

Minutes
Board of Directors
GHI Regular Open Session
May 16, 2019

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

Excused Absences: Skolnik, Seely

Others in Attendance:

Eldon Ralph, General Manager	Lindsay McAndrew, Audit Committee Member
Tom Sporney, Assistant General Manager	Member
Joe Perry, Director of Finance	Annie Shaw
Joe Wiehagen, Director of Homes Improvement Program	Tom Jones, N&E Chair
Stuart Caplan, Director of Technical Services	Susan Harris
Neron Adams-Escalera, Director of Member Services	Ben Fischler
Molly Lester, Audit Committee Member	Elizabeth Shepard
Henry Haslinger, Audit Committee Member	Emily Francis
Joyce Campbell, Audit Committee Member	Laurel Miller-Sims
	Ken Jarva
	Carol Griffith, Audit Committee Member
	Monica Johnson, Recording Secretary

Vice President Brodd called the meeting to order at 7:47 p.m.

1. Approval of Agenda

Motion: The Board of Directors does approve the agenda.

Moved: Hess

Seconded: James

Carried:7-0

2. Certification of Election, Chair, N&E Committee

Chair of the N&E Committee Tom Jones certified the election results:

Board of Directors (5 vacancies – two-year terms)

- 133 - Sue Ready*
- 131 - Steve Skolnik*
- 131 - Anna Socrates*
- 126 - Chuck Hess*
- 124 - William Jones*

Audit Committee (3 vacancies--1-year terms)

- 147 - Lindsay McAndrew*
- 140 - Carol Griffith*
- 135 - Joyce Campbell*

Nominations & Elections Committee was not certified but names provided for information.

- Alex Barnes
- Theresa Henderson
- Tom Jones
- Therese Kucera
- Mary Salemme

Members cast 157 ballots.

At this point, Director Ready took her seat at the Board table.

Lindsay McAndrew and Joyce Campbell joined Carol Griffith at the Audit table.

3. Board Reorganization and Election of Officers

Brodd opened the floor for nominations.

Brodd opened the floor for nomination for president.

Motion: I nominate Steve Skolnik for President.

Moved: Hess

Brodd closed the floor for nominations.

Brodd opened the floor for nominations for vice president.

Motion: I nominate Stefan Brodd for Vice President.

Moved: Ready

Vice President Brodd closed the floor for nominations.

Vice President Brodd opened the floor for nominations for secretary.

Motion: I nominate Ed James for Secretary.

Moved: Ready

Vice President Brodd closed the floor for nominations.

Vice President Brodd opened the floor for nominations for treasurer.

Motion: I nominate Chuck Hess for Treasurer.

Moved: Jones

All nominated candidates accepted their nomination and were elected.

4. Code of Ethics Acknowledgement

Each Board member who was present signed the Code of Ethics Acknowledgement during the meeting and turned it in.

5. Visitors and Members (Comment Period)

None.

6. Approval of Membership Applications

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

- Eric A. Forrest, Mary T. Forrest, Tenants by the Entirety, 11-F Hillside Road.

Moved: James

Seconded: Hess

Carried: 8-0

7. Committee and Homes Improvement Program Reports

Home Improvement Program – Ralph reported that: 2019

- Windows 58 completed at 18.5%
- Baseboard heaters 112 completed at 36%
- Mini split systems 11 completed at 11%
- Attics 14 completed at 11%
- Doors 3 completed at 1%
- Siding is scheduled to start on May 28.
- Frame crawlspace electrical to start on June 3.
- Exterior wall insulation to start on June 3.

Member Outreach Committee – Brodd reported that the MOC begun their outreach program to new members. Each new member will receive a post card about a month after joining GHI.

8. For Action or Discussion

8a. Approve Minutes of the Special Open Session Meeting Held on April 18, 2019

Motion: I move that the Board of Directors approve the minutes of the Special Open Session meeting that was held on April 18, 2019 as presented.

Moved: James
 Abstained: Brodd, Ready

Seconded: Hess

Carried: 6-0-2

8b. Approve Minutes of the Regular Open Session Meeting Held on April 18, 2019

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session meeting that was held on April 18, 2019 2019 as presented.

Moved: James
 Abstained: Brodd, Ready

Seconded: Hess

Carried: 6-0-2

8c. Designation of GDC Stockholders

After the election of the 2019-20 GHI Board of Directors, it is necessary to designate Greenbelt Development Corporation (GDC) stockholders. These persons are designated by the GHI Board to hold proxies for GDC stock that is owned by GHI. Traditionally, the GHI Board grants each GHI Director a proxy for 1/9th of the GHI shares of stock in GDC.

As stipulated in GDC's bylaws, the annual meeting of its stockholders shall be held in June of each year, at which meeting they shall elect a new Board of Directors and Officers. The next annual stockholders' meeting will be held on June 6, 2019.

