

Minutes  
Board of Directors  
GHI Regular Open Session  
(Virtual Zoom)  
April 16, 2020

Board Members Present: Brodd, Hess, Holland, James, Jones, Ready, Skolnik, Socrates and Watkins

Excused Absence:

Others in Attendance

Eldon Ralph, General Manager	Tom Jones, Nominations and Elections
Tom Sporney, Assistant General Manager	Committee Chair
Joe Perry, Director of Finance	Matt Sosna
Greg Eck, Finance Manager	Joe Robbins
Joe Wichagen, Director of Homes Improvement Program	Michael Hartman
Maesha McNeill, Human Resources Manager	Lore Rosenthal
Carol Griffith, Audit Committee Member	Kim Kash
Joyce Campbell, Audit Committee Member	Ryan McClelland
Robin Everly, Audit Committee Member	Joseph Ralbovsky
	Monica Johnson, Recording Secretary
	John Lippert

President Skolnik called the meeting to order at 7:05 p.m.

1. Approval of Agenda

**Motion: The Board of Directors does approve the agenda.**

Moved: James

Seconded: Hess

Carried: 9-0

2. Announcement of Executive Session Meetings

2a. Announcement of an Executive Session Meeting held on April 2, 2020

GHI's Board of Directors held an Executive Session meeting on April 2, 2020. The meeting was held via videoconference, with Board members participating from remote locations. Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates, Tami Watkins and Audit Committee members Joyce Campbell, Robin Everly, and Carol Griffith attended the meeting.

The following motion to call this meeting was made during a prior open meeting earlier that evening and approved by Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates, Tami Watkins.

**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)
a. <b>Approve Minutes of Executive Session Meeting Held on March 5, 2020</b>	(vii)
b. <b>Consider Approval of the Following Contracts:</b> <ul style="list-style-type: none"> <li>• <b>2020 Contract for Gutter Cleaning - 1st reading</b></li> <li>• <b>2020 Contract for Replacing Air Conditioning Units for Larger Townhomes - 1st reading</b></li> <li>• <b>2020 Contract for Replacing Roofs for Frame Buildings - 1st reading</b></li> <li>• <b>2020-2022 Contract for Employee Uniforms – 1st reading</b></li> <li>• <b>2020-2022 Waste Disposal Services (Re-Bid) – 1st and only reading</b></li> </ul>	(vi)

During the meeting, the Board of Directors authorized the Manager, for first and only reading due the urgency of having a new waste disposal contract in place immediately after the termination of the current contract, to enter into a contract with Waste Management to provide waste removal services to GHI for a 3-year period commencing immediately at the following charges:

- a) Weekly collection of general solid waste from one 6 cubic yd. container at \$136.98 per month during the first year of the contract.
- b) Collection of construction waste from a 30 cubic yd. container at \$175.00 per pull with a \$55.00 per ton charge for disposal during the first year of the contract. 4 ton minimum.
- c) Collection of tree waste from a 30 cubic yd. container at \$175.00 per pull with a \$57.00 per ton charge for disposal during the first year of the contract. 4 ton minimum.
- d) A one-time charge of \$185.00 for each container (whether 6 cy or 30 cy) delivered to GHI at the start of the contract.
- e) A \$25.00 usage fee per 30 cubic yard open top container per pull.
- f) An inactive fee of \$400 per month, for any 30 cubic yard container not pull during that month.
- g) An increase in charges for collection of general solid waste, construction waste and tree waste, by 5% above the year 1 charges during year 2 of the contract, and 5% above the year 2 charges during year 3 of the contract.

*The meeting began at 9.22 p.m. and adjourned at 9.57 p.m.*

2b. Announcement of Complaint Hearing Held in a Closed Meeting on April 7, 2020

A complaint panel comprised of Board members Stephen Holland, Ed James and Bill Jones, held a complaint hearing on April 7, 2020 with a member in a closed session meeting, as authorized by sub-paragraph § 5-6B-19 (e)(1)(iv) of the Maryland Cooperative Housing Act. Audit Committee member Carol Griffith attended the hearing.

