

GHI Board of Directors
Open Meeting
(Virtual Zoom)
September 15, 2022
Starts after GDC Open Meeting

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

Excused Absences:

Others in Attendance:

Eldon Ralph, General Manager

Joe Perry, Director of Finance

Jim Morris, Director of Maintenance

Deanna Washington, Director of Member Services

Thomas Williams, Director of Technical Services

Dave Benack, Audit Committee

Bill Jones, Audit Committee Chair

Grace Fisher, Audit Committee

Scott Legendre

Molly Lester

Shawnda Atkins

Janice Wolf

David Miller

Stephen Holland

Karen Gregoire

Ben Fischler

Mara Hemminger

Carl Malings

Stephanie O'Brien

Wes Austin

Joe Robbins

Henry Haslinger

President Brodd called the meeting to order at 8:26 pm.

1. Approval of Agenda

Motion: To approve the agenda as presented.

Moved: James

Seconded: Mortimer

Carried: 9-0

2. Statement of Closed Meetings

2a. Statement of a Closed Meeting of the Board of Directors Held on September 1, 2022

GHI's Board of Directors held a closed meeting at 7:00 PM on September 1, 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. Request by the Personal Representative of the Estate of a Deceased Member for the Unit to Remain Unoccupied Until It is Sold	(iv)
2. Member Complaint Matters	(iv)
3. Status on Resuming Negotiations with WSSC re: Replacing Underground Water and Sewer Pipes for Masonry Homes	(vi)
4. Consider Approval of the Following Contracts: a) Emergency Contract for Tree Clean-up Services Due to the Storm on July 12, 2022 - 2 nd reading b) Contract for Underground Utility Pipe Repairs at eight (8) Sites - 2 nd reading c) Hiring an Investment Advisory Firm to Invest GHI Funds -2 nd reading d) Contract for Underground Utility Pipe Repairs and Drainage Improvement at 6-F Hillside Rd e) Contract for Repairing of Structural Problems at 53A-D Ridge Rd, 15 G-M Laurel Hill Rd, 13-Q Hillside Rd f) Contract for Replacing Roofs and Gutters on Masonry Block Homes - 1 st reading g) Contract for Installing New Windows, Doors, and Siding on Larger Homes - 1st reading	(vi)

During the meeting, the Board approved the following contracts:

- a.) An addendum to the current tree maintenance contract with Brightview Landscapes to provide two (2) tree maintenance crews and equipment at a cost of \$375 per hour, per crew to remove fallen trees from homes and structures and tree branches and stumps from yards and common areas of GHI as a result of the storm that occurred on July 12, 2022.
- b.) A contract with Humphrey & Sons Inc. to undertake underground utility pipe repairs at 1 Court Gardenway, 6 Court Hillside Rd, 13 Court Hillside Rd, 18-K Ridge Rd, 19-D Ridge Rd, 24 Court Ridge Rd, 45-B Ridge Rd and 4 Woodland Way at the contractors bid of \$195,000, plus 15% for contingencies, for a total not to exceed \$224,250.
- c.) Selected Farr, Miller & Washington to serve as GHI's investment advisor for investment of GHI's funds under the custody of Fidelity Investments and authorized the Board President to sign an Investment Advisory Agreement with Farr, Miller & Washington whose annual fee will be 0.5% of the amount of funds invested.
- d.) A contract with Old Line Construction Inc. to undertake underground utility pipe repairs and install a channel drain system at 6-F Hillside Rd, at the contractors' bid of \$25,874 plus 15% for contingencies, for a total not to exceed \$29,775.

- e.) A contract with 58 Foundations to repair structural problems at 53A-D Ridge Rd, 8-P Laurel Hill Rd and 13-Q Hillside Rd, at the contractor's bid price of \$44,800, plus 10% for contingencies, for a total not to exceed \$49,280.00.

A motion to hold the closed meeting was approved during the open meeting of August 11, 2022, by Directors Bilyeu, Brodd, Hess, James, Luly, McKinley, Mortimer, and Whipple.

