

**NOTICE OF MEETING AND AGENDA**  
**GHI BOARD OF DIRECTORS**  
**OPEN MEETING**

*Starts at 7:45 p.m.*

**Thursday, December 1, 2022**

VIRTUAL ZOOM MEETING ROOM  
Members & Visitors may attend remotely.

**1. Approval of Agenda**

**2. Statements of Closed Meetings**

- a. Statement of Closed Meeting of the Board of Directors Held on November 17, 2022 (Attachment #1a)
- b. Statement of Closed Meeting of the Transition and Search Committee's Consultant Selection Subcommittee Held on November 22, 2022 (Attachment #1b)
- c. Statement of Closed Meeting of the Board of Directors Held on December 1, 2022 (Attachment #1c)

**3. Visitors and Members (Comment Period)**

**4. Approval of Membership Applications**

**5. Committee Reports**

**6. For Discussion/Action**

- a. Approve Minutes of the Open Meeting Held on October 20, 2022 – (Attachment #2) 2 Minutes Discussion/Action
- b. Update re: 2023 Property and Business Owner's Insurance Coverage for GHI 30 Minutes Discussion
- c. Motion to Hold a Closed Meeting on December 15, 2022 2 Minutes Discussion/Action

**7. Items of Information**

- a. President's Items
- b. Board Members' Items
- c. Audit Committee's Items
- d. Manager's Items

Ed James  
Secretary

**NOTE: AT 10:15 P.M., THE BOARD MAY IMMEDIATELY MOVE TO ITEM 7, EVEN IF DISCUSSION OF THE PRECEDING AGENDA ITEMS HAVE NOT BEEN COMPLETED.**



# GREENBELT HOMES, INC.

HAMILTON PLACE, GREENBELT, MARYLAND 20770

Area Code (301) 474-4161 Fax (301) 474-4006



## MANAGER'S MEMORANDUM

TO: GHI Board of Directors  
FROM: Eldon Ralph, General Manager *Eldon Ralph*  
DATE: November 23, 2022  
SUBJECT: Items for the **GHI OPEN** Board Meeting on December 1, 2022

### GHI Open Meeting

6a. Approve Minutes of the Open Meeting Held on October 20, 2022 – (Attachment #2)

**Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on October 20, 2022 (as presented/as revised).**

6b. Update re: 2023 Property and Business Owner's Insurance Coverage for GHI

Ms. Theresa Melson, a Vice president with USI Insurance Services LLC. (GHI's Insurance Broker) will attend the Board meeting to provide a comprehensive update of the current insurance marketplace and efforts that USI is making to obtain competitive premium quotes for GHI's 2023 Property and Business Insurance policies. USI anticipates submitting a final proposal to the Board by December 15, 2022.

6c. Motion to Hold a Closed Meeting on December 15, 2022

**Motion: I move to hold a closed meeting of the Board of Directors at 7:00 pm on December 15, 2022.**

Statement of Closed Meeting of the Board of Directors Held on November 17, 2022

GHI's Board of Directors held a closed meeting at 7:00 pm on November 17, 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 a Closed Meeting Held on October 6, 2022	(vii)
2. Request to Allow Non-members to Temporarily Reside in a GHI Unit	(iv)
3. Complaint Matter	(iv)
4. Request by a Member to Assign Their Unit to GHI	(iv)

A motion to hold the closed meeting was approved during the open meeting of November 3, 2022, by Directors Bilyeu, Brodd, Hess, James, Lambert, Luly, McKinley, Mortimer, and Whipple.

Statement of Closed Meeting of the Transition and Search Committee's Consultant Selection Subcommittee Held on November 22, 2022

The Consultant Selection Subcommittee held a closed meeting at 7:20 pm on November 22, 2022, via internet audio/video conference to discuss the selection of a consultant to aid in the general manager transition and search.

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

The motion to hold the meeting was approved by a 4-0 vote of the Consultant Selection Subcommittee during an open meeting on November 22, 2022.

