

Minutes
GHI Board of Directors
April 21, 2016

In Attendance: Brodd, James, Jones, Hess, McFadden, Novinski, Ready, Skolnik

Excused Absence: Marcavitch

Other Attendees:

Eldon Ralph, General Manager	Molly Lester
Joan Krob, Director of Member Services	Ben Fischler
Joe Perry, Director of Finance	Ed Halley
Tom Sporney, Director of Homes Improvement Program	Montrese Hamilton
Paul Kapfer, Audit Committee Member	Tom Jones – (N&E)
Anna Socrates	Mary Ernsberger
Ken and Kathie Jarva	Anna Bedford-Dillow
Annie Shaw	Monica Johnson, Recording Secretary
Stephen Holland	

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

Skolnik added Item 7g: Review of Parliamentary Procedures Flyer for Distribution at Annual Meeting

1. Approval of Agenda as revised

Motion: The Board of Directors does approve the agenda.

Moved: Hess

Seconded: James

Carried: 7-0

Novinski was not in the room during the vote.

2. Report on Executive Session

Skolnik reported that during the Executive Session of April 7 the Board approved two sets of minutes; heard a report from the complaints hearing for unoccupied unit; update on litigation threat; update on asbestos; recommendation from GHI attorney on delinquent fees for two units; and authorized the General Manager to offer purchase of a unit out right from a member.

3. Visitors and Members (Comment Period)

Tom Jones, Chair of the Nominations and Elections Committee reminded the Board and members in attendance that they have one week to submit a consent form for the open elected positions in the upcoming elections in May.

4. Approval of Membership Applications

Motion: That the following member is accepted into the cooperative and membership is afforded it at the time of settlement:

- **Greenbelt Homes, Inc., Non-Corporate Designee.**

Moved: James

Seconded: Hess

Carried: 8-0

Motion: That the Board of Directors approve the following Mutual Ownership Contract change:

- **Martha T. Justice (deceased) Martha Koch Joint Tenants is changed to Martha Koch and Martha K. Johns Joint Tenants.**

Moved: James

Seconded: McFadden

Carried: 8-0

5. Committee Reports

Investment Committee – Ready clarified the date when the Investment Committee Report was given to the Board.

Homes Improvement Program – Sporney updated the Board on the activities for the Homes Improvement Program. He mentioned that 153 Fee-For -Service proposals were confirmed for work during the 2016 cohort; sent out the notice of the Board decision on the replacement reserves and the maintenance opt-in items.

6. Consent Agenda

Motion: Approve the consent agenda.

Moved: Hess

Seconded: James

Carried: 8-0

6a. 2016 Spring Concrete Contract, 2nd Reading

Approved by Consent: I move that the Board of Directors authorize the Manager, for second reading and final passage, to enter into a contract with JMR Concrete Construction for the spring repairs of concrete sidewalks at 39 sites at its bid, \$25,433, plus 10% for contingencies, for a total not to exceed \$27,976.

6b. Contract for Repairs to 1C Laurel Hill Road, 2nd Reading

Approved by Consent: I move that the Board of Directors authorize the Manager, for second reading and final passage, to sign a contract with Gilbert General Contractor to repair 1C Laurel Hill Rd as directed by Greenbelt Homes Inc., at its bid of \$21,500 plus 10% for contingencies, for a total not to exceed \$23,650.00.

7a. Approval of Minutes: March 17, 2016

Motion: I move that the Board of Directors approve the minutes for the March 17, 2016 meeting.

Moved: James

Seconded: McFadden

Carried: 6-0-2

Abstained: Hess, Skolnik

7b. Presentation of 2015 External Audit Report

Perry, Director of Finance teleconferenced in Wegner CPA Bruce Mayer who explained and answered questions concerning the Independent Auditor's Report and along with the Financial Statements.

7c. Proposed Revision of Occupancy Rules

The Board directed the Manager to submit proposed amendments to Article XVI; Occupancy Criteria in the Member Handbook to the membership for comment over a period of 30 days. An overwhelming number of responses with varying opinions was received from the membership. After a lengthy discussion, the Board took the following action.

Motion: I move that the Board of Directors establish a task force to review the proposed amendments to Article XVI; Occupancy Criteria in the Member Handbook that GHI's attorney recommended and the comments that members submitted about those proposed amendments. The task force should submit its recommendations to the Board by June 30, 2016 about changes that should be made to the current occupancy criteria in the Member Handbook.

Moved: Hess

Seconded: McFadden

Carried: 8-0

7d. Review 2015 Investment Performance Report

GHI's Bylaws state that the Board shall report to the members annually on the status and performance of all investments. The 2015 Investment Performance Report that was prepared by the Investment Committee will be provided to the Board early next week.

After the Board accepts the investment performance report, it will be included in the 2015-16 Annual Report that will be distributed to the membership.

