## NOTICE OF ANNUAL MEMBERSHIP MEETING

## Greenbelt Homes, Inc.

Thursday
May 12, 2022
7:30 pm

## Greenbelt Youth Center Auditorium/Virtual Via Zoom

In accordance with ARTICLE IV, Section 5 of the GHI Bylaws, you are hereby notified that if the above membership meeting is not held because of the absence of a quorum, a further meeting may be called for the same purpose, such further meeting to proceed even in the absence of a quorum, as authorized by Section 5-206 of the Corporations and Associations Article of the Annotated Code of Maryland as follows:

- (a) <u>Calling of additional meeting.</u> If the number of members present at a properly called meeting of the members of a non-stock corporation is insufficient to approve a proposed action, another meeting of the members may be called for the same purpose if:
  - (1) The notice of the meeting stated that the procedure authorized by this section might be invoked; and
  - (2) By majority vote, the members present in person or by proxy call for the additional meeting.
- (b) Notice of additional meeting. Fifteen days' notice of the time, place, and purpose of the additional meeting shall be given by advertisement in a newspaper published in the county where the principal office of the corporation is located. The notice shall contain the quorum and voting provisions of subsection (c) of the section.
- (c) Quorum and voting requirements at additional meeting At the additional meeting, the members present in person or by proxy constitute a quorum. A majority of the members present or by proxy may approve or authorize the proposed action at the additional meeting and may take any other action which could have been taken at the original meeting if a sufficient number of members present had been present. (An. Code 1957, art.23, sec. 135; 1975, ch. 311, sec. 2).

Ed James Secretary



## 2022 ANNUAL MEMBERSHIP MEETING May 12, 2022

7:30 pm

### **MEETING LOCATIONS:**

- 1. A virtual Zoom meeting for members to participate remotely via computer or smartphone.
- 2. An in-person meeting option at Greenbelt Youth Center Gymnasium located at 99 Centerway, Greenbelt, MD 20770.

## **AGENDA**

- 1. Issuance of voting cards beginning at 7:00 pm (only for members physically attending the meeting at the Greenbelt Youth Center) \*.
- 2. Proof of due notice of meeting.
- 3. Certification of presence of a quorum.
- 4. Approval of agenda.
- 5. Action on minutes for the Annual Meeting held on May 11, 2021
- 6. Reports of Officers, Directors, and elected committee (refer to Annual Report).
- 7. Presentation of Candidates.
- 8. Nomination and Election of the Nominations and Elections Committee.
- 9. Old Business.
- 10. New Business:
  - Proposal to amend Bylaw provisions as outlined in the attachment to this agenda.
- 11. Good and Welfare.
  - a. Announcements and Comments.
  - b. Prizes for attending the meeting:
    - i. Three certificates toward co-op fees \$100 each.
    - ii. Four gift certificates to the Co-op Supermarket \$25 each.
    - iii. Five gift certificates to the New Deal Café \$20 each.
- 12. Recess.

Ed James Secretary

\* Registration for persons attending the meeting at the Greenbelt Youth Center will be alphabetical by last name. Where two or more persons hold a membership together and their last names differ, the registration lists will first show the name of the first person on the Mutual Ownership Contract (MOC). Example: The membership is held jointly by Pamela Arcadia and Joe Zenith. Joe Zenith's name is shown first on the MOC. Pamela Arcadia would therefore register at the table displaying the letter "Z".

### Agenda Item 10 - New Business - Proposal to Amend Bylaw Provisions

Below are four motions offered by the Board of Directors for amendments to the bylaws with supporting rationales.

Motion #1: I move that the GHI membership amend GHI Bylaws, Article VIII Financial Regulations; Section 11- Expenditure of Funds and Contracts; Subsection a. as follows, with language removed struck through thusly; and language for inclusion shown in bold underlined font:

• No expenditure in excess of \$7,500 \$15,000 shall be made, nor shall any obligation for the expenditure of more than said amount be incurred, except in pursuance of a motion adopted by the Board of Directors. All motions authorizing said expenditures of money or the incurring of an obligation for said expenditures of money shall state specifically the amounts of expenditures authorized and the specific purpose for which authorized. Sums thus authorized shall be applied solely to the specific objects for which they are made and for no others, except pursuant to a motion subsequently adopted by the Board of Directors. No motion authorizing the expenditure of money in excess of \$100,000 or the incurring of any obligation for the expenditure of money of more than said amount shall be adopted until the same shall have been approved by the Board of Directors at two separate Board meetings on two different days except in emergencies, in which event the approval of two-thirds of the entire Board shall be necessary for adoption.