2b. Statement of a Closed Meeting of the Board of Directors Held on September 15, 2022

GHI's Board of Directors held a closed meeting at 7:00 PM on September 15, 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 July 14, 2022	(vii)
2. Consider Approval of the Following Contracts: a) Contract for Replacing Roofs and Gutters on Masonry Block Homes- 2nd reading b) Contract for Installing New Windows, Doors, and Siding on Larger Homes - 2 nd reading c) Contract for Repairing Roofs Damaged During the Storm on July 12, 2022	(vi)
3. Request by a Non-Member for Permission to Reside in a GHI Unit	(iv)
4. Complaint Matters	(iv)
5. Cancellation of a Contract due to Contractor's Performance Default	(iv)

During the meeting, the Board approved, the following contracts:

1. A contract with Katchmark Construction to replace roofs at fifty-seven (57) block home units at the contractor's bid price of \$429,865.00, plus 10% for contingencies, for a total not to exceed \$472,851.00.
2. A contract with Liberty Windows and Siding Inc. for replacing windows, doors, and siding on twenty-five (25) large townhomes located at 65 Ct. Ridge Rd and 5 Ct. Laurel Hill Rd and four (4) single family homes located at 8 Woodland Way, 135-A and 135-B Northway Rd, and 133 Greenhill Road in accordance with the following cost schedule:
 - a) Mandatory improvements involving installation of new windows, doors, and siding as outlined in Table A below, at the contractor's bid of \$495,787.50 plus 10% for contingencies, for a total cost not to exceed \$545.366.
 - b) Optional improvements involving installation of casement windows based on the costs outlined in Table B below.

Table A: Mandatory Improvements

	Large Townhomes	Single Family
New windows (Horizontal. Slider)	X	X
New windows (Double Hung)		X
New Sliding Glass Doors	X	X*

New Storm Door, Frame, Transom	X	
New Solid Core Wood Entry Door	X	
New Solid Entry Door with fixed glass side panel		X**
New Solid Basement Entry Door		X**
Vertical Vinyl Siding	X	X
* Excludes 8 Woodland Way, and two (2) sliding glass doors with transom at 135A Northway.		
** 135 A & B Northway only.		

A motion to hold the closed meeting was approved during the open meeting of September 1, 2022, by Directors Bilyeu, Brodd, Hess, James, Lambert, Luly, McKinley, Mortimer, and Whipple.

3. Visitors and Members (Comment Period)

Shawnda Atkins asked for the Board to consider rules that would allow unforeseen repairs to be made more quickly based on the two months it has been since her unit suffered structural repairs due to a severe storm in the area. General Manager, Eldon Ralph, explained to the member that the contract has been approved and repairs will be expedited.

Director Bilyeu followed up by asking staff if they have confirmed the structural integrity of Ms. Atkins home. Director of Maintenance, Jim Morris, assured the Board that staff has been in the home and while there is a hole in the roof, the structure is sound.

Director Lambert explained that a member had raised concerns to her about a hate symbol in the community and wanted to ensure staff was aware and taking action. President Brodd advised he was aware and preparing a response to the complainant.

4. Approval of Addendum for Trust Ownership and Trustee 's Affidavit for the Following Units:

4a. 44-T Ridge Road (Attachments #3a-3b)

The member at 44-T Ridge Road requests approval of the Addendum for Trust Ownership to the Mutual Ownership Contract and Trustee's Affidavit (Attachment #3a), thereby allowing the member at 44-T Ridge Rd, the trustee and beneficiary of the (member at 44-T Ridge Rd.) Revocable Trust dated August 9, 2022 (Attachment #3b), to place the membership and equity interest in 44-T Ridge Rd into the trust.

The updated Mutual Ownership Contract will be presented for approval under new memberships.

Motion: I move that the Board of Directors approve the Addendum for Trust Ownership and Trustee's Affidavit of the member at 44-T Ridge Road, Trustee and Beneficiary of the (member at 44-T Ridge Road) Revocable Trust dated August 9, 2022, thereby allowing the member at 44-T Ridge Road to place the membership and equity interest in 44-T Ridge Road into the Trust.

Moved: Hess

Seconded: Luly

Carried: 9-0

4b. 3-C Gardenway (Attachments #4a-4b)

The member at 3-C Gardenway, requests approval of the Addendum for Trust Ownership and Trustee's Affidavit (Attachment #4a), thereby allowing the member at 3-C Gardenway, the trustee and beneficiary of the (member at 3-C Gardenway) Revocable Trust dated July 7, 2020 (Attachment #4b), to place her membership and equity interest in 3-C Gardenway into the Trust.

The updated Mutual Ownership Contract will be presented for approval under new memberships.

Motion: I move that the Board of Directors approve the Addendum for Trust Ownership and Trustee's Affidavit of the member at 3-C Gardenway, Trustee and Beneficiary of the (member at 3-C Gardenway) Revocable Trust dated July 7, 2020, thereby allowing the member at 3-C Gardenway to place her membership and equity interest in 3-C Gardenway into the Trust.

