

Minutes
Board of Directors
GHI Regular Open Session
August 20, 2020

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

Excused Absence:

Others in Attendance

Eldon Ralph, General Manager
Tom Sporney, Assistant General Manager
Stuart Caplan, Director of Technical Services
Kiki Theodoropoulos
Kris White
Debbie McKinley
Molly Lester
Jason Luly

Ben Fischler
Cynthia Newcomer
Johanna Goderre
Joyce Campbell, Audit Committee Member
Carol Griffith, Audit Committee Chair
Robin Everly, Audit Committee Member
Monica Johnson, Recording Secretary

President Skolnik called the meeting to order at 7:48 p.m.

1. Approval of Agenda

Motion: I move that the Board of Directors approve the agenda.

Moved: Hess

Seconded: Brodd

Carried: 9-0

2. Announcements of Executive Session Meetings

2a. Announcement of Complaint Hearings Held in Closed Meetings on August 3rd, August 4th, and August 10th, 2020

Announcement of a Complaint Hearings Held in a Closed Meeting on August 3, 2020

On August 3, 2020, a complaint panel comprised of Board members Bill Jones, Steve Skolnik, and Anna Socrates, held a complaint hearing with the Personal Representative of a former member's estate. The hearing was conducted in a closed meeting, via internet audio/video conference. Audit Committee member Joyce Campbell attended the hearing.

The closed meeting was authorized by sub-paragraph § 5-6B-19 (e)(1)(IV) of the Maryland Cooperative Housing Act.

The motion to call this meeting was approved by a 9-0 vote of the Board of Directors during an Executive session meeting on July 9, 2020.

The complaint hearing commenced at 6.32pm and ended at 7:56 p.m.

Announcement of a Complaint Hearing Held in a Closed Meeting on August 4, 2020

On August 4, 2020, a complaint panel comprised of Board members Chuck Hess, Ed James and Sue Ready, held a complaint hearing with the Personal Representative of a former member's estate. The hearing was conducted in a closed meeting, via internet audio/video conference. Audit Committee member Carol Griffith attended the hearing.

The closed meeting was authorized by sub-paragraph § 5-6B-19 (e)(1)(IV) of the Maryland Cooperative Housing Act.

The motion to call this meeting was approved by a 9-0 vote of the Board of Directors during an Executive session meeting on July 9, 2020.

The complaint hearing commenced at 6:30 p.m. and ended at 7:46 p.m.

Announcement of an Informal Complaint Hearing Held in a Closed Meeting on August 10, 2020

On August 10, 2020, Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates, Tami Watkins, held an informal complaint hearing with a member. The hearing was conducted in a closed meeting within the GHI Administration Building and via internet audio/video conference.

The closed meeting was authorized by sub-paragraph § 5-6B-19 (e)(1)(IV) of the Maryland Cooperative Housing Act. Audit Committee member Robin Everly attended the hearing.

The motion to call this meeting was approved by a 9-0 vote of the Board of Directors during an Executive session meeting on July 9, 2020.

The complaint hearing commenced at 7:00 pm and ended at 7:56 pm.

2b. Announcement of an Executive Session Meeting held on August 6, 2020

GHI's Board of Directors held an Executive Session meeting on August 6, 2020 via internet audio/video conference, with Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates, Tami Watkins and Audit Committee members Joyce Campbell, Robin Everly, and Carol Griffith participating.

The following motion to call this meeting was made during a prior open meeting earlier that evening and approved by Board members Stefan Brodd, Chuck Hess, Stephen Holland, Ed James, Bill Jones, Sue Ready, Steve Skolnik, Anna Socrates and Tami Watkins.

Motion: I move that the Board of Directors hold an Executive Session meeting after this Open Session Meeting is adjourned, to discuss the following agenda items, as authorized by the pertinent sub-paragraphs of the Maryland Cooperative Housing Act § 5-6B-19 (e)(1).

| Agenda item | Sub-paragraph of § 5-6B-19 (e)(1) |
|--|-----------------------------------|
| a) Approve Minutes of Executive Session Meeting Held on July 9, 2020 | (vii) |
| b) Member Financial Matters | (viii) |
| c) Request to Attend Settlement of a Unit Resale from a Remote Location | (iv) |
| d) Request for Exemption from Fireplace Inspection | (iv) |
| e) Procurement of an Electronic Key Management System for the Maintenance Department – 1 st reading | (vi) |
| f) Complaint Matters | (iv) |

The meeting began at 7:03 p.m., recessed at 7:43 p.m. resumed at 10:23 p.m. and adjourned at 10:38 p.m.

2c. Announcement of an Executive Session Meeting held on August 20, 2020

The September 20 Executive Session is in recess.

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.

- Matthew J. Sickle, Alyssa M. Sickle, Tenants by the Entirety;
- Brandon P. Ruben, Sole Owner.