<u>Rationale</u>: To give the General Manager greater flexibility and efficiency in dealing with budgeted expenditures and contracts that fall between \$7,500 (current limit) and \$15,000 (proposed new limit) and increase the efficiency of the Board of Directors in not having to review these small items.

To allow the Board of Directors to accept contracts between \$15,000 and \$100,000 in one reading, thus saving time and making Board operations more efficient. Contracts involving, for example, repairs to a unit that has been assigned to GHI by a member should not be unnecessarily delayed by two separate readings because it is expensive and inconvenient for both GHI and the member.

Motion #2: I move that the GHI membership amend GHI Bylaws, Article III Membership; Section 3 – Privileges of Members as follows, with language removed struck through thusly; and language for inclusion shown in bold underlined font:

Members of the Corporation shall be permitted to attend meetings of the Board of Directors and shall be excluded from such meetings only if the Board, by a three-fourths two-thirds vote of the Board members in attendance at an open meeting at which a quorum of the Board is present, should decide to enter into an executive session hold a closed meeting, in accordance with the Maryland Cooperative Housing Corporation Act. Any consideration of contracts in Executive Session a closed meeting requires prior public announcement of the nature and scope of the contracts by printed and electronic means as soon as practicable. The Board shall not make policy decisions in Executive Session a closed meeting, but may decide in such sessions, matters affecting individual members, employees, pending litigation, or contract negotiations. All members of the Corporation shall have the right to inspect and copy the record of the names and addresses of all members of the Corporation at any time during

regular office hours of the Corporation, provided that such member asking to examine and/or copy the list shall sign a statement that the list will not be used for a purpose other than for contacts with members covering business concerning the Corporation. All members of the Corporation shall have the right to inspect and copy the approved minutes of the Board of Directors (excluding minutes of any <u>closed</u> meeting <u>held in executive session</u>) at reasonable times and under reasonable regulations established by the Board of Directors.

<u>Rationale</u>: Change "executive session" to "closed meeting" to bring the terminology in GHI Bylaws into accordance with the Maryland Cooperative Housing Corporation Act and use a term more easily understood by members.

Motion #3: I move that the GHI membership amend GHI Bylaws, Article VII Committees; Section 2 – Audit Committee; Subsection c. as follows, with language removed struck through thusly; and language for inclusion shown in **bold underlined** font:

The Audit Committee may make such reports and recommendations to the Board of Directors and to the membership of the Corporation as it may deem appropriate, and shall make an annual report to the membership of the Corporation concerning its findings, and its operations throughout the year, and such report shall contain an accounting of all Audit Committee expenditures throughout the year. Majority recommendations or reports made to the Board shall be placed on the Agenda for an upcoming Board meeting within three (3) months. Reports to the membership other than at the regular annual meeting of the members of the Corporation shall be mailed or delivered no later than thirty days after presentation to the secretary or to the business office of the Corporation. Vacancies on the Committee shall be filled by the remaining membership of the Committee, after notice of the vacancies is publicized by the Audit Committee and a two week period is provided for submission of suggested names of candidates to the Committee. Members of the Audit Committee shall have the right to attend all regular and special meetings of the Board of Directors of GHI and all subsidiary corporations, including executive sessions closed meetings, and shall be furnished with copies of all minutes. They shall also be given access to all books and records of the Corporation. The Audit Committee shall have the right to consult with the Corporation attorneys and auditors and shall be furnished with available clerical assistance. An annual appropriation for the Audit Committee in the amount of \$7,500 shall be included in the operating budget of the Corporation and the Audit Committee shall be authorized to engage legal, accounting, tax, or other consultants or clerical assistants as may be required to facilitate the work of the Committee up to the total amount of the appropriation. The appropriation shall also cover the reimbursement to members of the Committee for the actual expenses incurred by them in behalf of or for the benefit of the Corporation, provided that prior authorization is given by the Committee for such expenditure. Should additional funds be found necessary, the Audit Committee may request, and the Board of Directors may grant, additional funds. The members of the Audit Committee shall be compensated in such amount as the members of the Corporation shall direct.