The motion to call this meeting was made during an Executive session meeting on February 20, 2020 and approved by Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik and Anna Socrates.

*The hearing commenced at 6.28 p.m. and adjourned at 7.02 p.m.*

3. Visitors and Members (Comment Period)

Tom Jones updated the Board and Staff on the Annual Meeting.  
Kim Kash inquired about the Virtual Pre-Purchase Orientation.

4. Committee and Homes Improvement Program Reports

**Homes Improvement Program** – Wiehagen had no updates.

**Woodlands Committee** – James reported that the Woodlands Committee will conduct a “Trail Work Day” on April 25<sup>th</sup>.

**Sustainability Subcommittee** James mentioned that the Subcommittee met by video conference.

**Finance Committee** – Hess reported that the Investment Committee and the Finance Committee meetings will take place next week.

5. For Action or Discussion

5a. Approve Minutes of Special Open Session Meeting Held on March 19, 2020

**Motion: I move that the Board of Directors approve the minutes of the Special Open Session Meeting that was held on March 19, 2020 as presented.**

Moved: James

Seconded: Hess

Carried: 8-0-1

Abstained: Socrates

5b. Approve Minutes of Regular Open Session Meeting Held on March 19, 2020

**Motion: I move that the Board of Directors approve the minutes of the Open Session Meeting that was held on March 19, 2020 as presented.**

Moved: James

Seconded: Hess

Carried: 8-0-1

Abstained: Socrates

5c. Buildings Committee Recommendation re: Regulation of Pest Control Noise Emitting Devices

On February 6, 2020, the Board discussed a complaint from three members about noise from an electronic pest control device in the yard of an adjacent unit. The Board passed a motion that directed the Buildings Committee to consider recommending a rule for regulating pest control devices in yards, which disturb the peace and comfort of members, due to noise that they emit. During a March 25<sup>th</sup> teleconference meeting, the Buildings Committee discussed the matter and reviewed a small body of research material relating to the efficacy of electronic pest control devices. The brief study that was done indicated that these devices are not effective.

The Committee concluded its assigned task with the following comment:

*“The Buildings Committee believes that the efficacy of these devices is not relevant. The issue is about the discomfort of other members. The Board should make a decision on the member complaint”.*

**Motion: I move that the following new rule be added to the Member Handbook in the section entitled Minimum Use and Maintenance Standards, part B. Exterior, new rule 21, and in section IV. Care of the GHI Yard, part D. Yards, new rule 7: Pest control devices emitting regular, continual sound are not permitted in yards or in locations where they may be heard by neighbors.**

Moved: Brodd

Dies of lack of  
Seconded

**Motion: I move that the following potential new rule be sent to the membership for a 30-day review period: Pest control devices emitting regular, continual sound are not permitted in yards or in locations where they may be heard by neighbors.**

Moved: Brodd

Seconded: Socrates

Carried: 9-0

5d. Sustainability Subcommittee Recommendation re: Electric Vehicle Charging Stations Adjacent to the Administration Building

During the Board meeting on November 7, 2019, the Board of Directors discussed a GHI member’s proposal regarding the installation of Level 2 electric vehicle (EV) charging stations in the GHI parking lot adjacent to the Administration Building. The Board requested the Buildings Committee to review the proposal and provide responses to the following five questions:

- a) Pros and cons of installing the electric charging stations.
- b) How many charging stations should be installed?
- c) Installation costs for installing the charging station (s) the committee recommends.
- d) Should the charging stations be metered and if so, what should be the charge for using them?
- e) City of Greenbelt permits that would be required.

During the January 2, 2020 Board meeting, the Board accepted the Buildings Committee responses to the five questions (refer to Attachment #5) and recommendation that the Committee be allowed to undertake the following actions:

- a) Identify the technical feasibility and optimal placement of Electric Vehicle Chargers at the Administration Building property,
- b) Verify the available rebate programs from Maryland and PEPCO,
- c) Develop cost estimates for the proposed work, including upgrading current electrical or arranging for new electrical service depending on charger placement.
- d) Investigate other incentive programs for electric vehicle charging.