Motion: I move that Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates and Tami Watkins, the current Board of Directors of GHI, each be granted a proxy for 1/9th of the GHI shares of stock in Greenbelt Development Corporation. These proxies shall remain in force until new proxies are voted.

Moved: Hess

Seconded: James

Carried:

8d. Appointment of Member Complaint Panels

The three complaint panels can be established for the 2019-20 Board term:

Panel 1: Skolnik, Chair, Socrates and Jones
 Panel 2: Brodd, Chair, Watkins and Holland
 Panel 3: Ready, Chair, James and Hess

8e. Review Board Meeting Procedures

The new Board reviewed the Board meeting procedures in Attachment #4. that were last updated in 2018. *No changes were made.*

8f. Proposed Meeting Dates during the New Board Term

The following dates were approved for Board meetings during the period June 1 to the end of December 2019:

Sunday, June 2 nd	Work session from 9.00 a.m. to 4.00 p.m. to update the Board's Strategic Action Plan, that will be facilitated by Ms. Becky Roberts of Catoctin Consulting, LLC.
Thursday, June 6 th	Regular Board Meeting
Monday June 10 th	Board orientation program beginning at 7:00 p.m. to be presented by attorney Joe Douglass.
Monday, June 17 th	Board/Audit Committee work session to discuss how the Board, audit committee and staff should work together towards GHI's best interests.
Thursday, June 20 th	Regular Board Meeting
Monday, July 22	Work session with the Greenbelt City Council
Thursday, July 11 th	Regular Board Meeting
Thursday, July 18 th	Training session for the Board re: interpreting financial statements beginning at 7:00 p.m.
Thursday, July 25 th	Regular Board Meeting
Thursday, August 15 th	Regular Board Meeting
Thursday, August 29 th	Work session beginning @ 7:00 p.m. between the Board and Finance Committee re: preliminary discussions about the 2020 budget.
Thursday, September 5 th	Regular Board Meeting
Thursday, September 19 th	Regular Board Meeting
Thursday, October 3 rd	Regular Board Meeting
Thursday, October 10 th	Work session beginning @ 7.00 p.m. between the Board and Finance Committee re: the first draft of the 2020 budget, followed by a member input session.
Thursday, October 17 th	Regular Board Meeting
Thursday, November 7 th	Regular Board Meeting – first reading of the 2020 budget

Thursday, November 21 st	Regular Board Meeting – second reading of the 2020 budget
Thursday, December 5 th	Regular Board Meeting
Sunday, December 8 th and Thursday, December 12 th	Membership town hall meeting from 2:00 p.m. to 4:00 p.m. on December 8 th and 7:00 p.m. to 9:00 p.m. on December 12 th .
Thursday, December 19 th	Regular Board Meeting

For the period January to May 2020, staff recommends that the Board continue to hold regular Board meetings on the first and third Thursdays of every month, which has been the practice for the past few years. This schedule will enable the annual membership meeting to be held on May 14, 2020.

By Consensus: That the Board approved the proposed meeting dates.

8g. Review Member Comments re: Proposed Design Help and Review Process and Revised Rules for Privacy Screens

On December 6, 2018, the Board reviewed a Design Help and Review Proposal from the Architectural Review Committee (ARC) that is intended to assist members in implementing the best solutions for their screening problems. The Board also reviewed the ARC's proposal to revise GHI's rules for privacy screens. The Board requested the ARC to rewrite the proposals in a more appropriate format for presentation to the membership for comment over a 30 day period.

On March 21, 2019, the Board reviewed the re-formatted proposals i.e. the Design Help and Review Process in Attachment #5a. and Revised Rules for Privacy Screens in Attachment #5b. The Board then directed the Manager to submit them to the membership for a 30-day review and comment period.

Six members submitted comments which are listed in Attachment #5c.

Motion # 1: I move that the Board of Directors adopt the Design Help and Review Procedures for Privacy Screens as revised on May 16, 2019.

Moved: Hess

Seconded: Jones

Carried: 8-0

Motion # 2: I move that the Board of Directors adopt the revised rules in §VIII. Privacy Screens of the GHI Member handbook as revised on May 16, 2019.

