

Minutes
Board of Directors
GHI Regular Open Session
May 2, 2019

In Attendance: Brodd, Holland, James, Seely, Skolnik and Watkins

Excused Absence: Hess, Jones, Socrates

Other Attendees:

Eldon Ralph, General Manager	Gina Denn
Tom Sporney, Assistant General Manager	John Cooper
Joe Perry, Director of Finance	Jennifer Errick
Joe Wiehagen, Director of Homes Improvement Program	Andre Cutair
Stuart Caplan, Technical Services Director	Julie Winters
Molly Lester, Audit Committee Chair	Ken Shields
Henry Haslinger, Audit Committee Member	Sue Ready
Carol Griffith, Audit Committee Member	Monica Johnson, Recording Secretary
Cynthia Newcomer, LRPC Chair	

President Skolnik called the meeting to order at 7:50 p.m.

1. Approval of Agenda

Item 6m was added to the agenda: Review Script and Slides to be Presented by the Woodlands Committee During the Annual Membership Meeting.

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

Moved: James

Seconded: Brodd

Carried: 6-0

2. Announcement of Executive Session Meetings:

2a. Announcement of Informal Complaint Hearing Held in an Executive Session Meeting on April 25, 2019

GHI's Board of Directors conducted an informal complaint hearing with a member on April 25, 2019. Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Anna Socrates, and Audit Committee members Henry Haslinger and Molly Lester attended the hearing.

The motion to call this meeting was made during an Executive session meeting on April 4, 2019 and approved by Board members Brodd, Hess, Holland, James, Jones, Socrates, Seely and Skolnik.

The hearing commenced at 6:31 p.m. and adjourned at 7.15 p.m.

Authority for the above closed meetings 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 Executive Session Meeting Held on May 2, 2019

GHI's Board of Directors held an Executive Session earlier tonight on May 2, 2019, in the Board Room of the Administration Building. Board members Stefan Brodd, Stephen Holland, Ed James, Linda Seely, Steve Skolnik, Tami Watkins, and Audit Committee members Henry Haslinger, Molly Lester and Carol Griffith attended the meeting.

The following motion to call this meeting was made during a prior open meeting on the same date and approved by Board members Stefan Brodd, Stephen Holland, Ed James, Steve Skolnik and Tami Watkins:

Motion: I move that the Board of Directors adjourn this open meeting for the purpose of conducting a closed meeting to discuss the following matters:

- a. **Approve minutes of Executive Session meeting held on April 4, 2019**
- b. **Consider the terms and conditions of the following contracts in the negotiation stage:**
 - **2019 Contract for Spring Concrete Repairs - second reading**
 - **Contract for Repairs to an Addition at 2-P Gardenway and Main Unit at 8-Q Laurel Hill Rd - second reading**
 - **2019 Contract for Parking Lot repairs - 1st reading**
- c. **Member financial matters.**
- d. **Matter pertaining to a business transaction in the negotiation stage.**
- e. **Member Complaint matter.**

During the meeting the Board authorized the Manager to enter into the following contracts:

- a. A contract with GMC Contractors, Inc. for the repairs of concrete sidewalks at 36 sites during the spring of 2019, at the contractor's bid of \$19,235, plus 10% for contingencies, for a total not to exceed \$21,158. The budgeted amount for spring and fall concrete repairs in 2019 is \$50,000.
- b. A contract with Richard Gehring Home Improvement Company for the repair work to the addition at 2-P Gardenway, at the contractor's bid of \$12,900, plus 10% for contingencies, for a total not to exceed \$14,190. The budgeted funds for contracted addition maintenance repairs in 2019 are \$23,000. An amount of \$17,104 has already been committed to a roof replacement contract for additions this year.
- c. A contract with Warring/Choice Builders, LLC for repair work at 8-Q Laurel Hill Road at the contractor's bid of \$10,500, plus 10% for contingencies, for a total not to exceed \$11,550. The budgeted amount for this work in 2019 is \$8,000.

The meeting commenced at 7:05 pm and adjourned at 7:45 pm.

Authority for the above closed meetings 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)

3. Visitors and Members (Comment Period)

None.

