

**Minutes
Board of Directors
GHI Regular Open Session
February 1, 2018**

Board Members Present: Brodd, Hess, James, Jones, Kapfer, McFadden, Seely and Skolnik

Excused Absent: Holland

Others in Attendance:

Eldon Ralph, General Manager

Daniel Hamlin

Tom Sporney, Assistant General Manager

Julian Fishov

Neron Adams-Escalera, Director of Member Services

Johanna Goderre

Joe Wiehagen, Director of Homes

Mary Salemme

Improvement Program

Molly Lester

George Bachman, Director of Maintenance

Bob Snyder

Henry Haslinger, Audit Committee Member

Ben Fischler

Jonathan Gordy, Audit Committee Member

Councilman Roberts, City of Greenbelt

Kyla Hanington,

Monica Johnson, Recording Secretary

President Skolnik called the meeting to order at 7:38 p.m.

1. Approval of Agenda

Motion: The Board of Directors does approve the agenda.

Moved: Hess

Seconded: James

Carried: 8-0

2. Announcement of Executive Sessions

2a. Announcement of an Executive Session Complaint Hearing Held on January 19, 2018

An Executive Session Complaint Hearing was held by a three-member Panel of the Greenbelt Homes' Board of Directors on January 19, 2018 commencing at 7 p.m. in the Board Room of the GHI Administration Building, with three members to investigate complaint matters. The motion to call the meeting was made on December 7, 2017 by Board members Brodd, Hess, Holland, James, Jones, McFadden, Seely and Skolnik in accordance with the Maryland Cooperative Housing

Authority for the above closed meeting was derived from Subtitle 6b of the Maryland Cooperative Housing Corporation Act, § 5-6B-19 "Meetings of cooperative housing corporation open to members of corporation or their agents." Paragraph (e) (1)

2b. Announcement of an Executive Session Complaint Hearing Held on January 24, 2018

An Executive Session Complaint Hearing was held by a three-member Panel of the Greenbelt Homes' Board of Directors on January 24, 2018 commencing at 7 p.m. in the Board Room of the GHI Administration Building, with a member to investigate a complaint matter. The motion to call the meeting was made on December 21, 2017 by Board members Brodd, Holland, James, Jones, Kapfer, and McFadden

Authority for the above closed meeting was derived from Subtitle 6b of the Maryland Cooperative Housing Corporation Act, § 5-6B-19 “Meetings of cooperative housing corporation open to members of corporation or their agents.” Paragraph (e) (1)

2c. Announcement of an Executive Session Meeting Held on February 1, 2018

No announcement. Executive Session in recess.

3. Visitors and Members (Comment Period)

Leonard Wallace mentioned on behalf of Julian Fishov had two issues with the walk-through.

Sharon and Bob Snyder mentioned their concerns about signs and flags in member’s yards.

Molly Lester questioned the Board’s authority to vote on the Solar contract without member approval.

Dan Hamlin mentioned that he received a very professional and gracious phone call concerning his two flags, and mentioned GHI’s obligation to regulate the exterior appearance of member units, and asked that the regulations be enforced throughout the membership.

4. Approval of Membership Applications

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

- **Leslie A. Carroll, Sole Owner;**
- **Karl D. Anton, Sole Owner.**

Moved: James

Seconded: Hess

Carried: 8-0

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

- **Terri Action, Sole Owner 7-U Research Road, changed to Terri L. Goodnow, Sole Owner.**

Moved: James

Seconded: Hess

Carried: 8-0

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

- **Carol Sue Nevitt, Sole Owner;**
- **Sonya A. Lowery, Sole Owner.**

Moved: James

Seconded: Hess

Carried: 8-0

5. Committee and Homes Improvement Program Reports

Homes Improvement Program – Wiehagen reported that:

- Punch-out list for 2017 HIP completed
- Held Pre Bid for 2 phase of the Masonry crawlspaces bids are due mid-February
- Preparing the specs for the frame crawlspace improvements after the asbestos removal

Woodlands Committee – Kapfer mentioned that the committee would meet next week, and plans to finalize any recommendations that they may have about renewing the Forest Conservation Management Agreement, so that a draft agreement could be on the agenda for the first meeting in March.

