

Minutes
GHI Board of Directors
August 5, 2010

Present: Agans, James, Lewis, Novinski, Hickey, Boswell, Wartell

Excused Absence: Morse, McFadden

Others in Attendance:

Gretchen Overdurff, General Manager
Tom Sporney, Staff Engineer
Joe Perry, Director of Finance
Chuck Hess, Audit Committee
Patty Muldowney, Recording Secretary

Joan Krob, Director of Member Services
Brenda Lewis, Director of Human Resources
Matt Berres, Landscape Specialist
Debbie Cooley, Audit Committee

President Agans called the meeting to order at 7:32 p.m.

Audit Committee member Hess introduced Debbie Cooley as the newly appointed third member of the Audit Committee. He shared that Ms. Cooley was one of four potential members interviewed, and that she served on the committee in the past.

1. Approval of Agenda

Agenda items 7d and 7h were switched.

MOTION: TO APPROVE THE AGENDA AS AMENDED.

Moved: Boswell

Seconded: James

Carried 6

2. Visitors and Members

No visitors or members were present.

3. Living Trust

The Board asked about the appearance of the living trust in two places on the agenda. General Manager Overdurff explained that the Board would have to decide whether to approve the trust itself, as well as the change to the membership. The Board pointed out that as the trust has been written, it seems that it would allow people to move into a unit without going through the GHI membership process. The Board discussed the wording of the trust with particular attention paid to item 3b, which focuses on family members. Audit Committee member pointed out that while the Board could suggest changes to be made to the trust, in particular to item 3b, the Board may not legally change the member's trust document. Ms. Overdurff will collect background information for the Board. In the meantime, the trust will be returned to Ms. Wilmer for revision to item 3b. The Board suggested that this item be changed to read "No successor trustee may be appointed or named unless approved by the Board", removing any mention of immediate family members. No motion was made on the living trust.

4. Approval of Membership Applications

MOTION: THAT THE FOLLOWING PROSPECTIVE MEMBERS ARE ACCEPTED INTO THE COOPERATIVE AND MEMBERSHIP AFFORDED THEM AT THE TIME OF SETTLEMENT:

- **STEPHEN M. KOZIOL, JR. AND SCOTT D. KOZIOL, TENANTS BY THE ENTIRETY**
- **KIRSTIN GULLING, SOLE OWNER**
- **MARTY C. BRANDON, SOLE OWNER**

Moved: James

Seconded: Lewis

Carried 6

FOR THE RECORD: BOARD POLL ON JULY 27, 2010 ACCEPTED THE FOLLOWING PROSPECTIVE MEMBERS INTO THE COOPERATIVE AND MEMBERSHIP AFFORDED THEM AT THE TIME OF SETTLEMENT:

- **KEIRA M. MARTONE, SOLE OWNER**
- **JAMIE L. BAILEY, SOLE OWNER**
- **MARY M. DOMAN, SOLE OWNER**

MOTION: THAT THE BOARD OF DIRECTORS APPROVES THE FOLLOWING MUTUAL OWNERSHIP CONTRACT CHANGES:

- **LYNN A. PASTELLAK, SOLE OWNER, TO LYNN AILEEN TIPLADY, SOLE OWNER**
- **KANDIS BOYD, SOLE OWNER, TO KANDIS YVONNE WYATT, SOLE OWNER,**

Moved: James

Seconded: Wartell

Carried 6

5. Committee Reports

The following written committee reports were shared:

- a. Woodlands Committee: The committee will be very busy in the weeks to come due to the damaging winds that swept through the area. A walk through the woodland parcels will be scheduled to determine the extent of storm damage.
- b. Marketing Committee: Director Wartell stated that at the committee meeting, Kathie Linkenhoker presented an extensive activity schedule that included pre-purchase orientations, the community-wide open house, new member coffee social, and sellers' seminar. The committee discussed the Board's decision to eliminate the working capital for new sales and looked into other potential ways to eliminate fees for potential buyers. Director Lewis explained that the Finance Committee did extensive research on the topic; she will attend a Marketing Committee meeting to share their research and reasoning. The Board then discussed the difference between the working capital and other administration fees collected from buyers, as well as if and how those fees are used. Lewis suggested that the Finance Committee could investigate the actual administrative costs of turning over a GHI unit in order to determine whether the current fees are appropriate, or whether they need to be increased or decreased. Director Wartell then shared other topics of interest from the Marketing Committee. The flyer for the community-wide open house, which will be held on October 10, was approved and will be displayed within Fort Meade. The committee will also distribute GHI literature at the Greenbelt Farmers' Market in September, at a welcoming session for new teachers later in August, and at the Takoma Park Festival on September 12. Wartell shared an overview of activities to be held by the committee at the Labor Day festival, as well as a proposed "I Love My Neighbor" campaign to be launched in 2011.

