

Final GHI Board of Directors
Open Meeting
(Virtual Zoom)
June 16, 2022
7:45 pm

Board Members Present: Bilyeu, Hess, James, Lambert, McKinley, Mortimer, Whipple

Excused Absences: Brodd, Luly

Others in Attendance:

Eldon Ralph, General Manager

Deanna Washington, Director of Member Services

Joe Perry, Director of Finance

Bruce Mangum, Contract Processor

Dave Benack, Audit Committee

Bill Jones, Audit Committee

Grace Fisher, Audit Committee

Ben Fischler

Steve Skolnik

Joyce Campbell

Cathy Legendre

Molly Lester

Henry Haslinger

John Asher, Caliber Home Loans

Frank Gervasi, Visitor

Vice-President McKinley called the meeting to order at 7:46 pm.

1. Approval of Agenda

Motion: To approve the agenda, as presented.

Moved: Hess

Seconded: Whipple

Carried: 7-0

2. Statements of Closed Meetings

2a. Statement of Closed Meeting Held on June 2, 2022

GHI's Board of Directors held a closed meeting at 7:00 pm on June 2, 2022, via internet audio/video conference to discuss the following matters, as specified in the noted sub-paragraphs of the Maryland Cooperative Housing Corporation Act § 5-6B-19 (e) (1):

1. Approve Minutes of the Closed Meeting held on April 21, 2022.	(vii)
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2.	Request by a Non-Member for Permission to Reside in a GHI Unit	(iv)
3.	Rental Permit Request from a Member	(iv)
4.	Legal Counsel's Opinion re: GHI Providing Loans to GDC	(iii)
5.	Member Financial Matters	(viii)
6.	Consider Approval of the Following Contracts: <ul style="list-style-type: none"> • 2022 Contract for Replacing Roofs for Attached and Rental Garages – 1st reading • Contract for a Technical Writer to Reformat the Member Handbook and Board Policies 	(vi)
7.	Request to Allow a member to Defer Payment of Coop Fees	(iv)
8.	A Complaint Matter	(iv)

During the meeting, the Board authorized the following contract:

- A contract with Mr. Andrew Penney (a technical writing consultant), to update, standardize, format, and revise the Member Handbook and Board policies for clarity and consistency, at the consultant's bid price of \$34,100, plus 10% for contingencies, for a total not to exceed \$37,510.

The motion to hold the closed meeting was approved during the open meeting of May 19, 2022, by Directors Bilyeu, Brodd, Hess, James, Lambert, Luly, McKinley, Mortimer and Whipple.

2b. Statement of a Closed Meeting on June 8, 2022

On June 8, 2022, members of the Member Handbook and Board Policy Manual Standardization Task Force, comprised of Board members Erin Bilyeu, Deborah McKinley, Heather Mortimer, and staff member Eldon Ralph held a closed meeting, via internet audio/video conference to approve minutes of a closed meeting that the task force held on April 24, 2022.

The closed meeting on June 8, 2022 was authorized by sub-paragraph § 5-6B-19 (e)(1)(VI) of the Maryland Cooperative Housing Act.

The motion to hold the closed meeting was approved by a 3-0 vote of Board members Bilyeu, McKinley and Mortimer during an open meeting on June 8, 2022, that began at 7:02 pm. The closed meeting began immediately after the open meeting ended.

2c. Statement of Closed Meeting Held on June 16, 2022

The meeting is in recess and will be reported on at a subsequent Open Meeting.

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:

- **Jaime L. Theilen, Daniel M. Walfield; Joint Tenants;**
- **In-Soon You; Sole Owner;**
- **Jan R. Morales, Kristin R. Strohecker; Joint Tenants;**
- **Celeste E. Roney; Sole Owner;**
- **Michael J. Brown, Marcia L. Harrington; Joint Tenants.**

Moved: James

Seconded: Hess

Carried: 7-0

Motion: I move that the Board of Directors approve the following Mutual Ownership Contract recreation:

- **Donald T. Taylor, Jr.; Sole Owner.**

Moved: James

Seconded: Hess

Carried: 7-0

5. Committee Reports

Vice-President McKinley advised the Buildings Committee will be reconsidering the rules surrounding recreational equipment based on the Board's request to the committee. In addition, the committee is continuing to review the request from the Bicycle Committee for consideration of the allowance of bicycle lockers in the service side yard. Vice-President McKinley also advised that the Board and Buildings Committee would be holding a joint work session to discuss the Plumbing Pipe Replacement and Refurbishment Pilot Program on June 23, 2022.

Vice-President McKinley advised the Storm Water Management Subcommittee is reviewing member comments received regarding the proposed Impervious Surface Rules. A work session is scheduled for June 29, 2022 to discuss the comments and how to revise the rules in accordance with those recommendations.

Director Whipple advised that the Architectural Review Committee (ARC) will be submitting their recommendations on a series of exceptions that were requested by members for various projects.

