

**Minutes
Board of Directors
GHI Regular Open Session
April 19, 2018**

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

Excused Absent:

Others in Attendance:

Eldon Ralph, General Manager	Terri Darvish, PNC
Tom Sporney, Assistant General Manager	Elizabeth Armstrong
Joe Perry, Director of Finance	Jacqueline Magness
George Bachman, Director of Maintenance	Cary Coppock
Henry Haslinger, Audit Committee Member	Praveen Noojipady
Jacqueline Lilly, Audit Committee Member	Jerome Dancis
Sue Stern	Girale Wilson-Takahashi, Recording Secretary
Molly Lester	

President Skolnik called the meeting to order at 7:45 p.m.

1. Approval of Agenda

Item 6i was added to the agenda.

Motion: The Board of Directors does approve the agenda as revised.

Moved: James

Seconded: Hess

Carried: 9-0

2. Announcement of Executive Sessions

Motion: I move that the agenda be amended to include Announcement of an Executive Session held on April 19, 2018 as item 2b.

Moved: James

Seconded: Hess

Carried: 9-0

2a. Announcement of an Informal Complaint Hearing Held on April 12, 2018

GHI's Board of Directors conducted an Informal Complaint Hearing on April 12, with members who had not allow staff to install 10 year life lithium-ion smoke detectors inside their units as required by law. Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Diana McFadden, Linda Seely and Audit Committee members Henry Haslinger and Jonathan Gordy attended to hearing.

The motion to call this meeting was made during an Executive Session meeting on March 15, 2018 and approved by Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Paul Kapfer, Bill Jones, Diana McFadden, Linda Seely and Steve Skolnik.

The hearing commenced at 7:08 p.m. and adjourned at 7:53 p.m.

Authority for the above closed meeting 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)

2b. Announcement of an Executive Session held on April 19, 2018

GHI's Board of Directors held an Executive Session meeting this evening April 19, 2018 at 7:01 pm in the Board Room of the Administration Building. Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Paul Kapfer, Diana McFadden, Linda Seely, Steve Skolnik and Audit Committee members Jacqueline Lilly and Henry Haslinger attended the meeting.

Motion: The Board of Directors adjourn this open session meeting for the purpose of meeting in executive session to discuss the following matters:

- a) **Approved agenda.**
- b) **Approved a contract for replacing Air Conditioning Units for Larger Townhomes – 2nd Reading:**
Motion: James Vito, Inc. for the replacement of eleven (11) air conditioning units in GHI's larger homes at its bid of \$33,210, plus 10% for contingencies for a total not to exceed \$36,531.
- c) **Approved minutes for March 1, 2018; March 15, 2018 and March 29, 2018.**
- d) **Reviewed M3 delinquency and distressed unit's reports.**
- e) **Consider the terms and conditions of the following contract in the negotiation stage:**
 - **2018 Spring Concrete Repair Contract - 1st reading**
- f) **Considered a complaint matter regarding a former member.**

The meeting commenced at 7:01 p.m. and adjourned at 7:35 p.m.

3. Visitors and Members (Comment Period)

Sue Stern provided information about the *Accessible Homes for Seniors Program* that provides low interest loans or grants to seniors to assist with modifying their homes to become handicapped accessible. Ms. Stern applied for the program and her application is being considered but before her application can move forward she is required to obtain a letter from GHI giving them pre-authorization to inspect her home. Mr. Ralph will have a conversation with the member about signing the pre-authorization letter.

