Minutes GHI Board of Directors January 12, 2006

Present: Abell, Alexanderwicz, Alpers, Eichhorst, Hudson, Lauber, Lewis, Moore

Excused Absence: Hess

Others in Attendance: Gretchen Overdurff, General Manager

Stephen Ruckman, Director of Finance Eldon Ralph, Director of Physical Services Joan Krob, Director of Member Services Brenda Lewis, Director of Human Resources

Tom Sporney, Staff Engineer

Dianne Wilkerson, Chair, Audit Committee

Mary Crellin, Audit Committee

Genevieve Courbois, Recording Secretary

David Morse Luis Vasquez Elizabeth Shepard Alice Mitchell

President Eichhorst called the meeting to order at 7:30 p.m. She stated that there was no need for Executive Session as it was held prior to the meeting. She noted that the Sustainable Design Committee would present its report under committee reports.

1. Approval of Agenda

MOTION: MOVE APPROVAL OF THE AGENDA AS REVISED.

Moved: Hudson Seconded: Moore Carried

2. Visitors and Members

There were no visitors or members who wished to address the Board at this time.

3. <u>Discussion of Minutes</u>

MOTION: MOVE APPROVAL OF THE MINUTES OF DECEMBER 1, 2005.

Moved: Lewis Seconded: Abell Carried

MOTION: MOVE APPROVAL OF THE MINUTES OF DECEMBER 15, 2005.

Moved: Hudson Seconded: Moore Carried

Abstained: Abell

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

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

- CHRISTIAN LONG AND JOHANNA LONG
- PAUL C. PIEPER
- PATRICK J. CARROLL
- RON M. OPPERMAN AND MEGAN G. PLYER

Moved: Lauber Seconded: Hudson Carried

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

- LAWRENCE G. LATES, SOLE OWNER, TO LAWRENCE G. LATES AND RUTH C. LATES, TENANTS BY THE ENTIRETY
- PRISCILLA MIZANI AND LORRAINE DOAN (DECEASED), JOINT TENANTS, TO PRISCILLA MIZANI AND OMID K. MIZANI, TENANTS BY THE ENTIRETY
- DANIEL HAVILAND AND BARBARA HAVILAND, JOINT TENANTS, TO GREENBELT HOMES, INC., GRETCHEN OVERDURFF NON-CORPORATE DESIGNEES
- JOHN FINERAN AND ELLEN SALVEMINI, JOINT TENANTS, TO JOHN E. FINERAN AND ELLEN M. FINERAN, TENANTS BY THE ENTIRETY
- LAURA MANN AND CHARLENE MANN, JOINT TENANTS, TO LAURA MANN, SOLE OWNER

Moved: Lauber Seconded: Lewis Carried

In response to President Eichhorst's question regarding projected sales for 2005, Director of Finance Ruckman responded that 105 sales were projected. President Eichhorst noted that 108 sales had taken place in 2005 according to the most recent Contract Processing Activity Report.

5. Committee Reports

President Eichhorst commended the Sustainable Design Committee and Chair Alice Mitchell for the recent speaker at their January 10th meeting. It was noted that approximately 32 persons were in attendance. Chair Mitchell stated that her current priority is installing chairs for the subcommittees and she has emailed her proposed chairs to General Manager Overdurff for Board consideration. Chairs include: Chris Logan - Energy Efficient Homes; Matt Berres – Water and Land Use; Melissa Ehrenreich - Transportation; Jim Cohen – Community Education and Planning; Richard Menis – Materials.

As Board liaison to the A&E Committee, Director Alpers suggested that the materials subcommittee look at new materials that are not listed in the handbook and develop a way that new materials could be evaluated. She said that knowing how to evaluate a new material relative to other materials would be helpful to the committee particularly in terms of environmentally friendly standards, and this information would also be beneficial to members. Chair Mitchell

acknowledged that a relationship between the materials subcommittee and the A&E Committee could help in this respect. President Eichhorst emphasized that upcoming committee planning sessions will be a key time for the Board to give direction to the committees.

Treasurer Lewis suggested that when the committee's recommendations are forthcoming that these be made accessible and available to members, staff and the Board. Chair Mitchell agreed saying that education is a top priority. President Eichhorst reminded Chair Mitchell that the Newsletter Committee would be featuring her committee in an upcoming issue.