Moved: James

Seconded: Hess

Carried: 9-0

5. Committees and Homes Improvement Program Reports

Homes Improvement Program: Sporney reported:

Electric completed at 60%

Attics completed at 32%
 Entry doors completed at 25%
 Windows completed at 25%
 HVAC completed at 18%
 Siding completed at 10%
 Storm doors completed at 2%

Watkins reported on the **Architectural Review Committee** activities.

Kris reported on the **Companion Animal Committee** activities.

Socrates reported on the **Legislative and Government Affairs Committee** activities.

6. For Action or Discussion

6a. Approve Minutes of Special Open Session Meeting Held on July 23, 2020

Motion: I move that the Board of Directors approve the minutes of the Special Open Session meeting that was held on July 23, 2020 as presented

Moved: James

Seconded: Brodd

Carried: 9-0

6b. Approve Minutes of Regular Open Session Meeting Held on July 23, 2020

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session meeting that was held on July 23, 2020 as presented.

Moved: James

Seconded: Hess

Carried: 9-0

6c. Presentation by a Member re: Organizing Efforts to Oppose the SCMaglev Project.

In March 2018, the Board authorized GHI's Board President to send a letter to Maryland's Governor, Congressional Representatives, State Delegates, P.G. County Council and the City of Greenbelt, requesting their support for the "No Build" option within the SCMAGLEV Environmental Impact Statement. The Board took that position because, while some of the route will be underground, construction impacts and accessory structures (i.e., tunnel access, ventilation shafts, and power facilities) will negatively impact our community.

Based on discussions at a Greenbelt City Council meeting on August 10, 2020, about the proposed SCMaglev project, it appears likely that this project, if built, will have a very significant negative impact on Greenbelt, and particularly on Greenbelt Homes Inc. Hence, GHI may need to coordinate with the City of Greenbelt and other groups in advocating the no-build option.

GHI member Beth LeaMond is a member of a local group that is advocating the no-build option. Board President Skolnik invited her to attend the August 20th Board meeting to make a brief presentation of the organizing efforts her group is undertaking to oppose the SCMaglev project.

Ms. LeaMond's presented her presentation to the Board. A discussion took place on what further steps GHI should take to oppose the SCMaglev project.

**Note: Director Hess announced that he would not be taking part in this discussion.*

Discussion followed. No formal action was taken.

6d. Member Proposal to Establish a COVID-19 Fee Deferral Relief Fund for GHI Members

GHI has allowed members to defer up to four months of fees under a special COVID-19 emergency fee deferral policy. A group of GHI members submitted a proposal (refer to attachment #6a) to collect donations to help pay for fees deferred under the GHI COVID-19 Fee Deferral Policy. The proposal recommends roles and responsibilities for GHI and the sponsors of the Member Fund. On July 20, 2020, the Board reviewed the proposal and requested the Manager to ask GHI's legal counsel, whether GHI could receive donations, based on existing legal and regulatory requirements. On August 6, 2020, the Board discussed opinions that staff obtained from GHI's legal counsel Whiteford, Taylor and Preston (attachment # 6b) and Wegner CPAs, GHI's External Auditor (attachment #6c) about possible tax ramifications associated with GHI's receipt of donations for the fund.

Motion: I move that GHI accept the transferral of funds from the *Chuffed.org* account established by member Jason Luly for the purpose of collecting funds to offset co-op fees deferred by GHI members who are financially affected by COVID-19. Staff is directed to allocate these funds equally to the deferred balances of those affected members who agree to participate. Funds will be allocated to an affected member's account until the deferred balance is zero or until all *Chuffed* funds have been depleted, whichever occurs first.

Moved: Ready

Seconded: Hess

Carried: 9-0

6e. Review Companion Animal Committee Guide for GHI Members with Companion Animals

On December 19, 2019, the Board reviewed an initial draft of the Companion Animal Committee's 'Guide for GHI Members with Companion Animals' and requested that GHI's legal counsel insert a disclaimer of liability clause in the document. On February 6, 2020, the Board accepted the revised document with language that GHI's legal counsel inserted on pages 1 and 3 and requested the Communications Committee to review it.

Attachment #7 is the final document, after being reviewed by the Communications Committee. The CAC wishes to have this document distributed to incoming GHI members and plans for it to be published on the ghi.coop website for easy reference.

Motion: I move that the Board of Directors accept the Companion Animal Committee's Guide for GHI Members with Companion Animals, as presented and allow the document to be distributed to incoming members and published on the ghi.coop website.

Moved: James

Seconded: Socrates

Carried: 9-0

6f. Nomination & Elections Committee Proposal for Electing Board and Audit Committee Members

On August 6, 2020, the Board reviewed a proposal (attachment #8a) from the Nominations and Elections (N&E) Committee to hold the 2020 Board and Audit Committee elections without an annual membership meeting. The Board requested that GHI's legal counsel review the proposal and advise whether it is feasible to proceed with elections of the Board, Audit Committee and N&E Committee.