4. Approval of Membership Applications

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

- **Olivia Guerrieri, Sole Owner;**
- **Christine L. Mills, Sole Owner;**
- **Paul G. Strohecker, Sole Owner;**
- **Sundance Metelsky, Sole Owner;**
- **Kathleen Murray, Sole Owner;**

- **Scott Maslow, Sole Owner.**

Moved: James

Seconded: Hess

Carried: 9-0

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

- **Jeffrey W. Travis and Therese Ann Kucera, Tenants by the Entirety is changed to Jeffrey W. Travis Trustee, Therese Ann Kucera Trustee dated 13 March 2018.**

Moved: James

Seconded: Hess

Carried: 9-0

5. Committee and Homes Improvement Program Reports

Homes Improvement Program – Sporney reported that four of the ninety-one mini splits have been installed. They are at 17% completion of the second round for the masonry crawlspace wrap improvement, and they expect the work to be completed by the end of May. Foam Insealators will pick-up on the frame crawlspace improvements at the end of May. Started production on windows at Dentist office this week and will start installing doors next week. Siding will start mid/end of May. Electric work will start on April 30th. Attic work will start this week. Asbestos removal in the crawlspace for frames is underway.

Architectural Review Committee – McFadden reported that the Committee received approval to add a fence to protect a member's dog that had been pepper sprayed. The status of a request for a pergola was provided. Members would like to get ideas for their bathrooms from a bathroom contest that was held some time ago but it's difficult to find information about that contest on the GHI website.

Bicycle Committee – McFadden reported that the Committee exchanged ideas to promote biking in the community. The committee will need to present a proposal to the Board suggesting their ideas before executing any of their plans/activities.

Communications Committee – Holland reported that the Committee will not meet on Monday.

Woodlands Committee – Kapfer reported that the Committee hosted a plant swap on Sunday last; about 25 people attended. They are planning to host a cleanup around 24 Ridge Road this Saturday, April 21st at 9:30 a.m.

Finance Committee – Hess reported that the Committee will meet next Thursday April 26th in lieu of its regularly scheduled time.

Zoning Task Force– Brodd reported that our attorney had a conversation with Chad Williams; Mr. Williams remains opposed to our zoning ideas. Our attorney also had a conversation with Council Member Todd Turner; Mr. Turner remains committed to protecting our interest and he requested that GHI pull together a list of their concerns.

6. For Action or Discussion

6a. Approve Minutes of the Regular Open Session Meeting Held on March 15, 2018

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session Meeting that was held on March 15, 2018 as presented.

Moved: James

Seconded: Hess

Carried: 7-0-2

Abstained: Kapfer and Skolnik

6b. Presentation of 2017 Independent Audit Report

The 2017 independent audit report that was prepared by Wegner CPA's, LLP presented the audited financial statements. A principal from the Audit firm (Wegner CPA's, LLP) answered questions via a conference call during the Board meeting. However, questions may also be directed to Mr. Perry, GHI's Finance Director, prior to the meeting.

Motion: I move that the Board of Directors accept the 2017 independent audit report from Wegner CPAs, LLP that includes the 2017 consolidated financial statements of Greenbelt Homes, Incorporated.

Moved: Hess

Seconded: James

Carried: 9-0

6c. PNC Bank's Request for a New Recognition Agreement with GHI

PNC Bank, one of GHI's approved lenders has recently reviewed the cooperative's recognition agreement in relation to Fannie Mae privacy guidelines and has brought forth proposed changes to the recognition agreement such that it would be in compliance with Fannie Mae guidelines regarding privacy of personal information.

Motion: I move the Board of Directors direct the Manager to obtain a legal opinion from GHI's attorney regarding changes which the cooperative would need to make in its Recognition Agreement in order to be in compliance with Fannie Mae guidelines regarding privacy of personal information.

Moved: Brodd

Seconded: Kapfer

Carried: 9-0

6d. Requests by the Members of 71-E and 71-F Ridge Rd for their Units to be Designated Smoke-Free

As stated in their correspondence that is included in Attachment #5a, Robert and Elizabeth Armstrong, the members of 71-E Ridge Rd and Diana McFadden, the member of 71-F Ridge Rd are requesting that their homes be designated as smoke-free units. The other members in the building row who reside at 71-G and 71-H Ridge Rd have not requested their individual units to be designated as smoke-free.