6a. Set Annual Meeting Date

MOTION: THE BOARD OF DIRECTORS SELECTS THE DATE OF MAY 18, 2006, FOR THE 2006 ANNUAL MEMBERSHIP MEETING AND DIRECTS STAFF TO RESERVE THE GREENBELT COMMUNITY CENTER GYMNASIUM FOR THIS PURPOSE.

Moved: Lauber Seconded: Alpers Carried

6b. Potomac Association of Housing Cooperatives (PAHC) Membership

GHI recently received notice of annual membership dues for the PAHC. The dues are assessed at \$3.50 per unit, which amounts to \$5,600 annually; \$4,400 of this amount is payable through the PAHC to the National Association of Housing Cooperatives (NAHC) for membership in that organization and \$1,200 would be retained by the PAHC for membership. While it is recommended that GHI continue its NAHC membership, the Board should evaluate the benefits of continuing membership in PAHC.

President Eichhorst asked the Board to consider the value of GHI's association with PAHC and acknowledged that not renewing this membership is a difficult decision to make. She stated that PAHC and its training are focused on limited equity coops rather than market rate coops and, as a result, GHI does not gain much in this respect. As a PAHC Board member, she acknowledged that lack of organization is prevalent and she believes that PAHC often represents housing cooperatives inaccurately and in a negative light, e.g., in PAHC newsletter articles. In addition, she noted that PAHC does not lobby regionally or nationally. President Eichhorst encouraged retaining membership in NAHC and commended their lobbying and training efforts. She noted that Community Association Institute also offers good training.

Board members voiced concerns about PAHC including: (a) its lack of an annual audit, (b) the amount of time Board members must devote to PAHC, (c) inefficiently organized and "un-businesslike" meetings.

<u>CONSENSUS:</u> TO RETAIN MEMBERSHIP IN NAHC AND NOT RENEW MEMBERSHIP IN PAHC.

6c. <u>Boiler Rooms – Disposition of GHI Owned</u>

At the Board meeting on September 16, 2004, the Board reviewed information provided by staff on all eighteen (18) boiler rooms, and approved the expenditure of \$82,000 for drainage improvements and minor repairs to eight (8) member-owned boiler rooms.

To determine the next step, staff provided the Board with proposed maintenance improvements and costs for the nine (9) boiler rooms owned by GHI. Current physical restrictions affecting disposition of the boiler rooms are summarized in the table below:

Location of	Fence @ Unit and	Relocation of	G/S shed in Yard	Parking
Boiler Room	Boiler room	Fence Entry	of Boiler room	
		Gate		
8F Southway			8'x 10' wood	
9N Southway				
10U Southway	Chain link fence		4'x 8' wood	
	owned by adjacent			
	member			
14Q Ridge				
20A Ridge				
4K Gardenway	Chain link fence			
-	owned by adjacent			
	member			
32G Ridge				
36L Ridge	Chain link fence		5'x 8' metal	Limited
	owned by adjacent			
	member			
48D Ridge				

Director of Physical Services Ralph said that since this issue was last discussed, considerable progress has been made and repairs were made last year to 34F Ridge Road on a prototype basis; GHI will be repairing the seven (7) remaining member-owned boiler rooms. As for the nine (9) GHI-owned boiler rooms which need attention, the estimated repair costs provided have been updated based on the work done on the prototype. All of the rooms have old boilers (with the exception of 4K Gardenway) and need waterproofing (which requires significant excavation), ventilation, and drainage, said Ralph.

He offered that one option is to demolish all of the rooms which would cost \$30,000 per room based on a contractual quote; another option is to make them usable by waterproofing the exterior walls and installing a drainage system which would cost \$29,500 (quote obtained one year and a half ago.) Ralph stated that GHI will be discussing a variety of options including the purchase of the boiler rooms by members or offering them as storage capacity for rental by

members (only that portion of the boiler room which is above grade could be used.) Member David Morse inquired about the dimensions of the rooms; Staff Engineer Sporney stated they are 20' x 20' in size. Morse felt that they would have the potential to generate income as some members rent storage space outside of GHI.

Treasurer Lewis said that given the significant costs associated with this work, the Finance Committee would like to discuss this as well as the potential income that might be generated. Director of Finance Ruckman said that this issue will be on the Finance Committee agenda for its meeting next week. Director Lewis inquired if the cost of work on 34F Ridge Road is representative of what needs to be done in other boiler rooms; Staff Engineer Tom Sporney explained that it was "middle of the road" as far as condition and no standing water was found at the basement level.