The legal counsel's opinion (attachment #8b) is that the elections cannot be held without an annual meeting; however, GHI could hold a 'virtual' annual meeting, with an election that is conducted completely via absentee ballots. As a follow-up, the Manager asked the legal counsel how we should deal with voting on matters in the meeting itself, e.g. approval of minutes, election of N&E members, and any member petitions. The Manager will provide the Board with the attorney's response to this question during the Board meeting.

Board President Skolnik shared the attorney's opinion with members of the N&E Committee and requested them to make suggestions about how to proceed.

Tom Jones, Chair N&E discussed the proposal for Electing Board and Audit Committee Members.

Proposed actions will be presented at the next Board of Directors meeting.

6g. Recommendations to the Board of Directors and Staff from the Audit Committee

The Audit Committee recently provided a memorandum (attachment #9) to the Board and staff with recommendations regarding measures that should be considered, to improve operational efficiency.

Carol Griffith presented the Audit Committee recommendations to the Board and Staff. A brief discussion followed.

6h. Proposed Revisions to Section VII: Fences of the Member Handbook

On May 21, 2020, the Board reviewed comments from members regarding rule revisions to Section VII: Fences in the Member Handbook that the Architectural Review Committee recommended. In considering the comments, the Board felt that GHI should continue to allow installation of new chain link fences and green paint should be added back to the color palette. The Board also stated that the ARC should be more specific in identifying what the term 'wire' applied to and correct a few reference errors.

During the ARC meeting on June 10th, the committee decided not to allow installation of new chain link fences, but to allow members to use original paint colors (including green) to touch up existing chain link fences; provided the areas being touched up totaled less than 25% of the total area of the fence. On July 8th, the ARC finalized its proposed revisions to the fence rules.

On July 23, 2020, the Board reviewed the ARC's final revisions to the fence rules, but did not reach a consensus about the provisions for chain link fences. The Board President requested Board members to provide their change preferences by email within (48) hours. The Board President did not receive

any emails from Board members; hence he is proposing the following revisions to the fence rules that the Board reviewed on July 23rd:

Section VII.B. Definition of chain fence: a fence with continuous top rail of galvanized steel or vinyl-clad metal wire (minimum 9 gauge thick) woven to form a diamond -shaped mesh.

*Section VII.B .1. Existing chain link fencing **may** remain in place, ...*

*Section VII.B.2.d. Chain link fences **needing** repairs exceeding 25% **shall** be painted or coated in black, **brown or forest green** only.*

The revised rules for fences are presented in attachment #10.

Motion: I move the Board of Directors approve the revisions to Section VII: Fences in the Member Handbook as presented.

Moved: Holland

Seconded: Jones

Carried: 7-2

Opposed: James, Hess

6i. Proposed Revisions to GHI Rule re: Minimum Use and Maintenance Standards – Homes and Yards

Item 20 in Paragraph III, Minimum Use & Maintenance Standards of GHI’s Member Handbook states:

20. No condition in violation of health and safety shall be allowed, e.g., trash closet must be kept clean and trash properly contained; no uncontained compost piles; pet feces must be promptly removed and properly disposed of; firewood not exceeding one cord (a stack 4' high, 4' wide and 8' long), must be neatly stacked no less than six (6) inches from the ground and at least 10' from the building.

The rules do not prohibit or regulate outdoor storage of wood that is used for purposes other than firewood. Hence, GHI’s legal counsel has suggested that item 20. be modified as follows:

20. Exterior areas must be maintained in safe and orderly condition.
 - a) No condition posing a hazard to health or safety shall be permitted.
 - b) Trash closets must be kept clean and trash must be properly contained.
 - c) Uncontained compost piles are not permitted.
 - d) Pet feces must be promptly removed and properly disposed of.
 - e) Firewood must be neatly stacked not less than 6 inches from the ground and not less than 10 feet from the building.
 - f) Building materials must not be stored in yard areas.
 - g) There must be no unsightly accumulation of other materials, debris or other stored items in yard areas.
 - h) Decorative items displayed in yard areas are not permitted without prior written approval from GHI.

Item was discussed; no action was taken.

7. Items of Information

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

7b. Monthly GHI and City Calendars

7c. President's Items

Skolnik encouraged Board members to read the annual report; flyer from Dannielle Glaros, County Council for a work session on "Know Your County Government" town hall meeting August 25th.

7d. Board Members' Items

Hess announced the new member to the Investment Committee, Maria Silvia Miller.

7e. Audit Committee's Items

None.

7f. Manager's Items

None.

Motion: To adjourn.

Moved: Hess

Seconded: Holland

Carried: 9-0

The meeting adjourned at 9:53 p.m.

Ed James
Secretary