Moved: McKinley

Seconded: Hess

Carried: 9-0

5. 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:

- **David B. Miller, Sole Owner;**
- **Garrett W. Austin, Sole Owner;**
- **Raven R. Holm, Sole Owner;**
- **Mary A. Conley, Sole Owner;**
- **Erin B. Dougherty, Sole Owner;**
- **Christina M. Thayer, George A. Thayer, Margaret M. Murray, Joint Tenants.**

Moved: James

Seconded: Hess

Carried: 9-0

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

- **Katrina M. Boverman, Sole Owner is changed to Katrina M. Boverman, Trustee dated 07 July 2020.**
- **Karen R. Gregoire, Sole Owner is changed to Karen R. Gregoire, Trustee dated 09 August 2022.**

Moved: James

Seconded: McKinley

Carried: 9-0

6. Committee Reports

Director Whipple advised that the Architectural Review Committee spent their last meeting discussing ways in which to allow members to age in place. Also, ARC would like to host a work session with the Board to explore the member consent process.

7. Consent Agenda

Motion: To approve the Consent Agenda.

Moved Hess

Seconded: Mortimer

Carried 9-0

7a. Contract for the Repair of a Defective Stairway/Retaining Wall at 2 Ct. Plateau Place - 2nd reading (Attachments #5a-5b)

A common stairway located between 2 A-F and 2 G-M Plateau Place, constructed in 1940, provides pedestrian access between 54 Court Ridge Road and 2 Court Plateau Place. The stairway is 55" wide and was constructed between two reinforced concrete retaining walls of equal height. Next to the retaining wall on the 2-G Plateau side of the stairway is a large deciduous Dawn Redwood tree approximately 60 feet in height. During the past few years there have been adverse impacts on the retaining wall and stairway due to the roots of the tree. A Dawn Redwood has the following characteristics:

- Rapid grower.
- Lives for 200+ years (this tree is 30-40 years old).
- Will grow to a minimum height of 165 feet (currently 60 feet).
- Trunk diameter at chest height can reach 6 feet (currently 28").

On July 23, 2020, the Board directed the Buildings Committee and Woodlands Committee to jointly consider the impact of the tree on the stairway/retaining wall and recommend what action should be taken. On September 3, 2020, the Board accepted the Woodlands Committee report and directed staff to remove the tree and take steps to repair the stairway/retaining wall.

On March 4, 2021, the Board rescinded the September 2020 motion after some members objected to the tree's removal, and on April 1, 2021, the Board directed the Manager to hire an engineering consultant to develop plans for rebuilding the stairway and the damaged section of the retaining wall in a manner that would protect from future damage by the roots of the tree.

On September 2, 2021, the Board approved a contract in the amount of \$7,500 with Becht Engineering BT, Inc. to develop two sets of construction plans as follows:

- **Option 1- Remove the Tree:** The work involves removal of the tree (Attachment #5a Drawing Sheet S-101) and reconstruction of the concrete stairway and retaining wall in their current location. A permit for this option would not be needed since the work would be considered maintenance and repairs.
- **Option 2 - Retain the Tree:** This work involves building a new retaining wall in front of the damaged retaining wall, filling in the space above the existing stairway, and building a sidewalk in this location that is

approximately level with the parking lot at 2 Court Plateau Place. A new galvanized stairway would be constructed including two landings and two separate sections of stair treads as shown in Attachment #5b - Drawing Sheet S-102. The work would necessitate obtaining building permits from Prince George's County and the City of Greenbelt.

Plans and a Request for Proposals were sent to ten (10) contractors who were requested to submit bids:

- ▶ American Group Contractors
- ▶ New Millennium General Contractors
- ▶ CG Builders, Inc.
- ▶ Lanham Construction
- ▶ CA Lindman
- ▶ American Exteriors
- ▶ Portugal Construction
- ▶ Metro Renovation and Builders
- ▶ Barlow Concrete
- ▶ Masoncrete Construction, Inc.

Bids were received from two (2) contractors:

Contractor	Option 1- Remove the Tree	Option 2 - Retain the Tree
CG Builders	\$215,860	\$266,644
Lanham Construction	\$193,790	\$258,345

An amount of \$105,500 was included in the 2022 replacement reserve budget for this project. Lanham Construction has performed concrete repairs at GHI in the past with satisfactory results.

This item is on the agenda for discussion and action.

Approved by Consent: I move that the Board of Directors authorize the Manager for second and final reading, to enter into a contract with Lanham Construction to reconstruct the damaged retaining wall and stairway at 2 Court Plateau Place, in accordance with Drawing sheet S-101 as presented, at the contractor's bid price of \$193,790 with 10% for contingencies, for a total cost not to exceed \$213,169.

