

Draft Minutes
GHI Board of Directors
February 28, 2008

Present: Agans, Alpers, Hickey, Lauber, Lewis, Mazursky, McFadden,
Robles (8:34 p.m.)

Excused Absence: Morse

Others in Attendance:

Gretchen Overdurff, General Manager	Kiki Theodoropoulos
Eldon Ralph, Director of Physical Plant Operations	Phil Brandis
Joan Krob, Director of Member Services	Lora Katz
Steve Ruckman, Director of Finance	Kris White
Tom Sporney, Staff Engineer	Barbara Havekost
Dianne Wilkerson, Chair/Audit Committee	John Abell
Marat Moore, Audit Committee	Alice Mitchell
Michael Iacangelo, Audit Committee	Ray Stevens
CJ Evans, Recording Secretary	Linda Levine
Linda Guttman	Calvin Simpson
Ed James	Mary Ernsberger
Penny Koines	Misha Kingsly
Deborah Cooley	Midge and Jan Cruz

President Lewis called the meeting to order at 7:33 p.m. She revised the agenda, moving Committee Draft Charters to item 6a. and rearranging the order of committees discussed: Marketing and Member and Community Relations became number one, Governance became number two and Finance became number three.

1. Approval of Agenda

MOTION: TO APPROVE THE AGENDA AS REVISED.

Moved: Lauber

Seconded: Hickey

Carried 6-0

2. Visitors and Members

No discussion.

3. Approval of Minutes

No minutes were presented for approval.

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.

- **WILLIAM F. EDWARDS, III**
- **JESSICA L. FORSHEE AND ROGER E. OSTRANDER**

Moved: Lauber

Seconded: Hickey

Carried 6-0

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

- **SUSAN LAUTTMAN, SOLE OWNER TO GREENBELT HOMES, INC., NON-CORPORATE DESIGNEE**
- **SARAH E. POWELL, SOLE OWNER TO SARAH POWELL COOPER, SOLE OWNER**
- **ESTATE OF KATHLEEN MANGLITZ, SOLE OWNER TO MICHAEL MANGLITZ, DANIEL MANGLITZ AND CHRISTIAN MANGLITZ, JOINT TENANTS**

Moved: Lauber

Seconded: Hickey

Carried 6-0

5. Committee Reports

None.

6a. Committee Draft Charters

President Sylvia Lewis reported that the Board recently spent a significant amount of time developing a strategic plan for meeting the critical challenges facing the cooperative. It decided that reorganization of the committee structure would be necessary to bring it in line with the objectives of the strategic plan. With resources limited, the Board sought to create greater efficiency by eliminating overlap between committees and reducing the overall number.

The Companion Animal Committee was discussed first. All agreed that the committee has done valuable work in the community. The Board was concerned, however, that it was not apparent how it fit into the strategic plan. Members of the committee and other community members in attendance argued that the committee's work does support the strategic plan by, among other things, serving as a "reference group," "source of energy" and conduit of information for members throughout the community and thus helping with the organizational aspect of the strategic plan; speaking to issues that overlap with Building and Land objectives such as yard beautification and picking up of companion animal waste on trails and paths; and helping with Finance goals by contributing expertise on county and state laws to prevent future fines. President Lewis suggested that some of the committee's work—such as grief support and providing oxygen masks to fire departments—actually extended beyond GHI. Several Board members expressed a desire to see the committee's work continue, but a final decision about its functions was not made.

With the restructuring of committees, it was proposed to combine the Sustainable Design and Practices (SDP) committee with the Green Ribbon Task Force and the Woodlands committee to form the Building and Grounds committee. Committee members in attendance gave feedback to the Board. The SDP committee received the Board's recommended draft charters and combined ideas from both to create a charter that they could agree upon. The Building and Grounds committee would have one staff liaison and one board liaison with three subcommittees. The subcommittees would not have board and staff liaisons individually, but when needed would refer to the board and staff liaisons assigned to the Building and Grounds committee. It was noted that there was a significant gap in the area of infrastructure and that expertise would be needed in that committee. The expertise needed for the committee was discussed with the Board communicating several needs including expertise in facilities maintenance, land management and landscape architecture. The

possibility of having a member from the Architectural Review committee serve on the Buildings and Grounds committee was also mentioned.