The Sustainability Subcommittee of the Buildings Committee further discussed details and issues regarding EV charging stations at the GHI Administration Building and provided information for discussion at the March 25 Buildings Committee meeting. The Buildings Committee discussed the issue resulting in the following motion:

*"I move that the Board direct technical staff to develop an RFP with input from the Buildings Committee to install five level 2 electric car charging stations at either the administration building parking lot, at the administration building carpenter shop, or in both locations. Further, if GHI receives competitive bids as a result of the RFP, we propose moving forward with the most economically and technically feasible project." Motion carried unanimously – 8-0-0.*

**Motion: I move that the Board of Directors direct the Manager to prepare a Request for Proposal (RFP) and obtain bids from contractors for installation of five (5) Level 2 charging stations at the administration building located either in the parking lot across from the lobby entrance (free standing) or behind the carpenter shop (wall mounted). The RFP should request Contractors to verify federal, state and other incentive programs that are available for installation of electric vehicle charging stations.**

Moved: Hess

Seconded: Socrates

Carried: 9-0

#### 5e. Proposed Asbestos Operating and Management Plan for GHI

GHI has completed the crawl space remediation in brick, block, and frame unit crawlspaces, except for 4 frame buildings that were pilot buildings in 2011 and 2015 which will be remediated this year. Upon discovery of asbestos-containing material (ACM) in the soil of the crawlspaces beneath frame homes, staff met with Arc Environmental, Inc. (Arc), an independent company

hired to monitor the asbestos remediation, to formulate a plan for leaving the ACM in place. That plan included an Operations and Maintenance (O&M) manual.

Procedures for dealing with asbestos originated in 1986 with the Asbestos Hazard Emergency Response Act (AHERA) and its regulations requiring schools to:

- Inspect for asbestos-containing building material
- Prepare management plans and take action to prevent or reduce asbestos hazards

These requirements are based on the principle of in-place management of asbestos-containing materials. Removal of these materials is not usually necessary unless they are severely damaged or will be disturbed by a building demolition or renovation project. Personnel working on asbestos activities in schools must be trained and accredited in accordance with the Asbestos Model Accreditation Plan (MAP). AHERA was revised in 1990 by the Asbestos School Hazard Abatement Reauthorization Act (ASHARA). These regulations come under the jurisdiction of the EPA. In the absence of regulations specifically for locations other than schools, the industry has adopted these guidelines as its standards.

In collaboration with GHI staff, Arc prepared an O&M manual (Attachment #6) for GHI's use. In addition to Arc's input, staff sought input from Vertex Engineering, another consulting hygienist with whom GHI has worked in the past. In the original document, Arc recommended an inspection of affected crawlspaces by an EPA/MDE certified inspector every 3 years; Arc estimated the cost for this at \$57,600. Staff asked Vertex whether there any further inspections recommended or required by regulatory agencies e.g. MOSHA, EPA, etc. besides the semi-annual visual inspections by GHI personnel in the crawlspaces of the frame homes. Vertex stated that their only other recommendation is to have our employees take air samples in 10% of the crawlspaces each year; staff estimates this cost to be \$1500 for equipment and \$1000/year for expendables (air sample canisters and testing). The attached O&M manual shows the changes to be incorporated by replacing Arc's recommendation with Vertex's recommendation.

The O&M Plan stipulates that an Asbestos Program Manager (APM) should be appointed to oversee and be responsible for this O&M Plan; the staff designee for this role is the Director of Maintenance. Ongoing training of maintenance personnel is required to ensure that they are certified to perform the inspections and any repairs to the vapor barrier enclosure. The plan includes personal monitoring of a portion of the inspections performed, so the refresher training and equipment rental/purchase will be an ongoing expense.