Statement of Closed Meeting of the Board of Directors Held on December 1, 2022

GHI's Board of Directors held a closed meeting at 7:00 pm on December 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. Approve Minutes of a Closed Meeting Held on October 20, 2022	(vii)
2. Member Financial Matters	(viii)
3. Request by the Personal Representative of a Deceased Member's Estate to Assign a Unit to GHI	(iv)
4. Consider Approval of the Following Contracts: <ul style="list-style-type: none"> <li>• 2023-2025 Custodial Cleaning Contract for the Administration Building</li> <li>• Change Order to 2022 Contract for Parking Lot Repairs</li> <li>• Change Order to Contract for Roof Repairs Due to July 12, 2022 Storm</li> </ul>	(vi)

The Board of Directors approved the following contracts during the meeting:

1. A contract with Women Builders Group to provide cleaning services for the GHI Administration Building at costs in the following amounts:

First year (January 1, 2023 to December 31, 2023)	\$31,748.16 plus 5% for contingencies, for a total not to exceed \$33,335.57.
Second year (January 1, 2024 to December 31, 2024)	\$32,700.60 plus 5% for contingencies, for a total not to exceed \$34,335.63.
Third year (January 1, 2025 to December 31, 2025)	\$33,681.63 plus 5% for contingencies, for a total not to exceed \$35,365.71.

2. Payment of an additional amount of \$5,900 to NVM Contractors Inc. due to a change order to undertake parking lot repairs at 4 additional sites, resulting in a total contract cost of \$73,000 for parking lot repairs in 2022 at a total of 36 sites.
3. Payment of an additional amount of \$5,758 to Reliable Roofers Inc. resulting from a change order to repair roofs and gutters of GHI units that were damaged during the storm event on July 12, 2022, for a total contract cost of \$51,578.

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

Draft GHI Board of Directors  
**Open Meeting**  
**(Virtual Zoom)**  
**October 20, 2022**  
**Starts After GDC Open Meeting**

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

Excused Absences:

Others in Attendance:

Joe Perry, Director of Finance  
Bruce Mangum, Contract Processor  
Jim Morris, Director of Maintenance  
Deanna Washington, Director of Member Services  
Thomas Williams, Director of Technical Services  
Everett Hitcher, Director of Human Resources  
Peter May, Program Administrator  
Dave Benack, Audit Committee  
Bill Jones, Audit Committee Chair  
Grace Fisher, Audit Committee  
Stephen Holland, 56-E Ridge Road  
Molly Lester, 6-M Hillside Road  
Susan Cahill, 7-A Hillside Road  
Lawrence Hawkins, Visitor  
Barbara Stevens, 10-V Southway  
Peter and Marcia Aleksiewicz, 33-V Ridge Road  
James Parsons, 14-V5 Ridge Road  
Thomas Doggett, 43-E Ridge Road  
Scott Legendre, 2-M Eastway  
Ben Fischler, 14-V4 Ridge Road  
Lori Dominick, 19-M Hillside  
Stephanie Warner, 14-N Laurel Hill Road  
Catherine Plaisant, 8-G Laurel Hill Road  
Malcolm Moody, Visitor  
Henry Haslinger, 4-A Ridge Road  
Tom Taylor, 11-G Laurel Hill Road

President Brodd called the meeting to order at 8:05 pm.

1. Approval of Agenda

**Motion: To approve the agenda, as presented.**

Moved: James

Seconded: Hess

Carried: 9-0

2. Statement of a Closed Meeting of the Board of Directors Held on October 20, 2022 (Attachment #1)

Statement unavailable due to the Closed Meeting being in recess. A statement will be presented at a future meeting in accordance with State law.

3. Visitors and Members (Comment Period)

Peter and Marcia Aleksiewicz, 33-V Ridge Road, asked if they could have an outdoor electrical outlet to allow for their Christmas light display. President Brodd advised the members they could reach out to Technical Services regarding permit requests for the work. However, a member indicated that financial resources were not available for permit work.

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:**

- **Margaret E. Fatovic, Sole Owner, 1-D Gardenway;**
- **Elizabeth F. Perkinson, Sole Owner, 1-A Plateau Place;**
- **Leah M. DiCiesare, Louise R. Hartford, Joint Tenants, 14-K Ridge Road;**
- **Peter M. Hague, Elizabeth N. Barnes, Joint Tenants, 2-D Southway.**

Moved: James

Seconded: Hess

Carried: 9-0

5. Committee Reports

Vice President McKinley reported that the Buildings Committee Chair, Joe Ralbovsky, submitted the participation responses from the pipe replacement and refurbishment pilot study survey that were received.