Lora Katz, Chair of the Woodlands committee noted that the committee did have a few concerns, which were provided to the Board as a committee report. Overall, committee members agreed that they would continue to participate in committee activities even if the committee went through restructuring.

The Green Ribbon Task Force gave its endorsement of the SDP's recommendation regarding structure of the committee. (8:34 p.m. Luisa Robles arrived) Director Hickey opined that the Architectural Review committee should stand alone because of its judicial responsibilities regarding requests for exceptions.

It was agreed that the chairs of the three committees plus Director Mazursky and Director Morse would work on finalizing the Buildings and Land committee charter. The current committees will continue working until the new structure is finalized.

The idea of the Governance committee came about because the Board was looking at gaps in its processes and functions. The Governance committee could potentially fill those gaps. For example, the committee might prepare a report card for the Board, or prepare information for the Annual Meeting regarding a Bylaws change, which could improve communication and performance of the Board. Discussion also included the possibility of the committee helping with new Board member orientation. The Audit committee and its relationship to the Governance committee was discussed, with positive feedback from Audit committee members.

6b. Energy Analysis Report Prepared by EMO, Inc.

In concurrence with the charrette that was undertaken last year, the Potomac Valley Chapter of the American Institute of Architects (AIA-PV) and GHI hired EMO Energy Solutions (EMO) to do the following:

1. Generate energy simulation models of GHI's brick, block and frame units and utilize those models to assess various energy conservation measures including insulation levels, weathersealing, HVAC systems etc.
2. Develop cost – benefit analyses for the identified energy conservation upgrades.

A copy of EMO's final report was submitted to the Board. EMO initially issued a preliminary report that was subsequently finalized after staff and the SDP committee reviewed it and submitted feedback to EMO.

If GHI were to implement all of the recommendations of the report, it would cost the co-op \$15,616,446.00.

Discussion of the energy analysis report followed. Insulation of the homes was discussed with the insulation of the roofs expected to give the most optimal benefit and greatest savings. Insulating the floors of the homes was another option given, but might create other problems in the crawl spaces below.

Director of Physical Plant Operations, Eldon Ralph, noted that the work of the Buildings and Grounds Committee is going to be very important. He opined that it would be necessary for the Board to take a fresh look at the units and the issues confronted, creating a holistic approach to the improvements. A master plan would be essential when replacing building components in order to minimize disruption to members, among other things. He added that it is imperative that heating concerns be addressed quickly in case of a bad winter.

The funding of the improvements was addressed with suggestions made including the possibility of grants and loans. The possibility of working alongside WSSC while they are replacing the underground pipes was mentioned to minimize disruption to members' yards. It was recommended that Carl Elefante from the University of Maryland and Bill Duncan be contacted for their assistance.

The Board noted that communication with the members would be essential. Ideas for this included an education campaign and a presentation at the Annual Meeting.

6c. Contract for Sewer Piping Repairs at 51L-P Ridge Rd., 1st & 2nd Readings

A few weeks ago, a sewer backup occurred in the lateral piping that connects 51L-P Ridge Rd to the WSSC sewer mains. Maintenance staff cleared a substantial amount of tree roots from the lateral sewer piping attached to the unit, to relieve the backup. An inspection with a video camera revealed that the pipe should be replaced because there is a major separation in one area and less severe fractures in other areas that allow roots to penetrate the piping. The lateral piping is 6" in diameter and 80' long. The maintenance staff has temporarily removed the cap from the sewer cleanout on the serviceside of 51L Ridge to prevent sewage from spilling into the interior of units, in the event of a back-up. The repairs will be financed from the replacement reserve fund.

Bids were sought from three utility repair contractors. The bids obtained are as follows:

Contractor	Price Bid
J&M Utilities	\$12,700.00
Magnolia Plumbing	\$14,620.00
B&P Utilities, Inc.	\$ 9,987.00

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER FOR FIRST READING TO ENTER INTO A CONTRACT WITH B&P UTILITIES TO REPLACE THE LATERAL SEWER PIPING FOR 51L-P RIDGE AT A COST NOT TO EXCEED \$10,985.00, WHICH INCLUDES AN ALLOWANCE OF 10 PER CENT OF THE BID PRICE FOR CONTINGENCIES.