Treasurer Hess advised of a change to the regular schedule for the Investment Committee and the Finance Committee meetings for June.

6. For Action or Discussion

6a. Approve Minutes of the Open Meeting Held on May 5, 2022 – (Attachment #4)

Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on May 5, 2022 as presented.

Moved: James

Seconded: Bilyeu

Carried: 7-0

6b. Request from Caliber Home Loans to Become an Approved GHI Share Loan Provider – (Attachments #5a-5c)

At present, there are six GHI-approved lenders who provide share loans to members. Caliber Home Loans, a non-bank mortgage lender founded in 2008 that operates and originates mortgage loans in all 50 states, is interested in becoming a pre-approved provider of share loans to GHI members. Caliber Home Loans which offers a menu of mortgage products including new construction, USDA, FHA, VA, Conforming and Jumbo loans; is a subsidiary of New Residential Investment Corp. which purchased Caliber Home Loans in 2021. New Residential Investment Corp (symbol NRZ) is a publicly traded Real Estate Investment Trust (REIT) listed on the New York Stock Exchange.

Mr. John Asher, a loan consultant with Caliber Home Loans informed staff that his firm has lots of experience with cooperatives and is very well versed in all the details of cooperative financing. Mr. Asher, a Mortgage Loan Officer with more than 32 years of experience, has been providing financing for cooperative units in the Washington DC metropolitan area for more than 25 years. He stated that unlike some lenders, Caliber Home Loans retains the servicing for most of its loans and do not sell their loan servicing to another lender right after settlement.

Caliber Home Loans has reviewed GHI's audited financial statements for the years ended December 2020 and 2021, our 2022 budget, bylaws, mutual ownership contract document and recognition agreement.

A current balance sheet and the last 2 years of audited financial statements for New Residential Investment Corp are presented as attachments # 5a -5c. A link to the New Residential Investment Corp website with a summary of their operations and corporate history is as follows: <https://www.newresi.com/about-us>

Mr. Asher attended the Board meeting to present the Bank's proposal and answer questions.

This item is on the agenda for discussion and action.

Motion: I move that the Board of Directors allow Caliber Home Loans to become a GHI-approved share loan provider.

Moved: Hess

Seconded: Bilyeu

Carried: 7-0

6c. Proposal to Acquire One or Two GHI Units for Housing Refugees – (Attachment #6)

Mr. Frank Gervasi, Chairperson of the Greenbelt Refugee Aid Committee, attended the Board meeting to discuss the Committee's conceptual proposal to acquire one or two GHI units for the use of refugees with designated Refugee Status, admitted into the US by USCIS (United States Citizenship and Immigration Service). Attachment #6 is a letter from Mr. Gervasi that provides more details about the proposal.

This item is on the agenda for discussion.

After much discussion, the Board decided to revisit this request at a subsequent meeting.

6d. Review Audit Committee Recommendations in the 2021-22 Annual Report

In GHI's 2021-2022 annual report, the 2021-22 Audit Committee made the following recommendations to the Board of Directors:

- While programs to address financial insecurity as a direct result of the pandemic have tapered off, the Audit Committee recognizes that financial insecurity remains an issue facing GHI members. The Audit Committee suggests that GHI consider whether it can establish a permanent emergency fee relief fund, as well as how best to connect members with local services such as Greenbelt Gives, Greenbelt Cares, Greenbelt Senior Nutrition Program, and local food banks; as needed.
- The Audit Committee recommends that the Board of Directors consider requesting a formal member service report from staff that includes detailed metrics on member satisfaction with member services, maintenance services, and technical services, and use that to create an official GHI "Customer Service Strategy."

GHI's Bylaws state that majority recommendations or reports made to the Board by the Audit Committee shall be placed on the agenda for an upcoming Board meeting within three (3) months; hence this item is on the agenda for discussion.

No action was taken at this time.

6e. Review 2022 First Quarter Financial Statements – (Attachment #7)

GHI's 2022 first quarter financial statements are submitted as attachment #7 for your review. This item is on the agenda for discussion. GHI Finance Director Joe Perry presented the statements during the Board meeting and answered questions.

Note: Power outages caused some Directors to lose Internet connection to the meeting.

6f. Motion to Hold a Closed Meeting on July 14, 2022

Motion: I move to hold a closed meeting of the Board of Directors at 7:00 pm on July 14, 2022.

Moved: James

Seconded: Hess

Carried: 5-0

7. Items of Information

7a. President's Items – None.

7b. Board Members' Items – None.

7c. Audit Committee's Items – None.

7d. Manager's Items – None.

Note: One Director was able to reconnect to the meeting.

Motion: To adjourn.

Moved: Hess

Seconded: Bilyeu

Carried: 6-0

The meeting adjourned at 9:48 pm.

Ed James
Secretary