The procedures for establishing smoke-free buildings that the Board approved in 2014 are in Attachment #5b. These procedures only allow a row of buildings to be designated as smoke-free, if all of the members in the row elect to do so.

Motion: I move that the Board of Directors approve the request of the members of 71-E and 71-F Ridge Rd that their homes be designated as smoke-free units.

Moved: Hess

Seconded: Jones

Amended and
carried by a later
vote

Motion to Amend: I move to amend the motion to insert the word “exception” before the word “request”.

Moved: Brodd

Seconded: Kapfer

Carried: 7-0-2

Abstained: Jones, McFadden

Motion: I move that the Board of Directors table this motion until the May 3, 2018 GHI Board meeting.

Moved: Hess

Motion dies due to lack of a seconded.

Motion to Amend: I move to amend the motion to add the words “following legal review” at the end of the motion.

Moved: Brodd

Seconded: Jones

Failed 0-8-1

Abstained: McFadden

Motion to Amend: I move to add the following language to the motion “provided that GHI Attorney approves new language for both members MOC addenda and verifies consistency with existing smoke-free building policy”.

Moved: Kapfer

Seconded: Brodd

Carried: 7-1-1

Against: Hess

Abstained: McFadden

Motion as Amended: I move that the Board of Directors approve the exception request of the members of 71-E and 71-F Ridge Rd that their homes be designated as smoke-free units, provided that GHI Attorney approves new language for both members MOC addenda and verifies consistency with existing smoke-free building policy.

Moved: Hess

Seconded: Jones

Carried: 8-0-1

Abstained: McFadden

6e. Rationale for Possible Sewage Backup Study

In 2016, members of 5 Court Laurel Hill Rd submitted a letter to the Board and staff in which they requested GHI to install hardware to prevent recurrence of a sewage backup in their homes. The members indicated that 5A & 5B Laurel Hill Rd had been impacted twice by sewer backups during the past 14 years.

Staff obtained an estimate from a contractor who quoted a cost of \$2,125 per unit to install a 3” backwater flow preventer valve in the sewer pipeline beneath the concrete floor in the basement of each unit. A backwater flow preventer valve prevents waste water from flowing back into the drain outlet in the basement. The contractor also quoted a cost of \$2,875 per unit to install a sewage backup alarm system in conjunction with the 3” backwater flow preventer valve. The backup alarm system would notify the member of a backup condition in the sewer line, thereby warning the member not to use plumbing fixtures that may cause a flooding condition.

The main reasons for sewage backups are as follows:

- Flushing facial tissues, napkins, diapers and other foreign objects down the toilet

- Pouring grease and fat down the drain
- Tree roots that enter pipe joints and cause holes and blockages or wrap around the sewer line and crush it; this is a common cause of sewer backups in GHI.
- Broken or collapsed terra cotta sewer lines that deteriorate over time; this is also a common cause of backups in GHI.

When sewage backups occur, the sewage usually flows into the units, whose drain pipes are at the lowest elevation in the system; hence the backups occurred at 5-A and 5-B Laurel since their drain pipes are at the lowest elevation in the system which connects units in 65 Ct Ridge Rd, 3 Ct Laurel Hill Rd and 5 Ct Laurel Hill Rd. Over the years, there have also been several sewage backups in frame and masonry homes. Whenever, staff ascertains that the back-ups are due to broken or collapsed sewer pipes, the affected sites are placed on the underground utility repair list. GHI currently undertakes an underground utility pipe repair program every year. Last year, GHI spent approximately \$365,000 to replace underground utility pipes.

On December 1, 2016, the Board reviewed the letter that the members of 5 Court Laurel Hill Rd submitted. By consensus, the Board agreed to address this topic in a proactive manner. GHI's Board President subsequently requested the Manager to obtain proposals from qualified consultants who would advise GHI on measures that could be implemented to prevent sewage backups in GHI's units.