<u>Rationale</u>: Change "executive sessions" to "closed meetings" to bring the terminology in GHI Bylaws into accordance with the Maryland Cooperative Housing Corporation Act and use a term more easily understood by members.

Motion #4: I move that the GHI membership amend GHI Bylaws, Article V Directors; Section 5 Meetings as follows, with language removed struck through thusly; and language for inclusion shown in **bold underlined** font:

• The Board shall hold regular meetings at least twice monthly except during the months of June, July, and August, when it shall meet at least monthly. Special meetings of the Board shall be held within five days but not less than three days after call by the president or upon written request by at least two Board members to the secretary. The secretary shall mail or deliver written notice of regular and special Board meetings to each director of the Corporation at least three and not more than ten days prior to each such meeting, provided, however, that if every member of the Board shall waive his or her right to due notice of meeting, a special meeting may be called for any time. Notice of each special meeting shall state the object of the meeting, and no business other than that specified in the notice shall be transacted. A majority of the Board shall constitute a quorum at any Board meeting. Except with respect to expenditures and contracts (provided for in Section 11 of Article VIII), no item of business shall be finally acted on at a meeting at which it is first introduced if at least two directors of the Corporation request that final action be postponed until the next meeting.

<u>Rationale</u>: To reflect the reality that the Board of Directors has for years met at two regular Board meetings during the summer months.

#### GHI VIRTUAL/IN-PERSON ANNUAL MEMBERSHIP MEETING INFORMATION

Greenbelt Homes, Inc. is excited to host our hybrid, virtual and in-person, 2022 Annual Membership Meeting on Thursday, May 12, 2022, at 7:30 pm via Zoom, and at the Greenbelt Youth Center located at 99 Centerway Drive, Greenbelt Md. This means that we will have two forms of the meeting available to members! We are holding a hybrid meeting to ensure consideration for members who do not yet feel comfortable with relaxed COVID-19 protocols.

Members are strongly encouraged to attend the virtual meeting; if possible. For the virtual meeting, you will use the Zoom meeting platform (accessible via any smartphone or computer with an internet connection) and can view a live video feed of speakers, as well as any presentation slides, right on your screen. If you do not have access to a computer or smartphone, you may dial into the audio for this meeting; however, this option will not allow for live voting on the platform.

The in-person meeting at the Greenbelt Youth Center Auditorium is for those members who do not have access to a computer, a smartphone, or an internet connection.

Learn more by reviewing the important information fact sheet below and responses to frequently asked questions.

#### IMPORTANT INFORMATION

#### **VIRTUAL MEETING**

- Thursday, May 12, 2022, at 7:30 pm Platform opens at 7:00 pm.
- If you are not familiar with Zoom, please join at 7pm to become familiar with Zoom meeting controls.

#### IN-PERSON MEETING: Greenbelt Youth Center

- Thursday, May 12, 2022, at 7:30 pm Doors open at 7:00 pm.
- Requires advance registration and only members listed on the Mutual Ownership Contract may attend.
- Attendance conditions are subject to change with limited notice based on updated state and local COVID guidelines
- Attendees may choose to wear masks and are encouraged to adhere to the CDC's COVID guidelines.
- Attendees are asked to turn off their cellular or smart device's Wi-Fi to prevent interference with the meeting's internet speed/connection.

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### FREQUENTLY ASKED QUESTIONS

#### REGISTRATION

## How do I register and access the virtual meeting?

The virtual meeting will be broadcast using a Zoom webinar presented by GetQuorum, the company GHI hired to host the virtual meeting. In order to participate in the meeting, you must have the Zoom desktop or smartphone application. This application is available for most computers, tablets, and smartphones. If you participate in other meetings using Zoom, you already have this application. Installation is simple and only takes a single click and a few minutes to complete. Please visit <a href="https://zoom.us/test">https://zoom.us/test</a> to conduct a test run once you have installed the Zoom application.

In order for you to participate in the virtual meeting, **GHI must have your email address**. Everyone who received notification for the 2022 Annual Meeting or has responded to recent requests to provide your email, will automatically be registered. GetQuorum will send advance email notifications enabling members to confirm we have your correct email address. If you do not receive an email message from GetQuorum by April 25, 2022, please contact the GHI office to update your email addresses. GetQuorum will send you a registration link several days before the annual meeting. To attend the meeting virtually, you must register online using the link sent in the notice emailed to you. After registering, you will receive an email with instructions on how to join the meeting webcast, including the access link to join the Zoom virtual meeting.

