

Minutes
Board of Directors
GHI Regular Open Session
April 2, 2020

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

Excused Absence:

Others in Attendance

Eldon Ralph, General Manager	Kathleen Moors
Tom Sporney, Assistant General Manager	Margret Benefiel
Joe Perry, Director of Finance	Barbara Glick
Stuart Caplan, Director of Technical Services	Montrese Hamilton
Joe Wiehagen, Director of Homes Improvement Program	Ben Fischler
Maesha McNeill, Human Resources Manager	Kenneth Haas
Joyce Campbell, Audit Committee Member	Lauren Karaffa
Carol Griffith, Audit Committee Chair	Judith Davis, City Council
Robin Everly, Audit Committee Member	Kathy Jodell
	Molly Lester
	Michael Hartman
	Lore Rosenthal
	Mildred Allenby
	Monica Johnson. Recording Secretary

President Skolnik called the meeting to order at 7:10 p.m.

1. Approval of Agenda

Items 6.d-g were moved to positions 6.e-h and a new item was added: "Item 6d. COVID-19 and Its Impact on GHI".

Motion: I move that the Board of Directors approve the agenda as revised.

Moved: Hess

Seconded: Jones

Carried: 9-0

2. Announcement of an Executive Session Meetings

2a. Announcement of an Executive Session Meeting held on March 19, 2020

GHI's Board of Directors held an Executive Session meeting on March 19, 2020 in the Board Room of the Administration Building. Board members Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Tami Watkins, and Audit Committee members Joyce Campbell, Robin Everly and Carol Griffith physically attended the meeting in the Board room. Director Stefan Brodd attended the meeting via videoconference.

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.

Motion: I move that the Board of Directors adjourn this open meeting for the purpose of conducting a closed meeting 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 February 6, 2020	(vii)
b. Member Financial Matters	(viii)
c. Request by a Prospective Member for an Exception to GHI's Membership Selection Criteria Policy	(iv)
d. Member Complaint Matters	

The meeting began at 7:02 p.m. and adjourned at 10:19 p.m.

2b. Announcement of an Executive Session Meeting held on March 26, 2020

GHI's Board of Directors held an Executive Session meeting on March 26 by videoconference, with Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates, Tami Watkins and Audit Committee member Joyce Campbell participating from remote locations.

The following motion to call this meeting was made during an open meeting on February 6, 2020 and approved by Board members Brodd, Hess, James, Jones and Ready:

Motion: I move that the Board establish March 26, 2020 commencing at 6:30 pm as the date and time for a meeting in executive session with the General Manager, to discuss his 2019 performance evaluation.

The authority to hold this meeting in Executive session was based on sub-paragraph of the Maryland Cooperative Housing Act § 5-6B-19 (e)(1).

The meeting began at 6:30 p.m. and adjourned at 7:41 p.m.

3. Visitors and Members (Comment Period)

Kathleen Moors thanked the Board for all they are doing for the Co-op.

4. Approval of Membership Applications

There were no applications presented to be approved.

5. Committee and Homes Improvement Program Reports**Homes Improvement Program** – Wiehagen reported that:

For the past two weeks no installations were done.

Year 5+ Cohort: Nearly finished. Bath fans and attic work: four are remaining.

IT Systems Task Force – Holland reported that a new proposal was received from Yardi, will hold a GoToMeeting on April 7.

Finance Committee – Hess reported that the Committee is working on recommendations to the board regarding member fees.

Companion Animal Committee – Skolnik reported that the meeting was cancelled.

Architectural Committee - Skolnik reported that the meeting was cancelled.

Record Retention Task Force – Ready reported that the task force is on hold due to the building being closed.

6. For Action or Discussion6a. Approve Minutes of Special Open Session Meeting held on March 5, 2020

Motion: I move that the Board of Directors approve the minutes of the Special Open Session Meeting that was held on Marth 5, 2020 as presented.

Moved: James

Seconded: Socrates

Carried: 8-0-1

Abstained: Brodd

6b. Approve Minutes of the Regular Open Session Meeting held on March 5, 2020

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session Meeting that was held on March 5, 2020 as presented.