Motion: I move that the Board of Directors accept the 2015 Investment Performance Report as presented and direct that it be included in the 2015-16 Annual Report that will be distributed to the membership.

Moved: Hess

Seconded: James

Carried: 8-0

7e. Contract for 2016 HIP Attic Improvements, 1st Reading

GHI staff inventoried unit component information, collected member survey data, and prepared specifications in Q3&4 2015 for the 2016 HIP cohort of 326 participating homes. Thereafter, staff prepared and distributed a survey to ascertain member interest in optional attic improvements, consisting of additional insulation, sealing the top plate, and insulating the attic hatch.

RFPs were distributed by email to 31 contractors. Five companies attended two pre-bid meetings. One bid was received, reflecting prices that were significantly higher than estimated costs.

RFPs were revised to be more detailed in scope and suggest an alternate of 192sf storage, the area that was recommended for the pilot program. The package was distributed individually by email to 55 contractors. Four companies attended one prebid meeting. Three bids were received, one of them being disqualified as it was received 5 calendar days after the deadline:

<u>due</u>		<u>qty</u>	<u>insulation improvement</u>		<u>qty</u>	<u>perimeter seal</u>	<u>qty</u>	<u>insulate hatch</u>	<u>total</u>
			~11' wide	192sf alternate					

5-Feb									
	Foam Insealators	45	\$ 86,785.00		59	\$ 10,840.20	67	\$ 11,155.00	\$ 108,780.20
1-Apr									
	Complete Home Solutions		\$ 55,589.32	\$ 42,872.22		\$ 15,484.92		\$ 6,401.00	\$ 77,475.24
	each unit, min		\$ 1,108.19	\$ 874.91		\$ 232.25		\$ 75.00	
	each unit, max		\$ 1,479.52	\$ 1,101.53		\$ 297.18		\$ 107.00	
	Foam Insealators		\$ 86,785.00	\$ 69,428.00		\$ 11,039.60		\$ 11,920.00	\$ 109,744.60
	each unit, min	45	\$ 1,661.75	\$ 1,329.40	60	\$ 156.40	67	\$ 160.00	
	each unit, max		\$ 2,477.75	\$ 1,982.20		\$ 233.20		\$ 210.00	
	Accurate Insulation <i>Disqualified: received 5 calendar days after deadline, no price sheets estimated</i>								\$ 76,352.00
	brick			\$ 1,552.00		\$ 300.00		\$ 75.00	
	frame			\$ 1,238.00		\$ 300.00		\$ 125.00	

GHI HIP staff reviewed customer, banking & vendor references of Complete Home Solutions of Lothian MD and found them to be satisfactory. With this background and the basis of the bid submitted, staff recommends contracting with Complete Home Solutions for the optional attic improvement portion of the 2016 HIP.

Motion: I move that the Board of Directors authorize the manager, for first reading, to enter into a contract with Complete Home Solutions for the installation of optional attic improvements during the 2016 HIP project at its bid of \$77,475.24, plus 10% for contingencies, for a total not to exceed \$85,223.

Moved: Hess

Seconded: Ready

Carried: 8-0

7f. Review Member Petitions for Consideration at the Annual Membership Meeting

The Board reviewed two petitions that will be on the agenda of the annual membership meeting to determine if it wants to provide the membership with guidance by providing a position statement with the notice of meeting mailing.

Petition to change the language to the Bylaws, Section VII.2.c.

By Consensus: To not submit a Board position statement regarding the petition to change the Bylaws, Section VII.2.c.

Petition to provide GHI members with access to Board meeting packets in advance of the Board meetings.

After considerable discussion, the Board determined the petition is problematic since the Manager's Memorandum contains member information that cannot legally or ethically be made public and contractors' competitive bid information that should not be made public prior to award.

By Consensus: The Board will provide its position statement to the membership in writing and send it with the annual meeting notice and agenda that will be mailed to the membership.

7g. Review of Parliamentary Procedures Flyer for Distribution at Annual Meeting

The Nominations & Elections Committee prepared a flyer of Robert's Rules of Order for the purpose of helping members to better understand and participate in the annual meeting. Staff sent it to Wanda Sims, GHI's Parliamentarian, who has suggested changes.

By Consensus: To send the Rules of Order back to Nominations and Elections Committee with the Parliamentarian comments for their consideration.

8. Items of Information

- a. Report on Seminars Conducted by Banks re: Loans for Financing HIP Optional Improvements
- b. Board Action Plan Status & Committee Task List
- c. Monthly GHI and City Calendars

9. President

Skolnik mentioned that Greenbelt is included in a segment on PBS "10 Towns that Changed America".

10. Board Members

Novinski stated that the Homes Improvement staff has been excellent with the members of 8 Court Laurel Hill Road.

11. Manager

No report.

Motion: I move to recess to executive session after the break for discussion of legal issues.

Moved: Hess

Seconded: McFadden

Carried: 8-0

The meeting recessed at 9:30 p.m.

Ed James
Secretary