Each Board member then shared updates on the committee to which they are Board liaison.

- a. Member Activities Committee: The committee is beginning to do work related to the Labor Day Festival booth and parade float. The community picnic will be held on October 3 and will have the same format as last year's picnic. The date for the house and garden tour will be determined and is contingent on participation; surveys are being sent out to gauge interest and potential participation. The Board suggested posting advertisements for the tour on the greenbelters yahoo group and in the *News Review*. The community wide open house has been changed to October 10 so as not to conflict with the picnic. Finally, the committee is planning a mini games tournament to promote friendly interaction among neighbors.
- b. Communications Committee: The September/October issue of the *Communicator* has gone to the editor; it will include many inserts. The committee will discuss the social media policy at its next meeting.
- c. WSSC Task Force: GHI's attorney spoke with WSSC's attorney, who was not willing to concede anything to GHI. However, both attorneys agreed that GHI should have a meeting with a manager from WSSC. Dates were given (based on the availability of GHI's attorney); dates offered to WSSC were August 23, 24, 30, or 31. If none of those dates fit WSSC's schedule, the meeting will have to be held after Labor Day. The meeting will take place during business hours; Directors James, Novinski, Lewis, Hickey, and Wartell may be available to attend based on the meeting date. General Manager Overdurff will update the Board when the meeting has been set.
- d. Web Team: The team is behind their initial estimate and is now looking at a February or March launch date. They will have a proposal ready on August 19 and will meet again on August 24.
- e. Investment Committee: Director Lewis shared that GHI is investing in bonds again. At its last meeting, the committee invested \$1.5 million in 7 bonds, with maturing dates 2.5 and 5 years from now.
- f. Finance Committee: The subcommittee will finalize its report on the annual report; it will be included in the next Board meeting packet. The committee also continues to look at educating members on the tax situation.
- g. Companion Animal Committee: The committee is working on a disaster plan for animals.
- h. Yard Line Committee: The committee has caught up to all yards that have been surveyed and will not meet in August.
- i. Architectural Review Committee: The committee will meet again next week; they plan to have recommendations for siding and suggested rule changes for the member handbook ready for the next Board meeting. ARC will continue to meet on the second Wednesday of the month.
- j. Buildings Committee: The committee looked at the revised letter to potential pilot homes with the changes suggested by the Board; they made sure that the changes are still technically correct. The list of potential pilot homes has been expanded by accepting a wider range of criteria. This was done so that an adequate number of pilot homes willing to participate could be identified. The draft MOU for the research center has been completed in advance of award of the grant. Finally, the Friends of the Buildings Committee will look into acquiring a photovoltaic system for the administration building; they believe that it could be done with no up-front cost to GHI.

6. Consent Agenda

The living trust was removed from the consent agenda.

MOTION: TO APPROVE THE CONSENT AGENDA AS AMENDED.

Moved: Boswell

Seconded: Novinski

Carried 6

7a. Approval of Minutes: May 13, 2010 & May 27, 2010

MOTION APPROVED BY CONSENT AGENDA: TO APPROVE THE MINUTES OF MAY 13, 2010 AND MAY 27, 2010.

7b. 2010 Underground Utility & Drainage Improvement Contract, Additional Sites – 2nd Reading

MOTION APPROVED BY CONSENT AGENDA: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO ENTER INTO A CONTRACT WITH B&P UTILITIES, INC., FOR THE REPAIRS OF UNDERGROUND SANITARY SEWAGE AND STORM DRAIN UTILITIES AT FOUR (4) SITES AT ITS BID, \$17,725, PLUS 15% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$20,384.

MOTION APPROVED BY CONSENT AGENDA: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO ENTER INTO A CONTRACT WITH B&P UTILITIES, INC., FOR DRAINAGE SYSTEM IMPROVEMENTS AT ONE (1) LOCATION AT ITS BID, \$6,675, PLUS 15% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$7,677.