4. 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:

- **John R. Zale, Brooke C. Zale, Tenants by the Entirety;**
- **Melissa R. Thompson, Sole Owner.**

Moved: James

Seconded: Brodd

Carried: 6-0

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

- **Jennifer J. Errick, Andre Cutair, Joint Tenants, changed to Andre Cutair, Sole Owner.**

Moved: James

Seconded: Brodd

Carried: 6-0

5. Committee and Homes Improvement Program Reports

Home Improvement Program – Wiehagen reported that: For 2019

- Windows 29 completed 9%
- Baseboard heaters 68 completed 22%
- Mini split systems ½ dozen completed 6%
- Attics 3 completed 3%
- Doors are scheduled to start on May 13.
- Siding is scheduled to start on May 28.
- Frame crawlspace electrical to start on June 3.

Woodlands Committee – James reported that the committee has a proposal for using woodchips.

6. For Action or Discussion

6a. Approve Minutes of Special Open Session Meeting Held on April 4, 2019

Motion: I move that the Board of Directors approve the minutes of the Special Open Session Meeting that was held on April 4, 2019 as presented.

Moved: James

Seconded: Seely

Carried:6-0

6b. Approve Minutes of Regular Open Session Meeting Held on April 4, 2019

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session Meeting that was held on April 4, 2019 as presented.

Moved: James

Seconded: Seely

Carried: 6-0

6c. Member Outreach Committee Semi-annual Report for the Period September 2018 to February 2019

Attachment #5. is a report from the Member Outreach Committee, regarding its activities during the period from September 2018 to February 2019.

Motion: I move that the Board of Directors accept the report from the Member Outreach Committee, regarding its activities during the period from September 2018 to February 2019.

Moved: Brodd

Seconded: James

Carried: 6-0

6d. Review 2018 Year-end Financial Statements

Perry presented the 2018 year-end financial statements and answered questions from the Board.

6e. Proposed Installation of Dog Access Door in the Gardenside Wall at 9-M Research Road

On February 27, 2019, GHI staff received a permit request from Mr. John Cooper and Ms. Gina Denn, the members at 9-M Research Road, regarding the proposed installation of a dog access door in the garden side exterior wall of the unit (refer to Attachment #7.). This permit must be approved by the Board in accordance with the following GHI Rule:

§X.N.1 Building Openings: Windows, Doors, Skylights. “Cutting in new windows and doors or blocking up or changing the size of existing windows and doors in original buildings is not permitted without prior approval of the Board of Directors”.

During the ARC meeting on April 10, 2019, the following points were discussed:

- There is currently a dog access door that is installed in the existing gardenside door.
- The gardenside door will be replaced this year under the HIP program and the member was informed that it is not advisable to install an access door for the dog within the new door.
- The member does not plan to install a storm door.
- The member agrees to restore the wall to its original condition upon resale.

The ARC recommended by a vote of 6-0-0 that the Board of Directors permit the installation of a dog door in the garden side exterior wall at 9-M Research Road contingent on member restoring the exterior wall to its original condition upon resale.

Motion: I move that the Board of Directors allow the members of 9-M Research Road to install a dog access door within the garden side exterior wall of the unit, contingent on the member restoring the exterior wall to its original condition upon resale.

Moved: James

Seconded: Seely

Carried: 6-0

6f. Proposed Replacement of a Slider Window with a Double-hung Window at 5-L Eastway Road

On March 30, 2019, staff received a permit request from Mr. David Chipman, the member at 5-L Eastway for the replacement of a horizontal slider window with a double-hung window (refer to Attachment #8.). This request will require an exception to the following GHI Rule:

§X.N.2 Building Openings: Windows, Doors, Skylights-Masonry (brick or block) [original home or addition]- double-hung windows are not allowed.

During the ARC meeting on April 10, 2019, the following points were discussed:

- The unit is a honeymoon cottage with a framed gardenside addition.
- The slider window is located in the addition, which is used as a bedroom.
- It is difficult to install a window A/C unit. The member has to block off the top half of the window which creates drafts and allows insects in.
- The entire row has a mismatch of window types. A neighboring unit has a double hung window.
- Not easily seen from the street.

The ARC recommended by a vote of 5-0-1 that the Board of Directors grant an exception to allow the installation of a double-hung window to replace the existing horizontal slider at 5-L Eastway Road.

Motion: I move that the Board of Directors grant an exception to rule §X.N.2 Building Openings: Windows, Doors, Skylights-Masonry (brick or block) in the Member Handbook; thereby allowing the member of 5-L Eastway to install a double-hung window in the garden side exterior wall of the unit's addition.