The following members will be ineligible to participate in the virtual meeting:

- a. A member who designates another member as their proxy;
- b. A member who submits an application for an absentee ballot; or,
- c. A member who registers to attend the annual membership meeting in person.

Please note that if you dial into the meeting by telephone, you will not be able to participate in live voting.

#### What will my virtual meeting registration include?

Your virtual meeting registration will give you access to the notice of the meeting, agenda, voting topics, and additional information related to attending the meeting virtually. If you have any questions regarding the virtual meeting, please call Christine Gyemfi or Deanna Washington in the Member Services Department Office at 301-474-4161, ext. 1140 or 1138 or send an email to cgyemfi@ghi.coop or dwashington@ghi.coop.

#### How do I register for the in-person meeting?

To register for the in-person meeting, please complete the registration form included in your packet of annual meeting materials and submit it to GHI's Member Services Department at 1 Hamilton Place, Greenbelt.

#### **MEETING PROCEDURES**

How do I prepare for the virtual meeting and become familiar with the meeting controls? To prepare you for this meeting, GetQuorum will send information to your email address(es) regarding how to raise your hand to ask questions, vote, use the chat function, etc., no later than two weeks prior to the meeting. You will also receive reminder emails regarding registering for the meeting. It is very important to become familiar with the Zoom controls prior to the meeting. Members who dial in via telephone will only be able to listen to the meeting and not participate in live voting.

#### How will the in-person meeting be setup?

Registered participants and meeting facilitators will enter/exit through the back door of the gymnasium at the Greenbelt Youth Center. Face masks that fully cover the nose and mouth are encouraged for everyone entering the facility. Recording of your contact information is required upon entry. Seats will be at a minimum of 6 feet apart. Restrooms will be available. The main entrance door to the gymnasium will be closed and only used in case of an emergency.

### How will voting take place during the meeting?

Live voting will take place on items such as approval of minutes for the 2021 Annual Meeting, election of members to the Nominations and Elections Committee, and proposal to amend Bylaw provisions.

Virtual meeting participants will see a polling window pop up on the screen of your computer or smartphone which will allow you to register your choice of vote. Once polling on an item is closed, GetQuorum will report the results to the GHI Board President who will be the chair of the annual meeting.

The virtual meeting may also include online voting using a link emailed to each member, with a period of time during the meeting for members to cast votes.

Members attending the in-person meeting will be issued voting cards upon arrival at the meeting. Polling at the in-person meeting will be done by a "show of cards" vote. Members of the Nominations and Elections Committee will count the votes and report the tally to the GHI Board President.

The Board President will add the votes received from the virtual and in-person meetings and announce the results to the audience.

#### Will the meeting be recorded?

Yes. GetQuorum, the virtual meeting host, will provide GHI a recording of the meeting within 48 hours after it recesses.

## What if I do not receive my meeting registration email from GetQuorum?

If you do not receive a meeting registration email from GetQuorum, it may be due to one of the following reasons:

- 1. The registration email was directed to a spam/junk folder in your email account.
  - a. Please make notices@getquorum.com a trusted email source from your personal email account and check your spam or junk folder.
- 2. GHI does not have your updated or correct email address.
  - a. Please submit an updated <u>Member Information Update & Emergency Contacts</u> form on GHI's website (Contact Us>Online Forms>Member Information Update & Emergency Contacts) or submit a paper form, which is included in your Annual Meeting Packet. GHI staff will update this information immediately and send GetQuorum a notice of the updated information.

After 5:00 PM Friday May 6<sup>th</sup>, any member needing to update their contact information should complete an updated Member Information Update & Emergency Contacts Form (online or inperson) and send an email with your name and address to <a href="mailto:dwashington@ghi.coop">dwashington@ghi.coop</a>. The Member Services Department will acknowledge receipt of the email and send GetQuorum a notice of the updated information. Also, any member needing to contact GHI after 5:00 PM May 6<sup>th</sup> because they did not receive the GetQuorum registration email should send a message to <a href="mailto:dwashington@ghi.coop">dwashington@ghi.coop</a>.

## Will there be a Sign Language Interpreter at the meeting?

Yes. GHI has contracted with a sign language interpreter at the meeting, who will participate virtually. In addition, automated closed captioning will be available to online participants.

