

**Minutes**  
**GHI Board of Directors**  
**January 19, 2017**

Board Members Present: Brodd, Hess, Holland James, Jones, Marcavitch (*arrived 7:53 pm*), and Skolnik

Excused Absence: McFadden, Novinski

Other Attendees:

Eldon Ralph, General Manager	Aileen Kroll
Tom Sporney, Assistant General Manager	Thomas W. Bury, Visitor
Joe Wiehagen, Director of Homes Improvement Program	Tom Taylor
Joe Perry, Director of Finance	Ben Fischler
Joan Krob, Director of Member Services	Anna Socrates
Molly Lester, Audit Committee Member	Tom Jones
Henry Haslinger, Audit Committee Member	Monica Johnson, Recording Secretary

President Skolnik called the meeting to order at 7:36 p.m.

1. Approval of Agenda

Skolnik added item 6h: Proposed Letters to be sent to the City of Greenbelt.

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

Moved: Hess

Seconded: Jones

Carried: 6-0

2. Announcement of Closed Meetings Held on January 5, 2017

An Executive Session meeting was held on January 5, 2017 at 7:00 p.m. in the Board Room of the GHI Administration Building. The motion to call this meeting was made during an Open Session Meeting at 7:00 p.m. of the same day, and passed by a vote of 5-0 by Directors Brodd, Hess Holland, James, and Novinski. The purpose of the Executive Session was to discuss the following issues:

- 1) Approval of minutes,
- 2) Consider the terms and conditions of contracts in the negotiation stage,
- 3) Member financial matters,
- 4) Complaint matters pertaining to two members, and
- 5) Complaint matters with mortgage lenders pertaining to two unoccupied units.

Authority for this executive session is derived from § 5-6B-19 of the Maryland Cooperative Housing Corporation Act, "Meetings of cooperative housing corporation open to members of corporation or their agents." The executive session recessed at 7:30 pm and reconvened at 9:28 pm. The meeting adjourned at 10:50 pm.

3. Visitors and Members (Comment Period)

Aileen Kroll expressed her appreciation for the work of the Board and the Audit Committee.

4. Approval of Membership Applications

**Motion: I move that the Board of Directors approve the following person into the cooperative and membership is afforded her at the time of settlement:**

- **Annamarie DeAngelis, Sole Owner.**

Moved: James

Seconded: Hess

Carried: 6-0

5. Committee Reports

Homes Improvement Program: Sporney stated that staff is continuing to work on the survey form the 2016 cohort.

Asbestos abatement removal: Ralph stated that Southern Installation has completed two buildings, and continues to stay on schedule.

Assignment of Members Units to GHI: Holland stated that the Task Force has completed its task and is working on a report.

6. For Action or Discussion6a. Approval of Minutes: December 15, 2016 Regular Meeting

**Motion: I move that the Board of Directors approve the minutes for the December 15, 2016 regular session meeting.**

Moved: James

Seconded: Hess

Carried: 6-0

6b. Approval of Minutes: December 15, 2016 Special Meeting

**Motion: I move that the Board of Directors approve the minutes for the December 15, 2016 special session meeting.**

Moved: James

Seconded: Hess

Carried: 6-0

6c. Building Committee's Recommendation re: Use of Foam Insulation for Air Sealing Attics (An Optional Improvement) During the HIP

At its meeting of 28Sep16, the Buildings Committee considered what material should be used for future attic perimeter sealing. Staff presented the following information:

Attic Air Sealing Specification Review

The 2016 HIP offered an attic perimeter air seal option. This option specifies an air seal applied over the top plates of the exterior wall. The 2016 HIP specification was as follows:

**AIR SEAL PERIMETER & ACCESSIBLE PENETRATIONS**

1. Remove existing insulation over top plates of exterior walls.
2. Air seal top plates using Knauf ECOSEAL or Owens Corning EnergyComplete®.

3. Air seal gable end walls and add blocking at ceiling level as needed.
4. Fire caulk at fixture housings penetrating 2nd floor ceiling (or ceilings of additions).
5. Maintain insulation clearances required by light fixture type.
6. Secure eave baffles to contain new insulation & prevent wind washing.

HIP staff monitored the air sealing procedures based on the above specification. The contractor used the Ecoseal product for air sealing applied using brushes attached to poles in order to reach the wall top plates. This method, while acceptable, is very difficult to achieve its intended benefit:

- The access to the top plates was a long stretch due to the minimal rafter height,
- Reaching each edge of the top plate is difficult due to the angle of the brush and the limited material the brush can hold in a pass,
- Visibility of the top plates is limited and this product requires more complete access to achieve the desired effect,
- This product is ineffective at gable ends as it has no adhesion over existing wall insulation,
- It is best when applied to clean lumber,
- This air seal method requires more labor time both for application and inspection.