7c. Contract for Repairs: 13U Ridge Road, 2nd Reading

MOTION APPROVED BY CONSENT AGENDA: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO SIGN A CONTRACT WITH GEHRING CONSTRUCTION TO UNDERTAKE REPAIRS TO 13U RIDGE RD AS DIRECTED BY GREENBELT HOMES, INC. AT A COST NOT TO EXCEED \$12,100.00

7d. Policy Regarding Unlocking Crawlspace Doors

Matt Berres explained the current policy related to members entering crawl spaces, which is a rare occurrence. Members are currently asked to make their request in writing, and staff considers each request individually. Staff is now proposing a liability release form that members would be required to complete upon making a request to enter the crawl space. This form has been reviewed by GHI's legal counsel.

Mr. Berres then explained the second item under this proposed policy, which relates to utility companies needing access to crawl spaces. He explained the current policy, as well as the proposed change to the policy for utility workers and contractors. Right now, oversight of contractor and utility work in the crawl spaces, especially of Verizon employees, can take up a great deal of staff time; a plan is in place to reduce the amount of staff time required for this oversight. The possibility of requiring a waiver to be signed by these contractors was discussed; the Board decided against such a waiver.

The Board suggested additions and modifications for the waiver to be signed by members requesting access to the crawl spaces. It was suggested to add "live electrical wires and pests" in the section detailing what a member may encounter in the crawl space, adding boiler rooms to clarify that they are included in this policy, and specifying the building number (minus unit letter) indicating that the member will enter the crawl space that makes up the space underneath an entire row of homes. Finally, the Board discussed specifics of the policy allowing members access to the crawl spaces, including how crawl spaces would be opened and how long they would remain open. Mr. Berres suggested wording stating that "GHI staff will make arrangements to have the crawl space opened on a case-by-case basis."

MOTION: THE BOARD OF DIRECTORS DOES APPROVE OF THE POLICY FOR UNLOCKING CRAWLSPACE DOORS PROPOSED BY STAFF, AS MODIFIED AUGUST 5, 2010.

Moved: Boswell

Seconded: James

Carried 6

7e. Invitation to Join the Maryland Energy and Sustainability Cooperative

Referring to the write-up in the Manager's Memo, the Board discussed and decided that it was not in GHI's best interests to join the Maryland Energy and Sustainability Cooperative at this time. This could be revisited in the future if the Board wishes to do so.

CONSENSUS: TO NOT JOIN THE MARYLAND ENERGY AND SUSTAINABILITY COOPERATIVE AT THIS TIME.

7f. Bidding out Auditor's Services (RFP)

In the past, receiving GHI's audit on time has been a problem. The due date for the 2010 audit will be April 1, 2011; adding this date in the RFP will ensure that bidders will know that this is the expectation. The RFP presented to the Board will be used to obtain bids. Once the bids have been received, specifics will be detailed for the contract. President Agans will show the RFP to a coworker who recently attended an event with the Association of Cooperative Accountants in the hopes of finding accountants interested in bidding on the project. Ms. Overdurff is still collecting names of interested accountants and will wait on sending the letter until the list is complete.

7g. Report on Protection of Members' Personal Information

The Board reviewed the report on protection of personal information. It was pointed out that the bottom two bullets are supposed to be combined. Under "Other Steps Taken", the second bullet does not relate to personal information and was removed. Finally, the last bullet regarding employee applications was removed. A shorter version of this report may be shared with the membership in the *Communicator*. The Board discussed division of duties in the Finance Department; whenever possible, different steps in processes involving money and personal information are completed by different people in the department. No action was needed on this item.

7h. Report on Geotechnical Evaluation of Soils at 10 Laurel Hill Road

Mr. Sporney gave the Board an overview of the work of the soil consultant at 10 Laurel Hill Road. He explained that the consultant recommended that helical piers down to a soil depth of thirty (30) feet be used in the construction of homes or garages on that land. This is because the bearing pressure of the soil would not be sufficient for a medium-level load (a garage) or a higher-level load (a row of homes). At this time, Mr. Sporney does not know what the extra expense would be to build on this area. The Board will discuss this further at its mini-retreat.

7i. June Revised GHI Action Plan

President Agans asked staff if they had baseline information on how many members are currently serving on GHI committees. Staff will have this information for the next Board meeting.

Director Lewis shared a list of Greenbelt clubs and organizations included in the City of Greenbelt's welcoming packet. This information will comprise part of GHI's welcoming packet for new members.

The Board clarified that the ideas included in the 20-year action plan were the result of a brainstorming session. This version of the action plan will not be made public for members of the cooperative; it is

for Board use only. The Finance Committee will be looking at income not resulting from collection of coop fees; they will bring their findings and ideas to the Board.

Finally, a typo was pointed out: “restricting committees” should be changed to “reorganizing committees”.

