Minutes GHI BOARD OF DIRECTORS May 19, 2016

Board Members Present: Brodd, Hess, Holland, James, Jones, Marcavitch, Novinski, Ready, and

Skolnik

Excused Absence: McFadden

Others in Attendance:

Eldon Ralph, General Manager

Joan Krob, Director of Member Services

Bruce Mangum, Contract Processor

Anna Socrates

Henry Haslinger

Cary Coppock

Paul Kapfer, Audit Committee Judith Davis, Mayor Pro-Tem, City Council

Molly Lester, Audit Committee Mara Hemminger

Tom Jones – (N&E) Altoria Ross, Recording Secretary

Montrese Hamilton

President Skolnik called the meeting to order at 7:35 p.m.

1. Approval of Agenda

Skolnik added Item 9i.: Contract for Repairs to 11-E Ridge Rd., 1st Reading.

Motion: To approve the agenda, as revised.

Moved: Hess Seconded: James Carried 7-0

Novinski was not in the room during the vote.

2. Report on Executive Session

Skolnik said the Board approved an agenda for the April 21, 2016 executive session meeting minutes, considered a rental permit request from a member, and heard a detailed report on member delinquencies and distressed units from Ralph.

3. Certification of Election, Chair, N&E Committee

Chair of the N&E Committee Tom Jones certified the election results:

Board of Directors (4 vacancies – two-year terms)

• Stefan Brodd 207

• Stephen Holland 207

• Ed James 198

• Diana McFadden 191

Audit Committee (3 vacancies--1-year terms)

• Molly Lester 181

• Paul Kapfer 162

• Leeann Irwin 158

Nominations & Elections Committee was not certified but names provided for information.

- Alex Barnes
- Theresa Henderson
- Tom Jones
- Therese Kucera
- Anna Socrates

Members cast 232 ballots.

At this point, Stephen Holland replaced Susan Ready at the Board table.

4. <u>Board Reorganization & Election of Officers</u>

Skolnik opened the floor for nominations for secretary.

Motion: I nominate Ed James for Secretary.

Moved: Hess Carried 8-0

Skolnik closed the floor for nominations. He said since there was only one nomination, the Board could elect the secretary on acclamation which it did.

Skolnik opened the floor for nominations for treasurer.

Motion: I nominate Chuck Hess for Treasurer.

Moved: James Carried: 7-0-1

Abstained: Hess

There were no other nominations, so Skolnik closed the floor. The Board elected Hess by acclamation.

Skolnik opened the floor for nominations for vice president.

Motion: I nominate myself for Vice President.

Moved: Jones

Motion: I nominate Stefan Brodd for Vice President.

Moved: Marcavitch

There being no additional nominations offered, Skolnik closed nominations and directed the Board to participate in a secret ballot, asking Tom Jones of the Nominations and Elections Committee to accept and count the ballots. Jones reported that Director Stefan Brodd was elected Vice President.

Skolnik opened the floor for nomination for president.

Motion: I nominate Steve Skolnik for President.

Moved: Novinski Carried 8-0

The Board elected Skolnik by acclamation as there were no additional nomination.

Skolnik encouraged the Board members to read and sign the Code of Ethics Acknowledgement.

5. Visitors and Members (Comment Period)

Skolnik welcomed visitors and members. Cary Coppock, 5B Laurel Hill Road, described a sewage flooding at 5-A and 5-B in the past and told the Board about a petition presented to GHI this morning with the details. Ralph said the petition is unique and has to be investigated due to WSSC's involvement.

6. <u>Approval of Membership Applications</u>

<u>Motion:</u> That the following members are accepted into the cooperative and membership is afforded them at the time of settlement:

- Jason Marks, Krista Marks, Joint Tenants;
- Jessica Forshee, Robert Ostrander, Tenants by the Entirety;
- Robert Tyler, Sole Owner;
- Benjamin Ryan, Sole Owner;
- Sarah A. Peterson, Sole Owner; and
- •Michael Schauer, Carole Schauer, Joint Tenants.

Moved: James Seconded: Hess Carried 8-0

7. Committee Reports

- Occupancy Rules Task Force has met twice and will meet again next Monday.
- Legislative and Government Affairs Committee will meet with the City of Greenbelt's planning staff to review the proposed zoning codes and with the county council members concerning a common ownership issue. The meeting will take place on June 14, 2016.
- H.I.P. Update: Acadia Construction started work this week and has completed installing windows at 11 Hillside Rd. This contractor is also installing doors and frame home siding. When up to full speed, Ralph said the company will finish three to four units per day. 12 Hillside Rd. is next. Ralph also said that heat pump installations began this week, under a separate contract.
- The Marketing Committee reported that 62 people visited the tent during the GHI community-wide open house. Of that number, 19 were GHI members, and 43 were interested in joining the community.