Legislative Government and Affairs – Seely mentioned that committee met and would have recommendations coming to the Board regarding the widening of the BWI Parkway and the proposed Maglev train.

Zoning Re-Write Task Force – Brodd mentioned that the task force would be meeting February 12 and that the task force is working on the Neighborhood Conservation Overlay Zone.

6. For Action or Discussion

6a. Approve Minutes of the Special Open Session Meeting Held on January 4, 2018

Motion: I move that the Board of Directors approve the minutes of the Special Open Session meeting that was held on January 4, 2018 as presented.

Moved: James

Seconded: Hess

Carried: 7-0-1

Abstained: Skolnik

6b. Approve Minutes of the Regular Open Session Meeting Held on January 4, 2018

Motion: I move that the Board of Directors approve the minutes of the Regular Open Session meeting that was held on January 4, 2018 as presented.

Moved: James

Seconded: Jones

Carried: 6-0-2

Abstained: Hess, Skolnik

6c. Integrated Technology Task Force's Recommendations

On July 6, 2017, the Board established an Integrated Technology Task Force to recommend solutions for a myriad of information technology issues that need to be addressed, such as:

- Establishment of corporate email addresses for Board and audit committee members
- Remote participation in meetings
- A member portal on GHI's website
- Improvements to GHI's website
- A digitized system of member files to record all information pertaining to the members and their units.
- An updated property management system with financial and maintenance management modules that could also enable members to review their financial records.

Motion #1: I move that the Board direct the Manager to establish corporate e-mail accounts for Board members by March 31, 2018, which they shall use for conducting official GHI business.

Moved: Seely

Seconded: Kapfer

Carried: 8-0

Amendment: I move that the Board direct the Manager to establish corporate e-mail accounts for Board members by March 31, 2018, which they shall use for conducting official GHI business. These accounts shall not allow deletions but should allow forwarding of emails.

Moved: Jones

Dies for lack of Second

Motion #2: I move that the Board direct the Manager to establish mailing lists (i.e., listserv) for each GHI committee and task force by June 30, 2018, that include each task force and committee member's personal e-mail addresses, plus one GHI corporate email address.

Moved: Kapfer

Seconded: Seely

Carried: 8-0

Motion #3: I move that the Board direct the Manager to establish a baseline database with Member Services information by September 30, 2018. This system will support report generation and additional functionality (i.e., automatic notifications to staff, correspondence tracking, etc.) in preparation for a member portal, and integration of all internal systems.

Moved: Hess

Seconded: Jones

Amended later in
the meeting

Amendment: I move to amend the motion to insert the words "limited to" in place of "with" and insert after the word "Services" insert "Maintenance and Finance."

Moved: Kapfer

Seconded: Jones

Carried: 5-3

Nay: Hess, James, Skolnik

Motion as Amended: I move that the Board direct the Manager to establish a baseline database limited to Member Services, Maintenance and Finance information by September 30, 2018. This system will support report generation and additional functionality (i.e., automatic notifications to staff, correspondence tracking, etc.) in preparation for a member portal, and integration of all internal systems.

Moved: Hess

Seconded: Jones

Carried: 7-1

Opposed: James

Motion #4: I move that the Board direct the Manager to recommend a revised corporate record retention policy by October 31, 2018, that specifies what is legally required to be retained, what should be retained for historical purposes, and what should be disposed of.

Moved: Hess

Seconded: Jones

Carried: 8-0

Motion #5: I move that the Board of Directors authorize the Manager to undertake a business analysis for each GHI department by March 31, 2019 to identify business requirements for system upgrades, information technology gaps in existing workflows, and proposed solutions.