7j. Schedule Manager’s Performance Review

The Board discussed the procedure for the General Manager’s performance review. The Board will meet in Executive Session for Ms. Overdurff’s performance review on September 23 at 7:00 p.m.

7k. Schedule Year End Mini-Retreat

The mini-retreat was scheduled for Monday, January 10 at 7:00 p.m.

7l. Set Fall Meeting Schedule

The following dates were identified for Board meetings through the end of 2010:

- September 2 and September 16
- October 7 and October 21
- November 4 and November 18
- December 2 and December 16

In addition, the Board set the following special sessions:

- August 17 at 7:00 p.m. – a work session on hoarding, inspection, and responsibility for damages
- August 23 or August 24 at 7:00 p.m. – an informal hearing
- August 26 – the budget input session; Board and Finance will begin at 6:30 p.m. and members will be welcome at 8:00 p.m.

Finally, the Board will pursue training on parliamentary procedures with John Stackpole during the week of September 26.

7m. Report on Recent Storm Damage

Mr. Sporney shared an update on damage resulting from the recent storm. There were eight roofs in GHI that suffered major damage and many more with minor damage. In addition, more than 170 work orders relating to trees were received. An insurance adjustor walked sites to document damage; up to 15 sites have been identified, and more are expected to be added as more damage is found. Several broken windows and miscellaneous personal property damage was sustained. Mr. Sporney shared that GHI’s landscaping contractor brought a crane to remove downed trees at 60 Crescent Road at a cost of \$4,000. Staff expects miscellaneous costs beyond the \$5,000 deductible that will not be recouped by GHI.

President Agans asked if a surplus is still projected for the end of this year; the Web Team was hoping to use surplus money to fund its work. Ms. Overdurff explained that there were uninsured losses included in the budget; staff will not know if there will be a surplus until the end of the year.

7n. Holiday Schedule

CONSENSUS: THE YEAR 2010 HOLIDAY SCHEDULE IS ADJUSTED TO SUBSTITUTE MONDAY, OCTOBER 11TH (COLUMBUS DAY) IN PLACE OF THANKSGIVING FRIDAY, NOVEMBER 26TH, AND THURSDAY, DECEMBER 23RD FOR THE CHRISTMAS DAY HOLIDAY.

8. Items of Information

The Board discussed and determined that none would attend the upcoming cooperative conference in New Orleans. There were commendations on the number of days employees worked without injury, as well as the great workers compensation rating received. Finally, information was shared about an upcoming seminar on hoarding that has been designed for GHI maintenance workers. Board and Audit Committee members were encouraged to attend.

9. President

President Agans attended a Web Team work group meeting and asked members to evaluate what has worked and what has not worked; she will share this information with the Board. She then shared information about the Great Maryland Lawn Mower Exchange, a program allowing Maryland residents to exchange a working gas mower for a new electric mower at a discounted price.

Ms. Agans then shared new committee appointments. Member Ronnie Scotkin and Director Diana McFadden will join the Marketing Committee, and Director Irv Wartell will join the Companion Animal Committee.

10. Board Members

Director Lewis shared information about National Coop Month, which is coming up in October. GHI will meet with the five other cooperatives in Greenbelt to plan the events for the month. The *News Review* will feature articles about all of the coops in Greenbelt, and there will be banners across the roads in Greenbelt west, Greenbelt east, and Old Greenbelt. The group also plans to have a table at the Farmers' Market at some point during the month of October; other ideas from committees are welcome.

Director Novinski shared a GHI home for sale featured in this week's issue of the *Gazette*.

Director Wartell shared that volunteers are still needed to staff the GHI booth at the Labor Day Festival. He is also looking for 1930s-era items to use to decorate the parade float.

Director Boswell shared that the Greenbelt Arts Center is trying to make their restroom handicap-accessible per ADA regulations.

Director James shared that Green Aces is trying to "green up" the Labor Day Festival by recognizing booths that are particularly environmentally friendly. He also shared that he is now officially serving on the Board of Directors for the New Deal Café.

Audit Committee Member Hess expressed congratulations to the staff for the excellent workers compensation audit.

11. Manager

Ms. Overdurff shared information related to grant funding for home improvements. The first program provides funding to seniors for first-floor bathrooms, and the second provides funding for winterization; both programs are first-come, first-serve.

MOTION: TO ADJOURN.

Moved: Boswell

Seconded: Lewis

Carried 6

The meeting adjourned at 9:58 p.m.

Ed James
Secretary