#### **VOTING AFTER THE ANNUAL MEMBERSHIP MEETING RECESSES**

# How will the election of members to the Audit Committee and the Board of Directors be conducted?

After the annual meeting completes its business and goes into recess, GetQuorum will email a voting link to each member to cast an online ballot in the election for Audit Committee and Board of Directors. Online voting will be available from the time the annual meeting recesses on Thursday night until noon Friday, May 13, 2022.

Members attending the in-person meeting will be able to cast ballots at the Greenbelt Youth Center immediately after the annual meeting recesses.

On Friday, May 13, 2022, in-person voting will also be conducted outside the GHI Management Office from 4.00 pm to 8.00 pm. All members casting ballots in person are welcome to wear a face mask and are encouraged to adhere to the CDC's COVID guidelines. The following members will be ineligible to vote during this time:

- 1. A member who has designated another member as their proxy; 2. A member who has submitted an application for an absentee ballot; or,
- 3. A member who has voted online.

The Nominations & Elections Committee has made the following arrangements to enable members to cast ballots in-person with minimal social contact:

- 1. **Absentee Ballots:** Members can receive an absentee ballot by obtaining an application from the GHI office May 6<sup>th</sup> May 10<sup>th</sup> and returning it to the Director of Member Services at the GHI Management office by 5pm Tuesday May 10<sup>th</sup>.
- 2. Proxies: Members can designate a proxy to vote on their behalf for the annual meeting and election by obtaining an official proxy form from the GHI management office or the Board Secretary Ed James (56-D Crescent Road). Members must return their proxy to the GHI office by 5 pm Friday, May 6<sup>th</sup> or by 5 pm Saturday, May 7<sup>th</sup> to Secretary Ed James. Note that a member can carry no more than one proxy.

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## Virtual Meeting Attendee User Guide

You are invited to the Greenbelt Homes Inc. Virtual Meeting which will be broadcast using a Zoom Webinar hosted by GetQuorum, a company specializing in corporate governance services and electronic voting.

## Attend using the Zoom App

To attend the meeting via the application, you must register online via the button sent in the notice emailed to you.

- 1. Install the Zoom application for your computer at <a href="https://zoom.us/download">https://zoom.us/download</a>
- 2. Click on download under "Zoom Client for Meetings"
- 3. Please visit <a href="https://zoom.us/test">https://zoom.us/test</a> to conduct a test run once you have installed the Zoom application.
- 4. On your cell phone or tablet, go to the app store on your device and search "Zoom", then download the app.

## Attend by Dialing-In

If you choose to dial into the meeting you will **not be able to participate in live motions or Q&A**. If you have an email on file with the corporation, you will receive an email with a button to your voting portal and can participate in live voting.

If you will not be able to access your email during the meeting please submit your electronic proxy or paper proxy to your Association's manager before the meeting if you plan to dial into the meeting.

#### Steps to dial-in:

- 1. Dial one of the following numbers:
  - 877-853-5257 (Toll Free) or 855-703-8985 (Toll Free) or 888-475-4499 (Toll Free) or 833-548-0276 (Toll Free) or 833-548-0282 (Toll Free) or 877-853-5257 (Toll Free)
- 2. See this link for more for more specific country numbers : https://zoom.us/zoomconference
- 3. Following the prompt enter the meeting ID: 99657975549, followed by #. The password is 051883.
- 4. If the meeting has not started yet, ignore the prompt to enter the host key, just press # to wait for the meeting to start.



5. You may also be prompted to enter your unique participant ID. Attendees can press # to skip this step as well.

Need assistance prior to the meeting? Please send an email to voters@getquorum.com.

The following pages contain a user guide with instructions on how to participate in a virtual meeting via the zoom app.



## Participating in the Webcast

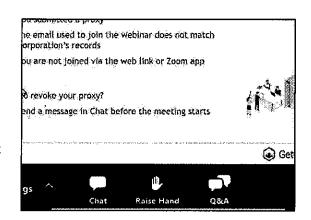
IMPORTANT: As an attendee, you will be UNABLE to unmute your microphone or turn on your webcam. The meeting's host will need to unmute your microphone in order for you to speak.

If you are using a computer, you may find that the meeting is in "full screen mode". To exit full screen mode, press the "Esc" button on your keyboard.

