

GHI Board of Directors
Regular Session
(Virtual Zoom)
July 1, 2021

Board Members Present: Bilyeu, Brodd, Carbone, Carter-Woodbridge, James, Lambert, Luly, McKinley and Mortimer

Excused Absence:

Others in Attendance:

Eldon Ralph, General Manager
Tom Sporney, Assistant General Manager
Joe Perry, Director of Finance
Neron Adams-Escalera, Director of Member Services
Stuart Caplan, Director of Technical Services
Bruce Mangum, Contract Processor
David Benack, Audit Committee
Sam Lee, Audit Committee
Dale Wilding, Audit Committee
Molly Lester
Ben Fischler
Carol Mangano
Susan Cahill
Stephen Holland
Claudia Jones
Steve Skolnik
Joe Ralbovsky
Chuck Hess
Bill Jones
Altoria Ross, Recording Secretary

President Brodd called the meeting to order at 7:52 pm.

1. Approval of Agenda

Motion: To approve the agenda as presented.

Moved: James

Seconded: Carter-Woodbridge

Carried: 9-0

2. Announcement of Closed Meetings

2a. Announcement of an Executive Session Board Meeting Held on July 1, 2021

The Board did not finish its meeting but will report on its closed meeting at a subsequent meeting.

3. Visitors and Members (Comment Period)

Steve Skolnik, 8-A Ridge Road, said he appreciated the work of exiting Buildings Committee Chair, Jim Cohen.

Stephen Holland, 56-E Ridge Road, said he got his first permit approved and thanked Technical Services for the process going well.

Claudia Jones, 7-D Laurel Hill Road, thanked soon-to-be retiring Maintenance Director George Bachman for a job well done.

Joe Ralbovsky, 62-E Ridge Road, praised GHI for the ability to get wood chips delivered.

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:

- **Jeffrey M. Kodis, Sole Owner;**
- **Kailey Held, Lori Held, Joint Tenants;**
- **Darelynn Fung, Sole Owner;**
- **Kimberly D. Schmidt, Sole Owner;**
- **Peter J. Teuben, Sole Owner;**
- **Mark T. Via, Sole Owner;**
- **Julie C. Andrist, Lester H. Andrist, Tenants by the Entirety.**

Moved: James

Seconded: Lambert

Carried: 9-0

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

- **Dorothy M. Rogers, John T. Rogers, Tenants by the Entirety, be changed to Dorothy M. Rogers, Sole Owner;**
- **Morgan A. Voth, James E. Voth, Joint Tenants, be changed to Morgan A. Voth, Sole Owner.**

Moved: James

Seconded: McKinley

Carried: 9-0

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

- **Lisa Holmes, Sole Owner.**

Moved: James

Seconded: Mortimer

Carried: 9-0

5. Committee Reports

Storm Water Management Taskforce: The taskforce is scheduled to meet next week.

Buildings Committee: The committee will meet tomorrow and will make recommendations for a new Chair. The President will ultimately make the appointment.

Communications Committee: The committee is working on a list of informational materials to distribute to the membership and is assigning members to work on it. At present no work is being done on the Membership Handbook that is scheduled to be completed by January 2022.

- 6a. Approve Minutes of the Regular Open Session Meeting Held on May 20, 2021 – (Attachment #2)

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session Meeting that was held on May 20, 2021 as presented.

Moved: James

Seconded: McKinley

Carried: 9-0

- 6b. Approve Minutes of the Special Open Session Meeting Held on June 3, 2021 – (Attachment #3)

Motion: I move that the Board of Directors approve the minutes of the Special Open Session Meeting that was held on June 3, 2021 as presented.

Moved: James

Seconded: Carbone

Carried: 8-0-1

Abstained: McKinley

- 6c. Approve Minutes of the Regular Open Session Meeting Held on June 3, 2021– (Attachment #4)

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session Meeting that was held on June 3, 2021 as presented.