**Motion: I move that the Board of Directors adopt the Asbestos Operations and Maintenance Plan for GHI as presented.**

Moved: Hess

Seconded: Ready

Carried: 9-0

5f. Update re: Solar PVES for the Administration Building

An agreement between Greenbelt Homes and Sustainable Energy Systems was signed on October 12, 2018; it stated that the anticipated commercial operation date for the installation of a solar PVES for the Administration Building, would be approximately four months from the date of signing i.e. by February 12, 2019. To date, the solar PVES has not been installed.

Staff requested SES to provide a chronology of events (Attachment #7) that contributed to the delay of over a year, and an update on the current status of the project.

*Sporney updated the Board and Staff on the current status of the Solar PVES for the Administration Building.*

*Director Ready requested that a discussion on the current status be added to the agenda of the Executive Session which is to be held later this evening.*

#### 5g. Postponement of the Annual Membership Meeting Due to the COVID-19 Pandemic

Last March 19<sup>th</sup>, the Board voted to postpone the 2020 GHI Annual meeting until no later than June 30, 2020, due to the COVID-19 pandemic.

GHI's bylaws stipulate the following:

- The regular annual meeting of the membership shall be held during the month of May, but may be postponed up to one month by a majority vote of the Board, provided public notice of the postponement is given to members prior to the scheduled annual meeting date, and members are given at least two weeks' notice of the new annual meeting date.
- Regular, annual, or special meetings shall be called by the secretary by written notice mailed or delivered not less than ten and not more than twenty days before the meeting to each member of record on the Corporation's books as of the date twenty days before the meeting.

In normal circumstances, staff would mail the notice and agenda for the originally scheduled May 14, 2020 annual meeting and draft minutes of the 2019 annual meeting to all GHI members, including any proposed actions received in petitions, and the rationale for proposed actions between April 24, 2020 and May 4, 2020 in accordance with the bylaws provision. However, this action will not occur, due to uncertainty about the date that the Maryland Governor's 'stay-at-home' order and prohibition of groups exceeding 10 persons will be lifted.

Attachment #8a is GHI Attorney Joe Douglass' response to questions from the Manager about postponing GHI's annual meeting or holding it electronically.

Attachment #9b is an informative article about online meetings, written by Mr. Jim Slaughter, a Professional Registered Parliamentary Attorney. There are two main components for conducting the annual membership meeting electronically (1) an electronic meeting and (2) electronic voting.

An audio-visual meeting could be conducted via a platform such as Zoom. On-line voting could be administered by a company that GHI hires. Staff reviewed the Community Associations Institute website. There are no local companies listed that offer this service; staff obtained a bid (refer to Attachment #8c) from VOTE.HOA.NOW (a company based in Portland, Oregon). GHI would have to provide VOTE.HOA.NOW with phone numbers and email addresses of our

members; unfortunately, the contact information on file is not very accurate. Mail-in voting is another alternative method of voting that could be considered.

- a) When should public notice of the postponement of the May 14, 2020 meeting be given to members and what should they be told about the new annual meeting date?
- b) Staff estimates that it would take one month after the Governor's order is fully lifted, to prepare for a non-electronic annual meeting. If the Governor's Order or a part of it, e.g. a restriction on the number of persons who could congregate, remains in effect at the end of May, staff does not think it would be feasible to hold the annual meeting by June 30.
- c) Does the Board wish to consider planning for an electronic annual meeting to be held by the end of June? If so, the preparations should begin now. What form of voting should be considered i.e. mail-in or electronic voting?

**By Consensus: The Board of Directors agreed to postpone the Annual Membership Meeting until June.**

5h. Electronic Pre-Purchase Orientation Meetings Due to the COVID-19 Pandemic

GHI's Membership Selection Criteria Policy stipulates that to be considered for membership in GHI, an applicant must attend a pre-purchase orientation at Greenbelt Homes, Inc. Due to the COVID-19 pandemic, staff proposes to conduct pre-purchase orientation meetings using an audio-visual platform. Attachment #9a outlines the proposed procedures for conducting electronic pre-purchase orientation meetings. Attachment #10b is a revised Membership Selection Criteria Policy that would allow applicants for membership to attend pre-purchase orientation meetings electronically.