8. Consent Agenda

No consent agenda for this meeting.

9a. Approval of Minutes: April 21, 2016

Motion: The Board of Directors does approve the minutes for the April 21, 2016 meeting.

Moved: James Seconded: Hess Carried 7-0-1

Abstained: Holland

9b. Appointment of Member Complaints Panels

Panel 1 Panel 2 Panel 3

Marcavitch, Chair Skolnik, Chair McFadden, Chair

Jones Novinski Hess Brodd James Holland

9c. <u>Designations of GDC Stockholders</u>

After the election of the 2016-17 GHI's Board of Directors, it is necessary to designate Greenbelt Development Corporation (GDC) stockholders. These persons are designated by the GHI Board to hold proxies for GDC stock that is owned by GHI. Traditionally, the GHI Board grants each GHI Director a proxy for 1/9th of the GHI shares of stock in GDC.

As stipulated in GDC's bylaws, the annual meeting of its stockholders shall be held in June of each year, at which meeting they shall elect a new Board of Directors and Officers. GDC's Board of Directors and Officers have traditionally been the same as GHI's Board of Directors and Officers.

Year 2015-16 Directors Skolnik, Ready, Brodd, Jones, James, Marcavitch, Novinski, McFadden, and Hess remain on the GDC Board until the GDC Stockholders' meeting in June. Any newly elected GHI Board members will not hold seats on the GDC Board until that meeting.

<u>Motion:</u> I move that each member of the 2016-17 Board of Directors of Greenbelt Homes, Inc. be granted a proxy of $1/9^{th}$ of the GHI shares of stock in Greenbelt Development Corporation. These proxies shall remain in force until new proxies are voted.

Moved: Hess Seconded: James Carried 8-0

9d. Board Meeting Procedures

Skolnik said Board members should review the meeting procedures and decide if any changes should be made to accommodate the Board's needs. These procedures establish the guidelines for Board meeting preparation and process.

9e. <u>Set Summer and Fall Meeting Schedule</u>

The following dates are proposed for Board meetings during the months of June to December 2016 and approved by consensus although some dates may change:

Thursday, June 2 nd	Regular Board Meeting
Monday, June 13th	Meeting with the Greenbelt City Council @ 8:00 p.m.
Thursday, June 16th	Regular Board Meeting
Thursday, July 7th	Regular Board Meeting
Thursday, July 21st	Regular Board Meeting
Sunday, July 24 th	Meeting to update Strategic plan (noon to 6:00 p.m.)
Thursday, August 4th	Regular Board Meeting
Thursday, August 18th	Regular Board Meeting @ 7:00 p.m. followed by Board and
	Finance Committee preliminary discussions re: 2017 budget
	@ 8:00 p.m.
Thursday, September 1st	Regular Board Meeting

Thursday, September 15th	Regular Board Meeting
Thursday, October 6th	Regular Board Meeting
Thursday, October 13th	Work session between the Board and Finance Cmte re: 1 st
	draft of the 2017 Budget @ 7:00 followed by member input
	session @ 8:00 p.m.
Thursday, October 20th	Regular Board Meeting
Thursday, November 3 rd	Regular Board Meeting – 1 st reading of the 2017 budget
Thursday, November 17th	Regular Board Meeting – 2 nd reading of the 2017 budget
Thursday, December 1st	Regular Board Meeting
Thursday, December 15th	Regular Board Meeting

9f. Agenda Items for Stakeholders' Meeting with the City

For the past several years, GHI has participated in a stakeholder's meeting with Greenbelt's City Council. This year's meeting will be held on Monday, June 13th in the City Council's Office, commencing from 8:00 p.m. Skolnik suggested reviewing last year's list. Marcavitch suggested an update on the Greenbelt Museum. Davis said City Council may want to know about sales, foreclosures and vacancies. The Board approved these agenda items by consensus.

9g. Contract for Repairs to 2-F Eastway Road, 1st Reading

The Personal Representative for the estate of the deceased member of 2-F Eastway recently assigned all of the estate's rights, title and interest in and the right of perpetual use of 2-F Eastway Rd to GHI. Staff proposes to repair the unit and subsequently re-sell it. GHI will recover the debts owed to the coop and the remaining funds will be remitted to the member's estate.