8. For Discussion/Action

8a. Approve Minutes of the Open Meeting Held on July 14, 2022 (Attachment #6)

Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on July 14, 2022 as presented.

Moved: James

Seconded: Hess

Carried: 9-0

8b. Complaint from the Member at 56-D Crescent Road about a Drainage Problem Affecting His Unit (Attachment #7)

Attachment #7 contains emails from the member at 56-D Crescent Rd to the Board of Directors about a long-time flooding problem that affects his unit.

Background information from staff regarding this problem is as follows:

- In 2014, GHI hired B&P to install a new 148' length, 4-inch diameter PVC storm drain line on the gardenside of 56 C-H Crescent Rd which replaced an original 4-inch diameter terra-cotta line. New drain inlets with flat drain covers were installed in the yards at 56-D and 56-E Crescent Rd.
- During torrential rainfall, large amounts of water and debris (leaves and mulch) from 33, 35 and 37 Courts on Ridge Rd, flow along a common sidewalk that is parallel to the gardenside of 56 C-H Crescent Rd. The flat drain cover installed by the contractor over the drain inlet at 56-D Crescent Rd in 2014 became clogged with debris during heavy rainfall and severely restricted the flow of water through it; hence staff subsequently replaced it with a dome-shaped drain cover, which though clogged at its lower level by debris, allows water to pass through the section that is clear.
- On August 31, 2022, staff rented a grinder and ground the bump in the intersection of two walkways that the member referred to in his email dated August 5, 2022. The member witnessed the work that was done.
- On July 27, 2022, staff toured the sites impacted by flood water during heavy rainfall, i.e., 33, 35, 37 Courts on Ridge Rd as well as 56 C-H Crescent Rd with Mr. Peter Noursi, a principal with the civil engineering firm Oyster, Imus and Petzold (OIP). Staff recently received a preliminary proposal from Mr. Noursi to survey and prepare drainage plans for the affected areas. OIP proposes to design drainage plans to capture and divert runoff water to existing underground drains, thus considerably reducing the flooding problems in these areas. Staff hopes to obtain a final proposal from OIP before the end of this month. After receipt of the drainage design plans, staff proposes to obtain bids from contractors to undertake the drainage remediation project.

This item is on the agenda for discussion.

No action was taken.

8c. Proposal that GHI Allow Members to Opt-out of the Maintenance and Replacement Reserve Program for Split System Heat Pump Units (Attachment #8)

In April 2017, the Board of Directors approved the establishment of a reserve program for the maintenance and replacement of split system heat pump units that members installed as an optional item during the Homes Improvement Program (HIP). The Board also allowed enrollment of heat pump units onto the program that were installed during 2016 and beyond if Staff determined them to be comparable to the units installed by GHI's contractors during the HIP. The elements of the reserve program are as follows:

- a) Repairs of equipment during their operation, and should any of the components fail prior to replacement, systems will be repaired to full operation. Some exclusions would apply to items such as filter replacements, batteries for the controllers, lost controllers, or physical damage to line sets or components caused by gardening or other tools, or other accidental damage.
- b) Semi-annual preventive maintenance checks that will allow a contractor to verify the refrigerant temperature and pressure during operation, clean the indoor unit filters, inspect the outdoor coils for excessive debris, and identify potential problems such as refrigerant losses, loose electrical power connections, and failing circuit boards,
- c) Replacement of equipment at end-of the useful life of the units. The indoor air handlers and outdoor compressor components will be replaced as well as any other components necessary for the proper operation of the system.
- d) Monthly fee contributions as stated in the following table:

Type of Unit	Initial cost calculated during April 2016	Semi-annual preventive maintenance services	Proposed monthly fee (would escalate by 2.40% per year)
1- and 2-indoor terminals	\$42.50	\$16.67	\$59.17
3-indoor terminals	\$47.00	\$16.67	\$63.67
4-indoor terminals	\$54.17	\$16.67	\$70.84

Four hundred and ninety-nine (499) split-system heat pumps were installed during the HIP between 2016 and 2021. Eighty (80) units were enrolled on the Optional Maintenance and Replacement Reserve Program, after the owners signed an addendum to their Mutual Ownership Contract (Attachment #8).

On September 2, 2021, the Board authorized the manager to sign a two-year contract with a contractor to perform preventive maintenance inspections and repairs on the mini-split heat pump units that are enrolled on the reserve program. This contract will be terminated with effect from September 30, 2022 due to default on the part of the contractor.