In addition, this method of air sealing offers no increased thermal resistance (R-value).

Alternatively, the contractor's typical method of air sealing the top plates in existing homes is to use a single or self-contained two part polyurethane foam. This product and its application overcomes the disadvantages of the application of products such as the Ecoseal:

- Is expanding to fill a larger area than the direct application of the product,
- Reaches to the edges of the rafter framing and wallboard,
- Can be used with extended wands to provide a much longer reach into hard-to-reach areas of the framing,
- Can be used at the gable ends to air seal since it expands and adheres to the cavity framing,
- Will adhere to many types of surfaces,
- Is easier to inspect due to the 1- to 2- inch rise above the top plates.

In addition, this type of product provides an R5 to R6 per inch, about twice that of the blown insulation, providing an increased R-value in a location where minimal blown insulation can be installed. Recommend for Consideration: Permit the limited use of spray foam in vented attics to improve air sealing reliability and enhance insulation levels. All other specification details as originally outlined in the 2016 HIP.

The Buildings Committee discussed the following:

- The three attic upgrades are: insulation, air sealing, and wrapping the attic hatch
- With the current air sealing at the top plate and gable ends, the current specifications require using a brush on elastomeric product, and this is proving difficult to get a good application.

- GHI staff would like the Buildings Committee to consider allowing the use of a spray foam product in this specific location, which would allow for a much more effective sealing of these areas.
- Spray foam in other areas was rejected for HIP work due to environmental and health concerns voiced by some members.
- This would be a limiting application, and in a well ventilated area outside the units habitable area.
- Staff is recommending a single-part application, like the spray cans available at home improvement stores. This reduces the risk of improper mixing of chemicals.
- Informing members of this change of specification will be important in the next years of HIP.

The Buildings Committee recommended by 7-0-0 to the Board of Directors that the air seal specification for attic sealing be revised to allow the use of spray foam insulation. The Board discussed the issue at length. (*Marcavitch arrived during the discussion at 7:53 pm.*)

**Motion: I move that the Board of Directors permit the limited use of spray foam in vented attics to improve air sealing reliability and enhance insulation levels. Use of spray foam for attic perimeter air sealing shall be identified in the member selection survey.**

Moved: Hess

Seconded: Jones

Carried: 6-1

Opposed: Holland

6d. Building Committee's Recommendation re: Washington Gas Company's Proposal to Provide Natural Gas to GHI

In July 2015, Mr. James Conyers, Neighborhood Conversions Account Manager of Washington Gas Inc. contacted the Manager to explore GHI's interest in having Washington Gas extend its gas mains to provide gas for heating GHI's homes.

On June 16, 2016, two officials from the Washington Gas Company presented a Letter of Intent to the Board with the following main provisions:

- a) Washington Gas would extend its gas mains throughout our community if GHI made a commitment to install 1600 gas hot water heaters, and 600 members utilized gas heating appliances over a five year period after the construction of the gas mains was completed.
- b) The estimated construction completion date of the gas mains would be no more than three years following the signing of definitive agreements.
- c) GHI would have to contribute \$300,500 if we do not install the agreed upon number of hot water heaters and heating appliances within a 5-year period after construction of the gas mains. This amount must be paid in advance of the project and will be waived, should Washington Gas and GHI come to an agreement on the number of gas appliances to be installed.

During the June 16 meeting, the Board directed the Buildings Committee to review the Letter of Intent and undertake a membership survey to determine the level of interest from members in utilizing gas for heating and other purposes.

A summary report of the survey responses were received and a memorandum from the Buildings Committee which states “*The results of the survey indicated that there is insufficient support for – and solid opposition to – the Washington Gas proposal. In light of these survey results, the Buildings Committee sees no point in continuing the discussion with Washington Gas.*”

The Board entered into a lengthy discussion regarding the survey responses.