In Q3 2017, staff prepared a specification for hiring a consultant to undertake a study of GHI's sewer systems, report on the cause of sewer back-ups within the community, review the existing infrastructure, evaluate what could be a possible solution(s), and provide a cost estimate for the implementation of the suggested solution. The RFP is in Attachment #6. Staff recently received four bids for this project which range from \$20,000 to \$240,000. No monies have been budgeted for this project in 2018.

The Board should consider the benefits of undertaking this project, taking into account the main reasons for sewage back-ups in GHI, their random nature and GHI's aged sewer pipe infrastructure.

No Action on Item 6e.

6f. Proposed Shingle Colors for Frame and Larger Townhome Roofs

On April 5, the Board authorized the manager to contract with RRH Associates to install CertainTeed Landmark roofing shingles to townhomes and Northeast Contracting to apply CertainTeed Landmark Pro shingles to frame homes in 2018.

During the Architectural Review Committee [ARC] meeting of April 11, the committee considered its overall recommendations for frame roof colors which it began considering in February 2017. By unanimous consent, ARC recommended the use of the color Pewterwood for the GHI townhomes and Max Def Pewterwood for frame homes and additions. This is a medium to darker grey color, from granular mixture of black, grey, and brown; samples will be provided during the meeting for visual inspection.

Motion: I move that the Board of Directors approve the Certainteed color - Pewterwood for roof shingles that are installed on GHI's larger townhomes and the Certainteed color - Max Def Pewterwood for roof shingles that are installed on GHI's frame homes and additions.

Moved: Brodd

Seconded: McFadden

Amended and
carried by a vote
later

Amended Motion: I move to add the words "and their additions" after the words "larger townhomes" and to insert the word "their" into the phrase "frames homes and additions".

Moved: Hess

Seconded: McFadden

Carried: 9-0

Motion as Amended: I move that the Board of Directors approve the Certainteed color - Pewterwood for roof shingles that are installed on GHI's larger townhomes and their additions and the Certainteed color - Max Def Pewterwood for roof shingles that are installed on GHI's frame homes and their additions.

Moved: Brodd

Seconded: McFadden

Carried: 9-0

6g. Review Petitions to be Included on the 2018 Annual Membership Meeting Agenda

On April 4, 2018, GHI received the following two petitions from members to be included on the 2018 annual membership meeting agenda:

- a. Vote to Postpone Consideration of the Installation of a Solar Photovoltaic System for the GHI Administration Building
- b. Petition to Establish a Formal Policy Protecting GHI Woodlands

This item is on the agenda for the Board to consider whether it wishes to adopt any positions on the petitions that would be communicated to the membership during the annual meeting.

Motion: I move that the Board of Directors recommend voting against adopting any position on the petitions.

Moved: Jones

Seconded: Brodd

Carried: 5-4

Opposed: Seely, Kapfer, Holland and James

Motion: I move to rescind the previous motion.

Moved: Jones

Seconded: James

Carried: 5-4

Opposed: Brodd, Hess, McFadden and Skolnik

Motion: I move to extend the meeting for another fifteen minutes.

Moved: Hess

Seconded: James

Carried: 9-0

6h. Recommendation to Amend Section III, Minimum Use and Maintenance Standards – Homes and Yards, in the GHI Member Handbook

On November 18, 1993, the Board passed the following motion:

- *The Board authorizes a pre-existing policy for implementation at resale. For a period of six months from the date of settlement, GHI will correct any defects that violate code standards or GHI rules and regulations which, in staff's judgment, can be reasonably ascertained to have existed prior to the member's residence in the unit. The following conditions are not included under the policy: A) all appliances, except normally covered heating equipment; B) hidden defects uncovered as a result of renovation or alteration, C) replacement of non-standard parts will be with standard parts only. Non-standard replacement parts will be installed if the member purchases them D) cracked or broken glass and torn screens must be reported within twenty days of settlement.*

On April 11, 2002, the Board modified the prior motion as follows:

- *That the Board of Directors reduce the time frame of the Pre-Existing conditions program from six months to one month after settlement, to protect buyers from deficiencies for which the seller should have been held responsible.*

As a result of the April 11, 2002 motion, it is stated in Section 111. Minimum Use and Maintenance Standards – Homes and Yards, page 35-02 of GHI's Member Handbook (refer to Attachment #8a.) that GHI will repair free of charge, with several exceptions, any deficiency reported to GHI within one month of settlement.