Moved: James

Seconded: Hess

Carried: 8-0-1

Abstained: Brodd

6c. Request for a Permit to Install a Gardenside Bike Shed at 4-B Hillside that Requires an Exception to GHI Rule §IX.C.3 Storage Shelters- Sheds

On February 5, 2020, GHI staff received a Type II permit request (attachment#5) from Lauren Karaffa and Alec Armstrong, the member at 4-B Hillside Road who desire to install a bike shed in their gardenside yard.

This request will require an Exception to the following GHI Rule:

§ IX.C.3 “No new metal sheds may be erected, including replacement of an existing shed, as of March 30, 1998”.

During the ARC meeting on March 11, 2020, the following points were discussed:

- The member was given the shed as a gift, and she would like to use it as a bike shed.
- The proposed location of the shed is in the gardenside yard. There are no existing sheds on the property.
- The shed is of vinyl coated galvanized metal, and metal sheds are not allowed.
- The size of the shed – 6’-5” wide x 4’-4” tall x 2’-11” deep is not an issue. The size and style are of interest to the Bicycling Committee who are looking into ways to allow bike storage within the community to promote biking as a form of transit.
- Because the shed is metal and susceptible to rust, all sides should be accessible for maintenance.

The ARC recommended 4-1-0 to the Board of Directors that an exception be granted to GHI Rule § IX.C.3 to permit the installation of bike shed in the gardenside yard at 4B Hillside Road.

Reasons for the motion: Size, style and location are unobtrusive

Reason against the motion: Concern for how the shed will age, no exceptional reason for an exception.

Motion: I move that the Board of Directors grant an exception to GHI Member Handbook Rule §IX.C.3, thereby allowing the installation of a metal bike shed in the gardenside yard at 4-B Hillside Road.

Moved: Holland

Seconded: Socrates

Carried: 6-3

Opposed: Hess, Jones, Ready

6d. COVID-19 and Its Impact on GHI

In accordance with Governor Hogan’s Executive Order, effective March 30, 2020 @ 8 p.m., all persons living in the State of Maryland must stay in their homes or places of residence except to conduct or participate in essential activities.

GHI’s attorney Tiffany Releford advised that all on-site non-essential activities should cease until further notice. The GHI administration office will be closed to members, non-essential staff, and visitors. Department Directors will be available at home to assist members via email and telephone. There will be one maintenance supervisor and two maintenance staff persons on-site, to respond to emergency maintenance requests during normal business hours. Members will continue to utilize the emergency maintenance hotline after hours.

We are currently awaiting clarification from GHI's attorney about the applicability of the Federal Paid Sick Leave Act to employees of essential business who are at home, because they are not able to perform essential services. Under this Act, employees may be entitled to receive up to two weeks of paid sick leave if unable to work or telework for the following qualifying reasons:

1. The employee is subject to a federal, state or local quarantine or isolation order related to COVID-19.
2. The employee has been advised by a health care provider to self-quarantine due to concerns related to COVID-19.
3. The employee is experiencing symptoms of COVID-19 and seeking a medical diagnosis.
4. The employee is caring for an individual who is subject to either number 1 or 2 above.
5. The employee is caring for his or her child if the school or place of care of the child has been closed, or the childcare provider of such child is unavailable, due to COVID-19 precautions.
6. The employee is experiencing any other substantially similar condition specified by the secretary of health and human services in consultation with the secretary of the treasury and the secretary of labor.

From March 31st until April 2nd, non-essential employees will be paid on the basis of administrative leave.

- a) Should employees be required to utilize accrued leave to cover their mandatory absence of leave for the duration of the Governor's order?
- b) If employees are required to utilize their accrued leave, should they be provided paid administrative leave thereafter or leave without pay?

Management, the Board, and various members discussed the impact of the COVID-19 pandemic on GHI Staff, operations, and membership.

6e. Task Force Recommendation re: Revisions to GHI's Subleasing Criteria and Sublease Agreement

GHI's Board of Directors initially discussed several possible revenue generating options during a strategic planning session on June 2, 2019. The Board subsequently asked the Long-Range Planning Committee to analyze the pros and cons of each idea, rank the ideas to identify those that are most feasible, and do a cost analysis on the most promising options.