**Motion: To call the question.**

Moved: Hess

Seconded: Brodd

Carried: 5-2

Opposed: Holland, Jones

**Motion: I move that the Board of Directors accept the Buildings Committee’s recommendation that GHI should not continue discussions with Washington Gas about installing a gas mains infrastructure throughout the GHI community due to inadequate support for and opposition to Washington Gas’ proposal.**

Moved: Marcavitch

Seconded: Hess

Carried: 5-2

Opposed: Holland, Jones

6e. Board Resolution for Signatures on National Cooperative Bank Documents

National Cooperative Bank (NCB) requires a Corporate Resolution be executed. GHI will be establishing the following accounts with NCB:

- Greenbelt Homes, Inc. General Checking
- Greenbelt Homes Trustee Account

GHI currently has a 24-month \$100,000 certificate of deposit with NCB.

The Board is asked to approve it. It is necessary for the President to sign the resolutions and each copy to be witnessed by the Board Secretary.

During the discussion, Audit Committee Chair Lester questioned some language in the authorization resolution document. After further discussion, the following motion was made.

**Motion: To postpone discussion until February 2, 2017.**

Moved: Marcavitch

Seconded: Holland

Carried: 5-1-1

Against: Jones

Abstained: Hess

6f. Update from Staff re: Materials’ Overage in Prior Financial Statements

During the presentation of the 3<sup>rd</sup> quarter financial statements, the Director of Finance, Joe Perry brought to the attention of the Board of Directors, a variance related to materials expense. The financial statements indicated a variance to budget of \$66,830. While staff recognizes it is extremely difficult to match the timing of materials usage monthly or even quarterly, the variance was significant enough to prompt staff to perform additional research.

Perry, Director of Finance presented a handout at the meeting and discussed the steps taken to determine conditions of variances. The report shows there is no indication that there is any material breach of inventory or materials.

6g. Establish Date for General Manager's 2016 Performance Evaluation

The Board should schedule a date for the Manager's 2016 performance evaluation. It will be done during an executive session meeting.

**Motion: I move that the Board establish January 26, 2017 commencing at 7.00 p.m. as the date and time for a meeting in closed session with the General Manager to discuss his 2016 performance evaluation; with the authority to do so derived from § 5-6B-19 (e) (1) (i) of the Maryland Cooperative Housing Corporation Act, "Meetings of cooperative housing corporation open to members of corporation or their agents."**

Moved: Hess

Seconded: Jones

Amended

**Amendment: Move to amend the motion to state February 7, 2017.**

Moved: Jones

Seconded: James

Carried: 7-0

**Motion as Amended: I move that the Board establish February 7, 2017 commencing at 7.00 p.m. as the date and time for a meeting in closed session with the General Manager to discuss his 2016 performance evaluation; with the authority to do so derived from § 5-6B-19 (e) (1) (i) of the Maryland Cooperative Housing Corporation Act, "Meetings of cooperative housing corporation open to members of corporation or their agents."**

Moved: Hess

Seconded: Jones

Carried: 7-0

6h. Proposed Letters to be sent to the Incoming and Outgoing Greenbelt City Managers

Mr. Mike McLaughlin (Greenbelt's City Manager) has retired. Ms. Nicole Ard has been hired to replace him. The Board should consider sending a welcoming letter to the incoming City Manager and a thank-you letter to the outgoing City Manager. Vice President has prepared drafts of two letters for approval by the Board.

**Motion: I move that the Board of Directors authorize the Board President to send letters to the incoming and outgoing Managers of the City of Greenbelt as presented on January 19, 2017.**

Moved: Hess

Seconded: Marcavitch

Carried: 7-0

7. **Items of Information:**

- 7a. Closure of Offices on Monday January 16, 2017
- 7b. Board 12 month Action Plan and Committee Task List
- 7c. Monthly GHI and City Calendars

8. President

Skolnik thanked the Board and Vice President Brodd for stepping in and running the meeting on January 5.

Brodd mentioned that on Monday January 23<sup>rd</sup> there will be a reception for the new City Manager in the Council Chambers at 7pm.

9. Board Members

Marcavitch mentioned that schools are closed January 20. He also stated that the Legislative Government and Affairs Committee will conduct a work session on the January 26.

10. Manager

None

11. Vote to Conduct the Executive Session Meeting

**Motion: I move that the Board of Directors adjourn this open session meeting for the purpose of meeting in executive session to discuss the following issues:**

- 1) approval of minutes;
- 2) consider the terms and conditions of contracts;
- 3) member financial matters and;
- 4) prospective members.

**Authority for this executive session is derived from § 5-6B-19 of the Maryland Cooperative Housing Corporation Act, "Meetings of cooperative housing corporation open to members of corporation or their agents."**

Moved: James

Seconded: Hess

Carried: 7-0

The Open Session adjourned at 9:26 p.m.

Ed James  
Secretary