All new members are informed during a pre-purchase orientation seminar that they may hire a resale inspectors to inspect their units prior to settlement. The members are also required to conduct a walkthrough of the units prior to settlement to check for any defects. During the settlement transactions, new members are required to sign a disclaimer form shown in Attachment #8b. attesting that they have inspected the premises, found the property satisfactory and accept same "as is" at the time of settlement. However, the afore-mentioned provision on page 35-02 of the Member Handbook nullifies the disclaimer statement signed by new members, since it holds GHI responsible for repairing any deficiency reported to GHI within one month of settlement that the selling member should have repaired.

Of course, GHI has an obligation to correct any deficiency that GHI is ordinarily responsible for regardless of whenever it is reported by a new member.

Staff recommends that the paragraph on page 35-02 i.e. "*New members should be aware that GHI will repair free of charge, with several exceptions, any deficiency reported to GHI within one month of settlement, including items listed below*" be deleted from the Member handbook.

Motion: I move that the Board of Directors approve staff's recommendation to delete the paragraph in Section III. Minimum Use and Maintenance Standards –Homes and Yards of the GHI Member handbook that states, "New members should be aware that GHI will repair free of charge, with several exceptions, any deficiency reported to GHI within one month of settlement, including items listed below".

Moved: Brodd

Seconded: Jones

Tabled

Motion: I move to extend the meeting for ten minutes for consideration to look at item 6i.

Moved: Hess

Seconded: Brodd

Carried 8-1

Opposed: Holland

Motion: I move to table item 6h.

Moved: Holland

Seconded: Hess

Carried: 6-3

Opposed: Brodd, McFadden and Skolnik

6i. Review proposed Annual Meeting agenda.**By Consensus: The Board of Director approves the proposed annual meeting agenda.**Items of Information:7a. MD State Highway Administration Open Houses

The State highway Administration will be holding a series of open houses in April, including one at the Eleanor Roosevelt High School on April 24, 2018 from 6.30 p.m. to 8.30 p.m. to provide the public with an introduction and overview of a traffic relief plan to reduce congestion on the I-270 and I-495 highways. Attachment #9. is a brochure with information about the open houses.

7b. Ribbon-Cutting Event for Rain Garden at 20 Ct. Ridge Rd

The ribbon-cutting for the rain garden at 20 Ridge will be held at 2pm on Sunday, April 22, Earth Day. The project cost of \$101,935 was funded by the Chesapeake Bay Trust (CBT). The project was administered by GHI's staff and Stormwater Management Task Force, chaired by Bill Duncan, and task force members Beth Olsen, Tom Taylor, Ben Fischler, Jim Cohen, Claudia Friedetsky, and Cary Coppick. CBT, City, and County officials have been invited to attend the ribbon-cutting event.

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

7d. Monthly GHI and City Calendars

7e. President's Items – Skolnik thanked everyone and particularly Vice President Brodd for continuing to do the business of the cooperative during his absence.

7f. Board Members' Items

- James reported that there was a good turn-out at the Candidates Forum at the City Administration Building.
- Holland will be out of town for work and he will not be at the next Executive session.

7g. Audit Committee's Items

- Lilly distributed a letter to the GHI Board of Directors and signed by members of Audit Committee regarding a written legal opinion by Mr. Joe Douglas
- The next Audit Committee meeting will be held on Tuesday, April 24 at 7:30 p.m.

7h. Manager's Items

None.

Motion: To adjourn.

Moved: Hess

Seconded: Kapfer

Carried: 9-0

The meeting adjourned at 10:47 p.m.

Ed James
Secretary