Director Hudson inquired if any of the below-grade sections could be used for storm water or a run-off container. Ralph explained that with a heavy rainfall, the area would fill up very quickly and a pump would be needed to remove the water. In addition, he said that very solid concrete floors are located on the lower levels. Sporney stated that the use of the tanks for water storage would be difficult, as leftover oil in the tank would contaminate the water. Ralph added that it is important to limit the water in the rooms in order to contain condensation and moisture. Director Hudson inquired why the removal of the boiler in 32 G Ridge Road was \$5,500 while the others were \$3,000. Ralph attributed this to a computer error, and opined it should be \$3,000.

6d. <u>Schedule Board Planning and Board Committee Sessions</u>

General Manager Overdurff has recommended two sessions be scheduled early this year. One could be a dialogue with the Board and Committee members to communicate directives for each Committee's tasks and to foster an awareness of the role committees play in assisting the Board with its work. The other could be a planning session of the Board of Directors to examine the cooperative's mission, vision and values so as to a) maintain a clear view of the cooperative's future direction and b) to review the Board's task list and establish goals for this year. An outside facilitator might be considered to lead this session.

Overdurff began the discussion by recommending that the Board hold the committee training first. After brief discussion of preferred days and times, Overdurff suggested that she poll committee chairs for availability. Alice Mitchell, chair of the Sustainable Design Committee, inquired if the committee training was in a "portable" format, e.g., video, printed materials, for the benefit of those who would be unable to attend.

At 8:17 pm, the 1995 and 1996 Board of Directors photographs fell off the wall in the hallway.

President Eichhorst said that a "visioning" Board session should be considered and that facilitator John Lawton could be helpful in leading the discussion. In response to Director Abell's concern about scheduling this session prior to the May elections, General Manager Overdurff felt that the Board is addressing some important issues at this time and the Board committees need direction. In addition, she said, having those with Board experience rather than newcomers undergo such a session can be advantageous. Based on the Board schedule and John

Lawton's availability, the Board selected Monday, February 6, and Wednesday, February 15, as possible dates.

Elizabeth Shepard, former chair of the A&E Committee, suggested having a Board and A&E Committee community walkabout prior to this session. President Eichhorst offered Saturday, February 4 at 10 a.m. as a potential date. The group could meet at her house; a discussion and lunch would follow the walkabout in the Board room. Based on the last walkabout, Board members suggested that more than two hours may be needed and the group should move more cohesively than at the last walkabout. It was suggested that perhaps Staff Engineer Sporney and Director of Physical Services Ralph could each lead a group.

7. Items of Information

No discussion.

8. President

President Eichhorst received an invitation to attend the Legislative District 22 Reception in honor of Martin Luther King, Jr.'s birthday on January 16 from 6 – 8 p.m. in Annapolis as well as a notice of a Community Association Institute meeting on February 18 at the Washington Convention Center. She has signed welcome letters for new members and has appointment letters for the Sustainable Design Committee's subcommittee chairs. She stated that she would be attending a governance training session on January 20th at UDC through PAHC and noted that hundreds of cooperatives exist in Washington, DC. She encouraged staff to submit proposals for the upcoming NAHC Conference in Vancouver. In addition, she will soon have a new work number due to an internal reassignment.

She announced that GHI will be closed on Monday, January 16, in observance of Martin Luther King, Jr.'s Birthday and emergency maintenance will be available.

9. Board Members

Both Director Hudson and Treasurer Lewis commended the Sustainable Design Committee for the "exceptional" guest speaker.

Treasurer Lewis referenced the letter to GHI from member Jean Newcomb regarding the cutting of logs in Parcel V and wondered if the issue should be directed to the Woodlands Committee. Director of Physical Services Ralph said that this incident has been reported to the police and that members in the vicinity have been notified and encouraged to record license plate numbers in the event of future incidents. Treasurer Lewis verified that staff had responded to Ms. Newcomb.

11. <u>General Manager</u>

General Manager Overdurff encouraged the Board to look at the leadership development online course for Board members through the Washington Metro Chapter of the Community Association Institute. She said that GHI would cover the \$19 cost for any Board member. She also reported that Mr. Polks would be holding GHI's current insurance rate plus an increase of 2% until the end of 2006. She noted that Director of Human Resources Lewis was able to save \$2,000 in premiums through changing carrier for employee's life insurance and short/long term disability plans.

MOTION: TO ADJOURN.

Moved: Hudson Seconded: Lauber Carried

The meeting adjourned at 8:40 p.m.

Dorothy Lauber Secretary