After the COVID-19 pandemic is over, staff recommends that GHI hold electronic pre-purchase orientation meetings on a weekly basis and an in-person pre-purchase orientation meeting on a monthly basis for those persons who are uncomfortable with an electronic meeting.

**Motion: I move that the Board of Directors adopt the revised GHI Membership Selection Criteria Policy as presented.**

Moved: Holland

Seconded: Hess

Carried: 8-1

Opposed: Ready

**Substitute Motion: I move that the Board of Directors allow prospective members a pre-purchase orientation electronically for the duration of the COVID-19 crisis.**

Moved: Ready

Seconded:

Died for lack of Seconder

5i. Should GHI Participate in the Paycheck Protection Program (the "PPP"), enacted as part of the CARES Act?

Attachment # 10a is a bulletin from GHI's attorney Whiteford, Taylor and Preston that provides information on: The CARES Act – New Financial Resources for Small Businesses and

Nonprofits. As stated in the bulletin, The CARES Act created a new business loan program called the Paycheck Protection Program (the “PPP”). For the period from February 15, 2020, to June 30, 2020, the CARES Act allows the Small Business Administration to provide 100% federal guarantees of loans equal to 2.5 times the applicant business’s average monthly payrolls cost before the pandemic (up to a maximum of \$10 million) to eligible businesses. The funds are to be used solely to pay operational costs like payroll, rent, mortgage, health benefits, insurance premiums and utilities. **Subject to certain conditions, PPP loans are forgivable**, and if the business meets the conditions, the loan will essentially be converted into a grant.

GHI is a not-for-profit corporation and files taxes as a cooperative corporation. That doesn’t mean that we won’t earn a profit, but just that we are not in business to generate a profit. Mr. Brian Dahlk, Senior Manager, Wegner CPA’s (GHI’s external auditor) advised that GHI is eligible to receive such a PPP loan.

**Motion: I move that the Board of Directors authorize the Manager to submit an application for a Paycheck Protection Program loan covering allowable expenses.**

Moved: Hess

Seconded: Ready

Carried: 9-0

5j. Motion to Hold an Executive Session Meeting on April 16, 2020

**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)
a) Approve Minutes of Executive Session Meeting Held on March 19, 2020	(vii)
b) Consider Approval of the Following Contracts: <ul style="list-style-type: none"> <li>• 2020 Gutter Cleaning Contract – 2<sup>nd</sup> reading</li> <li>• 2020 Contract for Replacing Air Conditioning Units for Larger Townhomes – 2<sup>nd</sup> reading</li> <li>• 2020 Contract for Replacing Roofs for Frame Buildings – 2<sup>nd</sup> reading</li> <li>• 2020-2022 Contract for Employee Uniforms – 2<sup>nd</sup> reading</li> </ul>	(vi)
c) Member Financial Matters	(viii)
d) Proposed Assignment of the Membership Interest in a Unit to GHI	(iv)
e. Complaint Matters	(iv)

<b>f. Discuss Status of Admin Building PVES Contract</b>	<b>(vi)</b>
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Moved: James

Seconded: Hess

Carried: 9-0

6. Items of Information

6a. Board 12 Month Action Plan and Committee Task List

6b. Monthly GHI and City Calendars

6c. President's Items

Skolnik reminded the Board of the "Special Board Meeting" on April 30 at 7 pm.

6d. Board Members' Items

Holland thanked the Staff for what they are doing in this crisis.

6e. Audit Committee's Items

None.

6f. Manager's Items

Ralph reported that the contractors will be on site maintaining the common areas. GHI will engage contractors for the gutter cleaning.

Sporney reported the postponement of the tree planting behind the boat lot.

Perry thanked the Board and Staff for all the Condolences.

**Motion: To adjourn.**

Moved: Hess

Seconded: Socrates

Carried: 9-0

The meeting adjourned at 9:44 p.m.

Ed James  
Secretary