## Participating in the Virtual Meeting

There are buttons located in the control panel at the bottom of your screen. These buttons allow you to do the following:

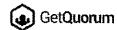
- Raise your hand virtually
- Ask questions of the current speakers via text



## Raising your Hand

To raise your hand virtually, press the "Raise Hand" button in the bottom control panel. One press raises your hand, a second press will lower your hand. The current speaker may ask you to raise your hand for the following reasons:

- When asking for an attendee to "make a motion" (eg. a "MOVER" and "SECONDER")
- When asking for a "show of hands" vote after a motion
- To indicate that you would like to be unmuted to speak during a Q&A session
- To register an objection when the speaker asks for objections
- Or for other purposes in which a hand raise would be utilized



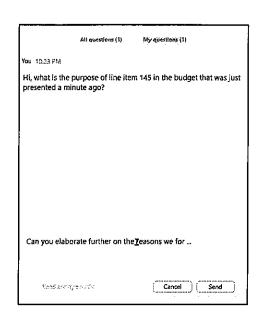
## **Asking Questions and Getting Help**

Press the "Q&A" button in the bottom control panel to open a panel that will allow you to pose questions to the current speaker.

Simply type in your message and press the "Send" button.

The host and speakers will be able to see your question. You can send questions at any time during the meeting, however they may only be answered during certain dedicated Q&A periods.

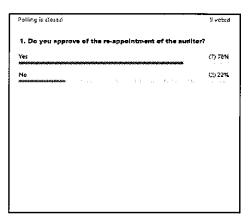
If you require technical assistance during the meeting, you may also use the Q&A box to send a message to the support team on hand.



## Participating in Polls

The current presenter may choose to use polling during the meeting. If a poll is issued, a polling window will popup which allows you to register your choice.

Polling may be used in place of a "show of hands" vote, or simply to take a survey of the audience.



## Participating in Elections

Prior to elections taking place, candidates may be given the opportunity to speak for a specific allotment of time. In order to speak, candidates must have a working microphone or phone audio. Candidates will be individually unmuted when it is their turn to speak.

## **Voting for Candidates**

Voting during the elections will take place during a dedicated voting period. Elections require a secure voting system that generates an audit trail. As such, a separate voting platform will be used during elections.



Approximately 30 minutes prior to your meeting, you will be emailed a link to access the meeting and to your voting portal. The email will be from your Association's Manager and the subject line will be: "Meeting and Voting Portal Link". Please check your spam folder if the email is not in your inbox prior to voting.

Click the GO TO MY MEETING PORTAL button, your voting portal page will automatically refresh when the voting period begins.

After that, it's just a few clicks to complete your vote.

#### To join the meeting:

Click on the button below to be taken to your meeting portal, the connection details will be provided there.

## GO TO MY MEETING PORTAL

The portal will also be used for voting should it be required during the meeting.

IMPORTANT: DO NOT FORWARD OR SHARE THIS EMAIL WITH ANYONE ELSE, DOING SO MAY COMPROMISE YOUR VOTE. THE PORTAL IS UNIQUE TO YOU.

Thanks,

#### **IMPORTANT:**

- You will need the latest version of Chrome, Safari, Edge or Firefox to access the voting portal.
- You must complete your vote within the voting period, otherwise your vote will not be counted. Your voting portal link will be sent to the email on file with your corporation.

#### Have more questions?

Please send an email to voters@getquorum.com.

## **2022 GHI Annual Meeting**

## **In-Person Registration Form**

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## <u>Virtual Attendees – Please Update Your Email Address:</u>

Email	
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## **Important Information**

- Members are strongly encouraged to attend the annual meeting virtually; limited seating is available at the in-person meeting.
- If attending in person, please wear a mask and practice social distancing of at least 6 feet.
- Submit the completed form to GHI's Member Services Department at 1 Hamilton Place,
   Greenbelt or by email to <a href="mailto:msassist@ghi.coop">msassist@ghi.coop</a> as soon as possible.

## Draft Minutes

## Greenbelt Homes Inc.

# Annual Membership Meeting – May 13, 2021 via Zoom / In-person (Community Youth Center)

## 1. <u>Issuance of Voting Cards</u>

Starting at 7:00 pm, voting cards were issued to members attending the meeting in person.