GHI does not have qualified staff who are able to service and repair the split-system heat pump units and must rely on contractors for these services. The quantity of units that GHI is responsible for is too small to justify hiring full-time HVAC technicians. Staff offers the following suggestions for the Board to consider:

- a) GHI should not allow any additional units to be enrolled on the maintenance and replacement reserve program.
- b) Members who are currently enrolled on the program should be allowed the opportunity to opt-out of it and be refunded a portion of the funds they contributed. Staff and the Finance Committee should recommend the amount that each member would receive.
- c) Based on the provisions of the MOC addendum, GHI has an obligation to continue servicing and repairing heat pump units for those members who opt to stay on the program. GHI would need to establish a new contract with a reputable contractor to maintain these units.'

This item is on the agenda for discussion and action.

Motion: I move that the Board direct the Finance Committee, in conjunction with staff, to recommend the amount of funds that should be refunded to each member who desires to opt out of the maintenance and replacement reserve program for mini split - system heat pump units by November 30, 2022.

Moved: Bilyeu

Seconded: James

Carried: 9-0

8d. Finance Committee's Recommendation re: Distribution of Unreserved Operating Funds

The Finance Committee reviewed the unreserved operating fund to consider any surplus which could be allocated to other equity accounts. Staff examined the actual activity of each home group from 2019 through 2021 to apply the appropriate portion of unreserved operating fund to each home group. The table displayed below indicates frame and masonry home groups each had a surplus while the larger home group had a deficit over this period of time.

	Budget 2022	Existing Contingency Target	Unreserved By Home Group	Investment NCB Stock	GDC Equity	Federal Tax Benefit	Optional Reserves*	Net Change
Frame	\$7,394,562	\$739,456	\$2,448,612	(\$530,185)	(\$341,464)	(\$224,440)	(\$104,308)	\$1,248,215
Masonry	\$4,939,224	\$493,922	\$1,363,650	(\$320,420)	(\$199,371)	(\$131,044)	(\$51,113)	\$661,702
Larger	\$296,163	\$103,657	\$19,972	(\$15,932)	(\$9,913)	(\$6,516)	-	(\$12,389)
Total		\$1,337,036	\$3,832,234	(\$866,537)	(\$550,748)	(\$362,000)	(\$155,421)	\$1,897,528

*Optional Reserves are collections for future replacement of optional HIP items.

	Beginning Contingency 2021 Balance	Available for Contingency 2021 Balance	Needed For fully funded Contingency	Needed for fully funded Repl. Res.	Remaining after fully funded	Projected 2022 Repl. Res. shortfall (surplus)
Frame	-	\$1,248,215	\$739,456	\$470,320	\$38,439	\$392,549
Masonry	\$510,991	\$1,172,693	-	(\$489,178)	\$1,661,871	(\$1,511,676)
Larger	\$58,415	\$46,026	\$57,631	(\$285,301)	\$273,696	\$131,070
Total	\$569,406	\$2,466,934	\$797,087	(\$304,159)	\$1,974,006	(\$988,057)

As a result, the Finance committee recommends the Board of Directors allocate \$1,897,528 of the unreserved operating fund to each of the home groups to fully fund the contingency reserve of that home group, and allocate any excess to replacement reserves as shown in the table below:

Home Group	Surplus (Deficit) Unreserved Operating Fund	Increase (Decrease) Contingency	Increase Replacement Reserve
Frame	\$1,248,215	\$739,456	\$508,759
Masonry	\$661,702	-	\$661,702
Larger	\$(12,389)	\$(12,389)	-
Totals	\$1,897,528	\$727,067	\$1,170,461

Motion: I move that the Board of Directors allocate \$1,897,528 unreserved operating surplus as follows:

- **Frame - \$739,456 to contingency reserve and \$508,759 to replacement reserve**
- **Masonry - \$661,702 to replacement reserve**
- **Larger - (\$12,389) deficit against existing contingency reserve.**

Moved: Hess

Seconded: Mortimer

Carried: 9-0

8e. Motion to Hold a Closed Meeting on October 6, 2022

Motion: I move to hold a Closed Meeting of the Board of Directors at 7:00 pm on October 6, 2022.

Moved: James

Seconded: Hess

Carried: 9-0

9. Items of Information

9a. President's Items

President Brodd reminded Board members of the three (3) upcoming Formal Hearings scheduled over the next two (2) weeks.

9b. Board Members' Items

Director James advised members the city is looking at small cell phone towers for the area.

Director Hess expressed his support of the cell service improvements project.

9c. Audit Committee's Items - None

9d. Manager's Items - None

Motion: To adjourn.

Moved: Hess

Seconded: Lambert

Carried: 9-0

The meeting adjourned at 9:15 pm.

Ed James
Secretary