The Long-Range Planning Committee (LRPC) prepared a report titled "Long Range Planning Committee Comments on GHI Revenue Options" (attachment #7) and proposed the following:

- a) The Board should prioritize the ideas that they would most like the subcommittee or task force to investigate.
- b) A subcommittee or task force should be created with members who have specific expertise needed to evaluate the revenue generating options in more detail.

On February 20, 2020, the Board and the LRPC held a work session to discuss the LRPC report.

This item is on the agenda for the Board to prioritize the ideas for generating revenues and establish a task force to further evaluate the options that the Board selects.

Motion: I move that the Board of Directors adopt the Revisions to GHI's Subleasing Criteria and Sublease Agreement that the Task Force recommended as revised.

Moved: Brodd

Seconded: Ready

Carried 9-0

6f. Long-Range Planning Committee Recommendation re: Revenue-Generating Options for GHI

GHI's Board of Directors initially discussed several possible revenue generating options during a strategic planning session on June 2, 2019. The Board subsequently asked the Long-Range Planning Committee to analyze the pros and cons of each idea, rank the ideas to identify those that are most feasible, and do a cost analysis on the most promising options.

The Long-Range Planning Committee (LRPC) prepared a report titled "Long Range Planning Committee Comments on GHI Revenue Options" (attachment #7) and proposed the following:

- a) The Board should prioritize the ideas that they would most like the subcommittee or task force to investigate.
- b) A subcommittee or task force should be created with members who have specific expertise needed to evaluate the revenue generating options in more detail.

On February 20, 2020, the Board and the LRPC held a work session to discuss the LRPC report.

Motion: I move that the Board of Directors establish a Business Development Task Force to evaluate the following revenue generation ideas, as well as others the Task Force may wish to consider, and recommend the factors that should be considered, and actions taken to ascertain their feasibility:

- 1. Expand fee-for-service work.**
- 2. Establish a property management company.**
- 3. Establish a foundation to solicit funds from donors and pursue grants.**

Moved: Brodd

Seconded: Hess

Carried 9-0

6g. Realtor's Request that GHI Allow Electronic Signatures on Closing Documents

Mr. Leonard Wallace, Broker and President of Realty 1 Inc. has asked whether GHI will consider accepting electronic signatures on closing documents at settlement in light of the

current coronavirus situation. He stated that lenders are now allowing electronic signatures on closing documents to avoid close proximities at settlement.

Staff has requested Attorney Joe Douglass to provide advice on this matter and will hopefully obtain his opinion in time for the Board meeting.

No action was taken.

6h. Motion to Hold an Executive Session Meeting on April 2, 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 5, 2020	(vii)
b. Consider Approval of the Following Contracts: <ul style="list-style-type: none"> • 2020 Contract for Gutter Cleaning - 1st reading • 2020 Contract for Replacing Air Conditioning Units for Larger Townhomes - 1st reading • 2020 Contract for Replacing Roofs for Frame Buildings - 1st reading • 2020-2022 Contract for Employee Uniforms – 1st reading • 2020-2022 Contract for Waste Disposal Services 	(iv)

Moved: James

Seconded: Hess

Carried 9-0

7. Items of Information:

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

7b. Monthly GHI and City Calendars

7c. President's Items

Skolnik thanked the General Manager for all that he is doing.

7d. Board Members' Items

Brodd thanked the Board President and General Manager.

Hess asked that "Approval of Membership Applications" be removed from the agendas, he also thanked the General Manager.

Ready also thanked the General Manager and Staff.

Socrates thanked the Staff and Leadership

Holland thanked Staff and Leadership.

Jones suggested that a sign be placed on the gate for times when the gate would be unlocked so members could pick up wood chips.

7e. Audit Committee's Items

None.

7f. Manager's Items

Ralph mentioned that GHI Attorney, Mr. McAndrews reported that the court clerk is not docketing any new M-3 financial delinquencies due to the courts being closed. Ralph commended his senior staff for their hard work.

Motion: To adjourn.

Moved: Hess

Seconded: James

Carried: 9-0

The meeting adjourned at 9:10 p.m.

Ed James
Secretary