Moved: James

Seconded: Bilyeu

Carried: 8-0-1

Abstained: McKinley

- 6d. Proposal to Designate an Existing Patch of Neighborhood Woods as a Bird Hostel and Habitat – (Attachment #5)

On April 1st, Ms. Susan Cahill, the member of 7-A Hillside, presented a proposal to the Board to preserve a bird hostel and habitat in the GHI portion of the woods surrounded by Hillside Road, Woodland Way, and Northway. This 0.3-acre wooded common area is not covered by the Policy to Protect GHI Woodlands adopted at the 2018 GHI Annual Meeting (<https://www.ghi.coop/content/policy-protect-ghi-woodlands>), as it is not included within the Forest Conservation Management Agreement (FCMA) with the Maryland Department of Natural Resources. It is one of 12 wooded common areas (totaling 8.8 acres) that are not

within the FCMA. The Board directed the Woodlands Committee to review Ms. Cahill's proposal and recommend whether it should be adopted.

Attachment #5 is Ms. Cahill's revised proposal, which the Woodlands Committee is submitting to the Board with a favorable recommendation. Ms. Cahill also submitted a caretaker application for this wooded common area which the Woodlands Committee approved at its June meeting.

Motion: I move that the Board of Directors approve the proposal that Ms. Susan Cahill prepared, and the Woodlands Committee favorably recommended, to designate an existing 0.3 acre wooded common area in the GHI portion of the woods surrounded by Hillside Road, Woodland Way, and Northway, as a bird hostel and habitat, except that no new signage would be erected.

Moved: McKinley

Seconded: Carter-Woodbridge

Carried: 8-1

Opposed: Bilyeu

6e. Task Force Report re: Proposed Pre-Paid Solar PVES Contract Agreement – (Attachment #6)

During the annual membership meeting on May 10, 2018, a vote was taken to authorize GHI's Board of Directors to enter into a contract to install a solar photovoltaic electrical system to supply electricity for GHI's Administration Building. Two options were considered and approved.

- Option 1, as Amended
On behalf of the Board, be it moved that the membership of Greenbelt Homes, Inc., permits the Board of Directors to enter into a contract to purchase a solar panel system of at least 125 kilowatt capacity, for no more than \$280,000 that would supply electricity to GHI's Administration Buildings.
- Option 2, as Amended
On behalf of the Board, be it moved that the membership of Greenbelt Homes Inc. permits the Board of Directors to enter into a Power Purchase Agreement for a solar panel system that would supply electricity to GHI's Administration Buildings, not to exceed \$22,000 for the first year with adjustments for the rising cost of electricity in future years.

During the executive session meeting on September 6, 2018, the Board passed a motion to authorize the Manager to enter a contract with Sustainable Energy Systems (SES), whereby SES would finance, and construct a 133KW (AC) solar photovoltaic energy system (PVES) on the premises of the Administration Building Complex and GHI would purchase electrical energy for a minimum of 15% less than the rate that PEPCO charges. The construction of the solar PVES has been completed and Pepco is expected to connect it to the electrical grid in mid-July 2021.

SES has offered to amend the agreement from a Power Purchase Agreement (PPA) to a **pre-paid** PPA. Under the pre-paid PPA, GHI would pay SES \$258,155.52 at the beginning of the contract; an amount that is equivalent to the savings GHI would accrue in electrical costs plus solar renewable energy credits received by year 9 after the system is commissioned. SES would own the system for a period of 5 years and then sell or donate the system to GHI. Upon the transfer of ownership to GHI, SES would continue to honor its 25-year workmanship warranty and transfer the remainder of the 20-year inverter and other manufacturer warranties to GHI.

On February 18, 2021, the Board directed GHI's Finance Committee to recommend with pros and cons whether GHI should amend the current PPA to a **pre-paid** PPA. After reviewing the Finance Committee's recommendation on May 6, 2021, the Board decided to establish a task force including members and technical staff to negotiate with SES Inc. and formulate a revised draft pre-paid Power Purchase Agreement by July 1, 2021, taking into consideration the factors that the Finance Committee cited. President Brodd appointed members Steve Skolnik and Chuck Hess to the task force, and General Manager Eldon Ralph appointed himself as the staff liaison.