Moved: Seely

Seconded: Brodd

Carried: 6-0

6g. Review Communications Committee Report titled "A Comprehensive Communications Plan for GHI in 2019 and Beyond"

The Board's 2018-2019 Strategic Action Plan, in section E.3.a, includes the development of a strategic communications plan and implementation of a proactive social media strategy, with comments that prior reports from the Communications Committee and the IT Task Force should be reviewed to aid the Board in its decision.

On October 18, 2018, the Board directed the Communications Committee to review the prior reports and recommend the components of a communications plan and proactive social media program that should be implemented. After much study, the Communications Committee prepared a report titled "**A COMPREHENSIVE COMMUNICATIONS PLAN FOR GHI, IN 2019 AND BEYOND**" (refer to Attachment #9a.).

The Board held a work session on March 11, 2019 with the Communications Committee to review the final report. Marketing and communications are closely related. Many of the communication tools in use by GHI (social media such as Facebook, the website) serve to market

our cooperative to the community at large and specifically to prospective members. Additionally, GHI needs to seek out and participate in other methods of marketing our cooperative, such as tabling at events in the community.

In its report, the Communications committee recommended that it be charged with seeking opportunities for marketing GHI and that the name of the committee be changed to reflect that mission. During the work session, it was suggested that the charter for the Member Outreach Committee (refer to Attachment #9b.) should be examined to ensure there is no overlap between that committee's charter and the new one proposed for the Communications and Marketing Committee.

This item is on the agenda for the Board to discuss and decide on the particular recommendations from the final Communications Committee report that should be adopted.

Motion #1: I move that the Board of Directors establish a task force comprised of members and staff, to recommend a single integrated information technology system for GHI to include modules for financial accounting, inventory management, maintenance management, property management/member services, a secure online member portal and any other modules the task force may think advisable.

Moved: Holland

Seconded: Brodd

Carried: 6-0

Motion #2: I move that the Board of Directors approve the Communications Committee adopting the functions of the former Marketing Committee. Further, I move that the Board adopt the new charter for the Communications and Marketing Committee as presented reflecting the committee's expanded responsibilities.

Moved: James

Seconded: Seely

Amended and
carried in a
vote later

Amendment: I move to amend the motion by striking the second sentence.

Moved: Brodd

Seconded: James

Carried: 6-0

Amended Motion #2: I move that the Board of Directors approve the Communications Committee adopting the functions of the former Marketing Committee.

Moved: James

Seconded: Seely

Carried: 6-0

6h. Member Comments re: Proposed Record Retention Policy

In its report to the Board dated December 12, 2017, the Integrated IT task force recommended that the Board should revisit GHI's corporate record retention policy to determine what is legally required to be retained, what should be retained for historical purposes, and what should be disposed of.

On February 21, 2019, the Board reviewed the draft record retention policy in Attachment #10a. that staff prepared and directed that it be forwarded to the membership for input over a period of thirty days. Attachment #10b. is a spreadsheet with member comments.

Motion: I move that the Board of Directors establish a Record Retention Task Force to undertake the following tasks by December 31, 2019:

- a. **With staff's participation, identify and prepare a list of historical records that should be preserved.**
- b. **Review the draft retention policy that staff prepared and recommend specific changes that should be made.**
- c. **Recommend where and how historical records should be retained.**

Moved: Seely

Seconded: Holland

Carried: 5-0

Director Watkins was out of the room during the vote.

Volunteers: Sue Ready, Molly Lester

6i. Review Script and Slides to be Presented by the Long-range Planning Committee During the Annual Membership Meeting

Attachment #11. includes the script and slides to be presented by the Long-Range Planning Committee during the Annual Membership meeting on May 9, 2019.

Motion: I move that the Board of Directors accept the script and slides as presented that the Long-Range Planning Committee proposes to present during the annual membership meeting on May 9, 2019.

Moved: James

Seconded: Seely

Carried: 6-0

6j. Expand Year 5 of the HIP to Allow Members in HIP Cohort Years 1 through 4 to Select Optional and Reserve components

The Buildings Committee discussed the opportunity for members whose units received improvements during the first four years of the HIP, to select components during the final HIP Year in 2020. Interest in this opportunity emerged due to requests from new members who purchased homes where HIP options were not selected or some replacement reserve components were not replaced. The reason for doing this is that HIP contracts and pricing are in place through 2020 only; beyond that timeframe, new contracts would need to be developed.