Because of the significant work that is involved in bringing the unit into compliance with GHI resale standards, GHI sought and received bids from the following three (3) contractors:

Name of Contractor	Bid Price
Neighborhood Remodelers	\$23,790.91
Three Rivers Restoration	\$19,391.24
Pitt Brothers General Contracting	\$28,928.86

The lowest bidder is Three Rivers Restoration. This contractor has not previously worked at GHI. The company has over 10 years of experience in residential and commercial construction serving the state of Maryland. The customer references that GHI obtained were good. Staff recommends awarding the contract to Three Rivers Restoration with an extra 10% to cover any unforeseen contingencies.

<u>Motion</u>: I move that the Board of Directors authorize the Manager for first reading to sign a contract with Three Rivers Restoration to repair 2-F Eastway Rd as directed by Greenbelt Homes, Inc., at its bid of \$19,391.24 plus 10% for contingencies, for a total not to exceed \$21,330.

Moved: Hess Seconded: Jones Carried: 8-0

7h. Review Historic Preservation Task Force Report

The Board approved the establishment of an ad hoc task force on October 16, 2015 to recommend actions that should be implemented to foster the preservation of historic elements for the GHI community. The task force discussed its preliminary report with the Board during a work session on March 2, 2016. Based on the feedback that was received during the work session, the task force has submitted a revised report (refer to attachment #4) to the Board.

<u>Motion:</u> I move that the Board of Directors accept the Ad-Hoc Preservation Task Force's report as presented to the Board May 19, 2016, with the appreciation and thanks of the Board of Directors for the Task Force's time, effort and dedication.

Moved: Hess Seconded: Brodd Carried: 8-0

9i. Contract for Repairs to 11-E Ridge Rd, 1st Reading

GHI recently purchased the rights, title and interest in 11-E Ridge from the former member of the unit. The unit will be repaired and sold.

Staff sought and received bids from the following contractors to undertake pre-sale repairs:

Name of Contractor	Bid Price
Michael D. Maxwell	\$11,575.00
Neighborhood Remodelers	\$15,579.78
Pitt Brothers General Contracting	\$19,159.38
Richard Gehring Home Improvements	\$9,000.00
Three Rivers Restoration	\$14,744.45

The lowest bidder is Richard Gehring Home Improvements. This contractor has previously done extensive repair and construction work for GHI and individual members and performed satisfactorily. Staff recommends awarding the contract to Richard Gehring Home Improvements with an extra 10% to cover any unforeseen contingencies.

<u>Motion</u>: I move that the Board of Directors authorize the Manager, for first reading, to sign a contract with Richard Gehring Home Improvements to repair 11-E Ridge Rd as directed by Greenbelt Homes, Inc., at its bid of \$9,000 plus 10% for contingencies, for a total not to exceed \$9,900.

Moved: Hess Seconded: Jones Carried 8-0

10. Items of Information

- a. <u>Memorial Day Holiday</u> GHI offices will be closed on Monday, May 30th, in observation of Memorial Day. Emergency Services will be available.
- b. Board Action Plan Status & Committee Task List
- c. Monthly GHI and City Calendars

11. President

Skolnik thanked the staff for set up and execution of the annual meeting. He also announced next year's annual meeting will take place on May 11. The Board decided on the date by consensus.

12. Board Members

- Brodd said that due to Board and staff support, he was willing to run for a full term on the board after completing an unexpired term.
- Hess said 43 Court Ridge is having a Memorial Day party and will discuss year two of the Home Improvement Project.
- James asked if the yard inspections were still on schedule due to the rain. Ralph said that they were and two inspectors are doing the work this year to speed up the process.
- Novinski said she will miss Sue but welcomed Holland, saying that the Board was in good hands.
- Marcavitch reminded members that school will be closed on Memorial Day.
- Holland thanked the membership for electing him and for the Board's support.
- Kapfer extended his gratitude.
- Molly Lester thanked Skolnik with helping members understand parliamentary procedures during the annual meeting.

13. Manager

Ralph congratulated the board and committee members. He also said that Bijan Khorsand, Director of Technical Services, is no longer working at GHI.

Motion: To adjourn.

Moved: Hess Seconded: Marcavitch Carried 8-0

The meeting adjourned at 8:39 p.m.

Ed James Secretary