Vice President McKinley reported that the Storm Water Management Subcommittee is working hard on the policy for the use of semi-pervious material for GHI sidewalks and parking lots.

Director Mortimer reminded members to join the Bicycle Committee on October 29, 2022 from 1-3 pm to discuss biking improvements to Greenbelt Road.

6. For Action or Discussion

6a. Approve Minutes of the Open Meeting Held on September 1, 2022 (Attachment #2)

**Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on September 1, 2022 as presented.**

Moved: James

Seconded: Hess

Carried: 9-0

6b. Request for an Exception by the Member of 14-V5 Ridge Road to Install a 10'x10' shed (Attachment # 3)

Mr. James Parsons, the member of 14-V5 Ridge Road, desired to install a 10' x 10' shed in his yard. Since the unit has an attic, this permit request (Attachment #3) required an exception to GHI Rule IX. Storage Shelters – Sheds C. 2. which states:

*A shed shall not exceed 80 square feet, except that a shed for a multi- bedroom unit with neither an attic nor an attached garage shall not exceed 100 square feet.*

During its October 3, 2022 meeting, the Architectural Review Committee voted 3-1-0 in favor of recommending that the Board grant an exception to allow the member to install the 10' x 10' shed.

**Motion: I move that the Board of Directors grant an exception to GHI Rule IX. Storage Shelters – Sheds C. 2, thereby allowing the member to install a 10'x10' shed in the yard of the unit.**

Moved: James  
Opposed: Hess

Seconded: Luly

Carried: 8-1

6c. Proposal to Obtain a Grant for Remediating Erosion Problems in Storm Water Channels of GHI's Woodlands (Attachments #4a-4b)

Dr. Peter May, GHI's Administrator for Storm Water Management/Green Infrastructure had been working with Underwood and Associates (U&A), a restoration design firm, on developing a proposal (Attachment #4a) for a \$2 million grant from the Maryland DNR Chesapeake Bay Grants, for the purpose of mitigating severe erosion of storm water channels in GHI's woodlands.

Attachment #4b is a memorandum from the Woodlands Committee which expressed concern that the proposal from Technical Services to attempt to mitigate erosion of storm water channels in the GHI Woodlands was proceeding without the opportunity for appropriate consultation with GHI members or with the Board.

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors direct the Storm Water Management Subcommittee and Woodlands Committee to review the Storm Water Mitigation Proposal**



**from the Technical Services staff and the issues that the Woodlands Committee has raised and to recommend the next steps that should be taken.**

Moved: Hess

Seconded: Whipple

Carried: 9-0

6d. Transition and Search Committee's Charge (Attachment #5)

The Board has established a Transition and Search Committee to search for qualified candidates for the General Manager position, due to the current Manager retiring with effect from February 28, 2023.

Attachment #5 is a sample charge for the Committee, extracted from the Manager Succession Policy that the Board approved in 2020.

This item is on the agenda for the Board to direct the Transition and Search Committee to review the sample charge and recommend a charge for the Committee that should be adopted.

**Motion: I move that the Board of Directors direct the Transition and Search Committee to review the sample charge for a Transition and Search Committee in GHI's Manager Succession Policy and recommend a charge for the Committee by November 9, 2022, that should be approved by the Board.**

Moved: Hess

Seconded: McKinley

Carried: 9-0

6e. Review 2022 2nd Quarter Financial Statements (Attachment #6)

GHI's 2022 second quarter financial statements were submitted as Attachment #6 for review. Joe Perry, GHI's Finance Director, presented them during the Board meeting.

This item is on the agenda for discussion and action.

Director of Finance Joe Perry presented the report and answered questions.

6f. Establish a Task Force to Recommend Revisions to GHI's Complaint Procedures

On September 29, 2022, the Board held a work session to discuss revised Member Complaint Procedures that GHI's Attorney Joe Douglass proposed as well as comments from twelve (12) members regarding those proposed revisions.