Constraints on the range of components available for previous HIP year members would apply:

- Doors – members who elected to retain their historic GHI door would be given the opportunity to have the door replaced with a HIP door at GHI expense. Members who elected to keep their non-standard door would have the opportunity to install a HIP door at member expense.
- Windows – members who elected to keep their windows would have the opportunity to install HIP windows at member expense.
- Siding – Members would have the opportunity to purchase HIP siding for their addition.

- Wall insulation – cannot be installed for previous HIP years
- Attic Insulation – may be selected (some Pepco rebates may apply)
- Bath fan – may be selected
- Digital thermostats – cannot be installed
- Mini-split heat pumps – may be selected (rebates with restrictions may apply)
- Storm doors – may be selected
- Radiant ceiling heaters – cannot be installed
- Through-wall A/C units – may be selected

The Buildings Committee passed the following motion by a vote of 5-0-0: I move that the Buildings Committee recommend to the GHI Board of Directors that members in Years 1-4 of HIP, who desire to have selected items installed on their homes as determined by GHI staff, be given the opportunity to have them installed, as a part of HIP, during year 5 of HIP.

Motion: I move that the Board of Directors adopt the recommendation of the Buildings Committee to allow members in Years 1–4 of the HIP to have HIP components installed in their homes during Year 5 of the HIP. The offered components shall include doors, windows, siding, attic insulation, bath fans, mini-split heat pumps, storm doors, and through-wall A/C removal.

Moved: Seely

Seconded: Brodd

Carried: 6-0

6k. Proposed Revisions to Sub-lease Policy

Staff proposes that GHI’s sublease policy be revised to include the changes that are shown in Attachment #12. During the Board meeting, staff will explain the reasons for the proposed changes.

This item is on the agenda for discussion. After receiving input from the Board, the sublease policy will be finalized, and this item will be included on the agenda of a subsequent meeting for action.

Ralph explained the reasons for the proposed changes to the proposed revisions to the sub-lease policy. It was decided changes would be presented at a later board meeting.

6l. Record of Board Poll Conducted re: Sewer Pipeline Repair at 5-K Laurel Hill Road

On April 25, 2019, the Manager requested Board members to consider approving two motions via a Board poll, regarding a sewer pipeline repair at 5-K Laurel Hill Road. The Manager’s memorandum for this item is in Attachments #13a. & #13b. The results of the Board poll will be announced during the Board meeting.

All 9 Directors voted “yes”.

6m. Review Script and Slides to be Presented by the Woodlands Committee During the Annual Membership Meeting

Attachment #17. includes the script and slides to be presented by the Woodlands Committee during the Annual Membership meeting on May 9, 2019.

Motion: I move that the Board of Directors accept the script and slides as presented that the Woodlands Committee proposes to present during the annual membership meeting on May 9, 2019.

Moved: James

Seconded: Seely

Carried: 6-0

Items of Information

7a. Article re: Document Retention and Disposal

Attachment #14. is a document titled Document Retention and Disposal that is applicable to housing cooperatives and condominiums. It is relevant since GHI is currently revising its record retention policy.

7b. NAHC's Goal regarding Reverse Mortgages

In its most recent quarterly newsletter, the National Association of Housing Cooperatives stated that one of its goals in 2019 is to continue to pursue implementation of guidelines from the U.S. Department of Housing and Urban Development to obtain reverse mortgages for seniors in housing cooperatives. In the past, GHI's Board of Directors has stated its desire that housing cooperative members be afforded the opportunity to obtain reverse mortgages.

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

7d. Monthly GHI and City Calendars

7e. President's Items

None.

7f. Board Members' Items

None.

7g. Audit Committee's Items

Lester mentioned two legislative issues: County Council to consider changes to the animal ordinance dealing with dangerous dogs, the City of College Park and Berwyn Heights are exploring the reasoning for residents going through a dual process for permits through their

Municipal authority and through the county. Lester also thanked board, staff, each department and colleagues with helping the Audit committee this year. Greatly appreciated.

7h. Manager's Items

Ralph thanked the Board/Audit Committee for all their hard work this year.

Motion: To adjourn.

Moved: James

Seconded: Brodd

Carried: 6-0

The meeting adjourned at 9:40 p.m.

Ed James
Secretary