Attachment #6 is the task force's report.

Motion #1: I move that the Board of Directors direct the Manager to request legal counsel to review the draft pre-paid purchase agreement between SES Inc. and GHI as presented and make modifications that may be necessary.

Moved: James

Seconded: Bilyeu

Carried: 9-0

Motion #2: I move that the Board of Directors request GHI member Steve Skolnik to review the material specifications and inspect the Solar PVES that SES Inc. installed and provide a report on the quality of the installation.

Moved: McKinley

Seconded: Bilyeu

Carried: 9-0

6f. Proposed Plan to Pave Serviceside Yard at 2-Q Gardenway – (Attachment #7)

On May 17, 2021, staff received a Type II permit request (Attachment #7) from the member at 2-Q Gardenway to cover the entire serviceside yard with a paved patio.

There are no rules in the GHI Members' Handbook that govern the amount of impervious surface a member can install. As such, staff decided to seek guidance on this matter pursuant to **GHI Rule § Section X.C.** "Staff has the prerogative to refer any issues, whether or not explicitly clarified within these rules, to the appropriate committee and/or the GHI Board of Directors."

During the ARC meeting on June 9, 2021, the following points were made:

- The member is requesting a permit to install stone pavers everywhere there is grass on the serviceside yard. The pavers and sand to be used will be impervious.
- The member desires to create a maintenance free yard.

- There are no current rules in the GHI Members' Handbook that address the percentage allowed when it comes to installing impervious patios/pavers.
- If allowed, the member would still be responsible for removing and replacing the pavers should future underground utility work be necessary.
- The member claims there is already a problem with stormwater run-off during heavy rainstorms.
- The ARC members agreed that the proposed request would add to stormwater run-off problems, as there would be less pervious surface to absorb rainfall.
- The ARC members believe it would be quite valuable to have a rule in the GHI member handbook that addresses this issue. It was suggested that the Storm Water Management Task Force, along with the Buildings Committee and/or the ARC could be tasked with making rule recommendations to the Board.

Motion: The ARC voted 3-0-0 to recommend that the Board of Directors not allow the member at 2-Q Gardenway to cover the entire serviceside yard with impermeable pavers. The ARC would be in favor of allowing the member to install a combination of permeable and impermeable areas in the serviceside yard.

Update: After the meeting with the ARC, the Member submitted a revised paving plan that added a 12" French drain along the sidewalks bordering the serviceside yard.

Motion #1: I move that the Board of Directors not allow the member at 2-Q Gardenway to install the pavers as proposed and a 12" French drain along the sidewalks bordering the serviceside yard.

Moved: Bilyeu
Opposed: Brodd

Seconded: McKinley

Carried: 8-1

Motion #2: I move that the Board of Directors direct the Storm Water Management Specialist to work with the member at 2-Q Gardenway to develop a paver plan that satisfies the member's desire of a maintenance free yard, while minimizing the impact the proposed plan will have on storm water run-off in the court.

Moved: Luly

Seconded: James

Amended and carried by a later vote

Amendment to Motion #2: Replace "proposed plan" with "proposed paver plan."

Moved: McKinley

Seconded: Luly

Carried: 8-0-1

Abstained: Bilyeu

Motion #2 as Amended: I move that the Board of Directors direct the Storm Water Management Specialist to work with the member at 2-Q Gardenway to develop a paver plan that satisfies the member's desire of a maintenance free yard, while minimizing the impact the proposed paver plan will have on storm water run-off in the court.

Moved: Luly

Seconded: James

Carried: 9-0

6g. Buildings Committee Recommendation re: An Electronic Survey to Ascertain Member Interest for Electric Vehicle Charging Stations in GHI Courts Without Rental Garages – (Attachment #8)

On May 26, 2021, the Buildings Committee recommended by a vote of 8-0, that the Board direct staff to include a link in the GHI e-newsletter, that will enable members to respond to an electronic survey (Attachment #8), regarding the possible installation of electric vehicle charging stations in GHI courts without rental garages.