Moved: Hess

Seconded: Ready

Carried: 8-0

8h. Proposal for Applying Wood Chips for Landscape Improvement in a Common Area

GHI has a continuing surplus of wood chips from our arborist contractors, most of which we are currently paying to have hauled away. Ken Jarva (GHI member at 8-T Plateau Place) has proposed to the Maintenance Department and the Woodlands Committee that a significant portion of these wood chips can be used instead for landscape improvements in our common areas. The concept is to apply wood chips as a thick mulch in areas where grass is growing poorly, in order to improve the soil and encourage the development of long-term landscape plans for these areas. Ken has identified an area that can serve as a pilot project for this use of our wood chips, located in the common area immediately behind Ridge Road court 57, north of the new playground and east by the inner walkway (approximately 3,000 square feet, as shown roughly on the map in Attachment #6. GHI's Maintenance Department has offered to deliver wood chips to this location, dependent on concurrence from the Woodlands Committee and, if necessary, the Board of Directors. Ken Jarva has offered to spread the delivered wood chips along with other volunteers. This is a relatively flat area, so there is little concern that storm water would move these wood chips into drains or onto walkways. Ken Jarva and other volunteers will monitor the area to assure that the wood chips are remaining in place and to determine when additional wood chips are needed.

The Woodlands Committee has discussed this proposal via email over the last five days. Six of the seven committee members have participated in this discussion. Five of these six committee members agree with Ken Jarva's proposal. One committee member would like to proceed more slowly, with development of a long-term plan for this area before applying wood chips there, as well as identifying one person or a group willing to apply through the caretakers program and thus commit to follow through in taking care of the area.

No action was taken on this proposal.

8i. Proposed Revisions to GHI's Sub-lease Policy

On May 2, 2019, the Board reviewed staff's recommendation that changes be made to GHI's sub-lease policy. The Board suggested a few revisions and discussed that the revised sub-lease policy should be further reviewed by the Board before submitting it to the membership for comment. Attachment #7. is a draft of the revised sub-lease policy.

Motion: I move to establish a task force to review GHI's Subleasing Criteria and sublease agreement and to recommend changes.

Moved: Ready

Seconded: Jones

Carried: 8-0

8j. Greenbelt Volunteer Fire Department's Request for a Contribution

Attachment #8a. is a letter from the Greenbelt Volunteer Fire Department and Rescue Squad for a contribution to their annual Fund Drive. The donation will help them to maintain their apparatus, building and grounds.

GHI's Contributions Policy, shown in Attachment #8b., outlines the process for requesting a contribution. All requests should fit one or more of the stated criteria. An updated chart of donations is also shown in Attachment #8c.

Motion: I move that the Board of Directors approve a contribution of \$250 to the Greenbelt Volunteer Fire Department and Rescue Squad's General Fund Drive.

Moved: Hess

Seconded: James

Carried: 8-0

8k. Proposed Letter to the Chair, P.G. County Council re: Neighborhood Conservation Zone for Greenbelt

Attachment #9. is a letter that the Board President proposes to send to Mr. Todd Turner, Chair of the P.G. County Council requesting that GHI be kept informed of the progress in formulating a Neighborhood Conservation Zone for Greenbelt.

By Consensus: Approved the Proposed Letter to the Chair, P.G. County Council re: Neighborhood Conservation Zone for Greenbelt.

8l. Invitation from the City of Greenbelt to Participate in Peace Month Activities

Attachment #10. is a letter from the Mayor, City of Greenbelt that invites GHI to participate in a Peace Month activity during the month of June. The recognition of Peace Month is intended to promote peace and non-violence and increase awareness about programs and groups that work toward that goal. Suggested activities include a lecture, panel discussion, study circle, video, musical performance or art project.

No action was taken on this proposal.

8m. Vote to Conduct an Executive Session Meeting

Motion: I move that the Board of Directors conduct a closed meeting after this open session meeting adjourns, for the purpose of discussing the following matters:

- a. **Approve minutes of the Executive Session meeting held on April 18, 2019**
- b. **Consider the terms and conditions of the following contracts in the negotiation stage:**
 - **2019 Contract for Parking Lot Repairs – second reading**
 - **Contract for Leasing a Copier Machine – first reading**
 - **Contract for 2019 Underground Utility Repairs and Drainage Improvements – first reading**
 - **Contract for Repair/Replacement of the Chimney on the Administration Building – first reading**
- c. **Request by a potential member for an exception to GHI's Membership Selection Criteria Policy**
- d. **Member financial matters**

e. A rental permit granted to a member by the Manager

f. A complaint matter.

Moved: James

Seconded: Hess

Carried: 7-1

Opposed: Holland

9. Items of information

9a. Photographs of the 2019-20 Board of Directors will be taken prior to the start of the open session Board meeting on June 6, 2019.

9b. GHI's offices will be closed for the Memorial Day Holiday on May 27, 2019.

9c. Board 12 Month Action Plan and Committee Task List

9d. Monthly GHI and City Calendars

9e. President's Items

None.

9f. Board Members' Items

Hess mentioned that two members reached out to him with maintenance concerns.

9g. Audit Committee's Items

None.

9h. Manager's Items

Eldon stated that he would be on vacation the next week.

Motion: To adjourn.

Moved: Hess

Seconded: James

Carried: 8-0

The meeting adjourned at 9:19 p.m.

Ed James
Secretary