This item is on the agenda for the Board to consider establishing a Task Force to recommend revisions to GHI's Complaint Procedures based on input received from Mr. Douglass and members.

**Motion: I recommend that the Board of Directors establish a Task Force to recommend revisions by June 30, 2023, that should be made to GHI's Complaint Procedures, taking into account the revisions that Attorney Douglass proposed as well as comments that members submitted regarding those proposed revisions.**

Moved: Hess

Seconded: Mortimer

Carried: 9-0

6g. Select Date for a Special Membership Meeting

In accordance with GHI Bylaws, Section VIII. §11. Financial Regulations. Paragraph d, the Board should consider holding a special membership meeting to obtain membership approvals for 3-year tree maintenance and landscape maintenance contracts, covering the period 2023 to 2025. Each contract will cost more than \$40,000 per year and their aggregate costs will exceed \$400,000.

GHI Bylaws, Section VIII. §11. Financial Regulations. Paragraph d. states as follows:

*The total aggregate costs of the following multiyear contracts shall not exceed \$400,000 at any one time: (i) every outstanding multiyear contract costing more than \$40,000 per year, without regard to the total duration of the contract, and (ii) every outstanding multiyear contract costing \$40,000 or less per year, if such contract runs for a period of more than five years. The \$400,000 aggregate limit shall not apply to the following contracts:*

- 1) *Contracts for which the purpose and amount shall be approved at a membership meeting by a two-thirds vote;*
- 2) *Contracts with respect to borrowing money, mortgages, and mortgage notes;*
- 3) *Contract for insurance with a one-year cancellation clause;*
- 4) *Contracts relating to assignments now or hereafter made by members of their Mutual Ownership Contracts; or*
- 5) *Contracts relating to matters connected with loans to members”.*

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors select December 8, 2022 as the date for a virtual special membership meeting to seek membership approvals of multi-year contracts for tree maintenance and landscape maintenance for the period 2023 to 2025.**

Moved: Hess

Seconded: McKinley

Carried: 9-0

6h. Select a Date for a Work Session with the Record Retention Task Force

In its report to the Board dated December 12, 2017, an Integrated IT Task Force recommended that the Board should revisit GHI's corporate Record Retention Policy to determine what is legally required to be retained, what should be retained for historical purposes, and what should be disposed of.

On February 21, 2019, the Board reviewed a draft Record Retention Policy that staff prepared and directed that it be forwarded to the membership for comment over a period of thirty (30)

days. After reviewing the member comments, the Board established a Record Retention Task Force to undertake the following tasks:

- a. With staff's participation, identify and prepare a list of historical records that should be preserved.
- b. Review the draft retention policy that staff prepared and recommend specific changes that should be made.
- c. Recommend where and how historical records should be retained.

The Record Retention Task Force wished to schedule a work session with the Board to review the Record Retention Policy that it revised.

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors hold a work session with the Record Retention Task Force on January 26, 2023, to review the draft Record Retention Policy that the Task Force revised.**

Moved: James

Seconded: Mortimer

Carried: 9-0

6i. Motion to Hold a Closed Meeting on November 3, 2022

**Motion: I move to hold a Closed Meeting of the Board of Directors at 7:00 pm on November 3, 2022.**

Moved: James

Seconded: McKinley

Carried: 9-0

7. Items of Information

7a. President's Items

President Brodd reminded members of the upcoming worksession on October 24, 2022 to discuss the progress on the Member Handbook with the Member Handbook and Board Policies Standardization Task Force.

President Brodd advised that he would not be present for the Formal Hearing scheduled for October 27, 2022, so Vice President McKinley would serve as Chair in his absence.

7b. Board Members' Items

Vice President McKinley expressed her excitement in seeing the progress of the handbook during the upcoming worksession.

Secretary James asked the Board to plan time to consider how to handle the future of the Long-Range Planning Committee.

Director Lambert advised she would be reaching out to try to revive the Member Outreach Committee.

7c. Audit Committee's Items

None

7d. Manager's Items

None

**Motion: To adjourn.**

Moved: Hess

Seconded: Mortimer

Carried: 9-0

The meeting adjourned at 8:56 pm.

Ed James  
Secretary