Background information regarding the survey is as follows:

1. Member Joe Ralbovsky has put together a co-op-wide map of where it would make sense to add EV Charging Stations to parking areas.
2. Priority is to be given to court parking locations with visitor spaces, but without rental garages.
3. Courts within GHI selected are Ridge Rd - Courts 36, 46, 58, 65, 73, Crescent Court 60, Gardenway Court 4, Northway Court 2, Laurel Hill Rd - Courts 5, 8, 14, Hillside Rd - Courts 13, 22, Plateau Place Courts 6, 7.
4. The intent of the EV Charging Station Program is to install Level 2 Charging Stations that are available to anyone in the coop, using current rebate programs to cover some of the installation costs.

Motion: I move that the Board of Directors direct staff to include a link in the GHI E-News for eight (8) successive weeks, that will enable members to respond to an electronic survey as presented about their interest in having electric vehicle charging stations installed in their courts.

Moved: McKinley

Seconded: Bilyeu

Carried: 9-0

6h. Two Proposed Changes to Board Meeting Procedures – (Attachments #9a. - 9b.)

Board President Brodd proposed the following changes to Board meeting procedures that the Board accepted:

1. **Decided by consensus: To use the term “closed meeting” instead of the term “executive session”.**

Rationale: “Closed meeting” is the term used in the Maryland Cooperative Housing Corporation Act (MCHCA), which supersedes the GHI Bylaws. “Closed meeting” and “open meeting” are more understandable terms to members who may wish to attend Board meetings.

2. **Decided by consensus: To replace the Special Open meeting by passing a motion during the regular open meeting preceding a closed meeting to call the closed meeting.**

Rationale: a. The Special Open meeting is confusing to members. b. It creates an additional set of minutes which must be taken, approved, and archived. c. It takes up unnecessary time.

During the May 11, 2017, annual membership meeting (refer to the excerpt of the minutes in attachment #9a) , the membership approved a change to the first sentence in Article III.3. Privileges of Members of the GHI bylaws to read as follows:- *“Members of the Corporation shall be permitted to attend meetings of the Board of Directors and shall be excluded from such meetings only if the Board by a three-fourths vote should enter into an executive session. Any consideration of contracts in Executive Session requires prior public announcement of the nature and scope of the contracts by printed and electronic means as soon as practicable. The Board shall not make policy decisions in Executive Session but may decide in such sessions matters affecting individual members, employees, pending litigation, or contract negotiations”*. The Board requested this bylaw change for the purpose of providing timely notice to the membership regarding closed meetings of the Board, while eliminating the need to convene a one-minute special open meeting for the sole purpose of announcing reasons for the Board’s vote to enter a closed meeting. The requirements of this current bylaw provision are met as long as three-quarters of the Directors vote for the suggested motion, and any contracts to be considered in the closed meeting are publicly announced as specified.

The requirements of the MCHCA Section 5-6B-19 (e) regarding closed meetings (refer to attachment #10b) , are met as long as the required statement described in 5-6B-19 (e) (2) (ii) is made at the open meeting immediately following the closed meeting.

Motion: I move to hold a closed meeting of the Board of Directors at 7:00 PM on July 15, 2021.

Moved: Lambert

Seconded: McKinley

Carried: 9-0

7. Items of Information

GHI’s offices will be closed on Monday July 5, 2021, in observance of Independence Day which falls on a Sunday; however, emergency maintenance services will be provided to members.

7a. President’s Items

President Brodd wished everyone a happy holiday weekend. He also said GM Ralph and he will be meeting with Brendan Keany of Penn South cooperative on July 22, 2021.

7b. Board Members’ Items

Director Carter-Woodbridge asked if GHI would have a presence at the Labor Day Festival. President Brodd said the Member Outreach Committee would consider it.

7c. Audit Committee’s Items

None.

7d. Manager's Items

None.

Motion: To adjourn.

Moved: James

Seconded: Mortimer

Carried: 9-0

The meeting adjourned at 9:35 pm.

Ed James
Secretary