS 15% FOR CONTINGENCIES, FOR A TOTAL AMOUNT NOT TO EXCEED \$17,078.

Moved: Novinski

Seconded: Morse

Carried 8

6j. 2011 Concrete Sidewalk Contract, 1st Reading

In the first quarter of 2011, staff solicited bids to replace concrete sidewalks and a number of steps at forty locations throughout GHI. Reasons for the replacements include the disintegration of concrete and heaving of sections of sidewalks. Some of these defects were reported to the Maintenance Department by members, while others were observed during a community-wide survey of sidewalks. \$45,000 is budgeted in 2011 for concrete repairs. GHI formally solicited bids from eleven independent concrete contractors, who were all individually contacted to ascertain their interest. GHI received bids from three (3) contractors:

NAME OF COMPANY	BASE BID	ADDITIONAL SIDEWALK /sq.ft.	STEP	ADDITIONAL STONE /ton
Classic Concrete, Inc.	\$28,581.92	\$8.00	\$75.00	\$35.00
GMC Contractors, Inc.	\$29,406.00	\$8.90	\$240.00	\$40.00
CPE, Inc.	\$26,985.00	\$7.54	\$175.00	\$75.00

CPE, Inc. has previously bid on GHI's concrete program, and provided concrete sidewalk repairs and concrete curb and gutter for parking lots in prior years. Staff recommends that GHI contract with CPE to perform the spring concrete sidewalk replacement for its bid, with an additional 10 percent to cover contingencies or additional sites found necessary during the performance of the contract.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR FIRST READING, TO ENTER INTO A CONTRACT WITH CPE, INC., FOR THE SPRING REPAIRS OF CONCRETE SIDEWALKS AT 40 SITES AT ITS BID, \$26,985, PLUS 10% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$29,684.

Moved: Boswell

Seconded: Moore

Carried 7

6k. Approval of Board's Action Plan

CONSENSUS: TO APPROVE THE BOARD'S ACTION PLAN AS SUBMITTED IN THE MANAGER'S MEMORANDUM DATED APRIL 8, 2011.

7. Items of Information

On April 18, the Additions Maintenance Taskgroup will meet at 7 p.m.
Cynthia Newcomer will oversee user testing of the new website on April 30.

8. President

President Agans read thank you notes from college students in Nichol City of Buffalo for GHI's contribution for a low-income scholarship fund and attendance to the NASCO conference.

9. Board Members

Director Boswell will look over the articles for placement in the Greenbelt News Review to make sure they are accurate. **Director Wartell** talked about having an event in June for Peace Month and that he has asked John Henry Jones to host it. **Director McFadden** inquired when the mowing contract would start and was informed "tomorrow."

10. Staff

Brenda Lewis said The Communicator articles are due April 25.

11. General Manager

Gretchen Overdurff spoke about needing help for the upcoming New Member Coffee Social and Open House. She circulated a sign up sheet for the latter event asking that board members consider volunteering time either 12-2 p.m. or 2-4 p.m.

MOTION: TO RECESS TO EXECUTIVE SESSION.

Moved: McFadden

Seconded: Boswell

Carried 8

The meeting recessed at 9:55p.m.

Ed James
Secretary