Moved: Hess

Seconded: Seely

Carried: 8-0

6d. Charter and Statement of Purpose for the Ad Hoc Task Force on Existing Windows and Doors

Several members may request to keep their existing doors and windows instead of having them replaced during the Homes Improvement Program. The Board therefore established an ‘Ad Hoc Task Force on Existing Doors and Windows’ in 2016 to review such requests and decide whether those members should be exempted from having their doors and windows replaced during the HIP.

A new Task Force will be re-established this year. The Board should review the charter and decide whether any revisions should be made.

Motion: I move that the Board of Directors adopt the charter and statement of purpose for the 2018 Ad Hoc Task Force on Existing Doors and Windows as presented on February 1, 2018.

Moved: Hess

Seconded: McFadden

Amended and
carried by a later
vote

Amendment: I move to amend the motion to replace “as presented” with “as revised”.

Moved: James

Seconded: Jones

Carried: 8-0

Final Motion: I move that the Board of Directors adopt the charter and statement of purpose for the 2018 Ad Hoc Task Force on Existing Doors and Windows as revised on February 1, 2018.

Moved: Hess

Seconded: McFadden

Carried: 8-0

6e. Tree Planting Proposal from the Metropolitan Council of Governments

An e-mail from Mr. Aubin Maynard, an Environmental Planner with the Metropolitan Washington Council of Governments, who is offering a tree planting proposal to GHI. The plan entails planting up to 250 trees over a ¼ to 1 acre area, during the spring or fall of this year.

Motion: I move that the Board of Directors direct the Woodlands Committee to review the tree planting proposal from the Metropolitan Washington Council of Governments and recommend the following by February 28, 2018:

a) Whether GHI should accept the proposal?

b) If the proposal is acceptable, in which location(s) the trees should be planted?

c) Any other pertinent recommendations.

Moved: Hess

Seconded: Kapfer

Carried: 8-0

6f. Request Member Outreach Committee to Undertake a Membership Survey

The Board's current 12-month action plan states that the Member Outreach Committee should conduct an annual membership survey to collect input, for the purpose of improving GHI's operations.

Motion: I move that the Board of Directors direct the Member Outreach Committee to conduct a member survey during 2018 that collects member input for the purpose of improving GHI's operations. Further, I move that the Member Outreach Committee prepare and submit a member survey form to the Board of Directors for its review by June 30, 2018.

Moved: Brodd

Seconded: Hess

Carried: 8-0

6g. Auditor's Comments re: Attorney's Opinion about the Fiduciary Standard that the Investment Committee is Required to Meet

GHI's attorney's opinion about the fiduciary standard that the Investment Committee is required to meet with respect to investments. The Board discussed the attorney's opinion last November 15 and requested the Manager to obtain our External Auditor's viewpoint about the attorney's opinion. Staff contacted Mr. Brian Dahlk of Wegner CPAS whose response is in attachment #8b.

The Board discussed Item 6g briefly.

7. Item of Information7a. Board 12 Month Action Plan and Committee Task List7b. Monthly GHI and City Calendars7c. President's Items

Skolnik mentioned that the CAI Luncheon would be held on Friday February 9.

7d. Board Members' Items

Brodd mentioned that the Member Outreach Committee would not meet on February 14. McFadden mentioned that the Addition Maintenance Program Task Force would resume on March 7.

7e. Audit Committee's Items7f. Manager's Items

Ralph mentioned that he received correspondence from Congressman Steny Hoyer on behalf of the member at 6-J Hillside Road concerning WSSC not moving pipes in the member's yard. Ralph also, mentioned that the Chief of Staff for WSSC Manager invited GHI's President and General Manager to a meeting to discuss how to move forward on the pipe replacement project in the masonry homes.

Motion: To adjourn.

Moved: Hess

Seconded: Kapfer

Carried: 8-0

The meeting adjourned at 9:46 p.m.

Ed James
Secretary