## 2. <u>Proof of Due Notice of Meeting</u>

Secretary Ed James presented a receipt from Neopost certifying that on April 26, 2021 and April 27, 2021, 1,600 pieces of presorted first-class mail with postage prepaid at \$1.60 each, totaling \$2560.00, were delivered by Neopost service to a US Postal Service facility. This constitutes due notice of meeting in accordance with the GHI Bylaws, Article IV Section 4, which requires that notice of meeting shall be "mailed or delivered not less than ten and not more than twenty days before the meeting to each member of record on the Corporation's books as of the date twenty days before the meeting."

## 3. Certification of Presence of a Quorum

Board Secretary Ed James announced that as of 7:25 pm, 140 members had registered signifying that a quorum was present to conduct business.

President Stefan Brodd called the meeting to order at 7:36 pm.

## 4. <u>Approval of Agenda</u>:

Motion: I move approval of the agenda as presented.

Moved: Ed James Seconded: Chuck Hess Carried

56-D Crescent Road 42-D Ridge Road

## 5. Action on Minutes for the Annual Meeting held on October 29, 2020

<u>Motion:</u> I move approval of the Annual Membership Meeting minutes of October 29, 2020, as revised.

Moved: Ed James Seconded: Chuck Hess Carried

56-D Crescent Road 42-D Ridge Road

## 6. Reports of Officers, Directors, and Elected Committees

President Brodd acknowledged outgoing Directors Sue Ready, Steve Skolnik, and Anna Socrates:

"I am confident that all of you join me and expressing gratitude to these Members who have given so much of their time and talents to our Community. Both Sue and Steve served for years as President and Vice President and all three of them have seen it through many challenges, and I thank them all."

President Brodd invited them to address the membership and individual, and all three expressed their thoughts and feelings on their Board experiences.

## 7. Presentation of Candidates

Stefan Brodd thanked the members of the Nominations and Elections Committee for all of their hard work for identifying such an outstanding roster of candidates for elected office.

Stefan Brodd invited the Chair of that Committee Tom Jones to introduce the candidates for the Board of Directors and for the Audit Committee.

Tom Jones introduced the seven candidates running for five two-year terms on the Board of Directors and each gave their presentation to the membership.

### **Board of Directors Candidates:**

Erin Bilyeu Christopher Carbone Chuck Hess Bill Jones Denna Lambert Jason Luly Heather Mortimer

Tom introduced the 3 candidates running for one-year terms on the Audit Committee and each gave their presentation to the membership.

#### **Audit Committee Candidates:**

David Benack Sam Lee Dale Wilding

Tom stated that candidates provided a biographical statement which was published in the May 6 Greenbelt News Review. A copy of that set of statements will also be posted on the GHI website at GHI.coop. He then described the various online and in-person voting options. GetQuorum will provide final results from the online vote, and final vote tallies will be posted at the GHI Office and online at the GHI website.

## 8. Nominations and Elections of the Nominations and Elections Committee

There are five open positions existing on the Nominations and Elections Committee and five members have consented to run for one-year terms between May 2021 and May 2022:

Tom Jones Dan Gillotte Terry Henderson Luisa Robles Joe Ralbovsky

President Brodd quoted from the GHI Bylaws: "If the number of candidates is equal to or fewer than the number of open positions, then the election may be done by acclamation.".

President Brodd stated "I hereby acclaim that candidates for Nominations and Elections Committee are elected."

## 9. Old Business

There was no unfinished business from the 2020 annual meeting so discussion moved to the next item on the agenda.

#### 10. Announcements:

- a) Daniel Seibert presented the GHI Member Outreach Committee Report.
- b) Tom Adams presented the GHI Transition Task Force Report.
- c) President Brodd presented the GHI Maglev Task Force Report.

## 11. Recess

President Brodd suggested a motion to recess the meeting for the purpose of electing the Board of Directors and the Audit Committee.

**Motion:** I move to Recess for voting.

Moved: Daniel Seibert

Seconded: Bill Jones

Carried

5-B Eastway

15-D Ridge Road

President Brodd recognized James Kilcoyne (GetQuorum) who explained the online voting process.

4

Tom Jones, N&E explained the in-person voting process at the Community Youth Center and at the GHI administration building on Friday May  $14^{th}$  from 4:00 pm - 8:00 pm.

President Brodd thanked everyone who attended and staff for putting this meeting together.

The meeting recessed at 8:31 pm.

Ed James Secretary