Moved: Alpers

Seconded: Hickey

Carried 7-0

MOTION: THE BOARD OF DIRECTORS SUSPENDS THE RULES THAT STIPULATE A SECOND READING ON TWO DIFFERENT BOARD MEETING DATES, TO FACILITATE THE EMERGENCY REPAIRS OF THE SEWER PIPING AT 51L-P RIDGE.

Moved: Alpers

Seconded: McFadden

Carried 7-0

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER FOR SECOND READING TO ENTER INTO A CONTRACT WITH B&P UTILITIES TO REPLACE THE LATERAL SEWER PIPING FOR 51L-P RIDGE AT A COST NOT TO EXCEED \$10,985.00, WHICH INCLUDES AN ALLOWANCE OF 10 PER CENT OF THE BID PRICE FOR CONTINGENCIES.

Moved: Alpers

Seconded: Agans

Carried 7-0

6d. Contract for Repairs of Unit at 9L Laurel – 1st Reading

GHI terminated the mutual ownership contract of the member who lived at 9L Laurel for cause. Staff hired Belfor Inc. at a cost of \$3,937.55 to remove a substantial amount of trash and sanitize the unit. The unit requires extensive repairs, e.g. the surface flooring in the entire unit will be replaced, sub-flooring and walls (including studs and sill plates) in the kitchen and bathroom will be repaired, new bathroom wall tiles, kitchen

cabinets and appliances will be installed. GHI proposes to repair the unit to bring it to resale standards. Subsequently, it will be sold; GHI will recover the debts owed to the co-op and the remaining funds will be provided to the former member.

Because of the considerable work involved in bringing the unit into compliance with GHI resale standards, GHI sought bids from five contractors. Staff expects to receive the bids on February 26, 2008. The Board will be informed of the bids at the Board meeting.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER FOR FIRST READING TO SIGN A CONTRACT WITH GOTT CUSTOM CONTRACTING TO RENOVATE THE UNIT LOCATED AT 9L LAUREL HILL AS DIRECTED BY GREENBELT HOMES, INC. AT A COST NOT TO EXCEED \$25,759.80 WHICH INCLUDES A 10% ALLOWANCE FOR CONTINGENCIES.

Moved: Agans

Seconded: McFadden

Carried 7-0

6e. 2008 Slate Roof Contract – 2nd Reading

This year, thirty six slate roofs have been budgeted for replacement at a cost of \$370,000. Additionally, \$88,320 is earmarked for replacement of the copper gutters and downspouts on 49 homes, for a total of \$459,120 budgeted for both components. The copper gutters are being increased from 5” to 6” half-round to increase flow capacity and reduce overflow problems that have been experienced in the past with 5” gutters. Slate porch roofs are also being resurfaced, as applicable.

Certain porch roofs are being re-flashed, as an improved method is being incorporated in lieu of that previously used.

Previous surveys identified the roofs to be replaced. In January, staff formally solicited bids from twelve roofing contractors who indicated that they were interested in the bid package at these identified locations :

<u>Replace slate main & S/S roofs, gutters, downspouts Schedule A (24)</u>	<u>Replace slate main & S/S roofs, gutters, downspouts Schedule B (12)</u>	<u>Porch roof flashing</u>	<u>Gutter & downspout replacement (14)</u>
56 C-H Crescent (6) 58E-H Crescent (4) 60A-B Crescent (2) 60 C-H Crescent (6) 60 J-K Crescent (2) 1G-K Gardenway (4)	7A-B Crescent (2) 7G-H Crescent (2) 4E-F Ridge (2) 2E-K Westway (6)	56A-B Crescent (2) 56J-K Crescent (2) 4A-D Hillside (4) 6A-E Hillside (5) 6F-J Hillside (4) 6K-N Hillside (5) 6P-T Hillside (5) 2F-K Northway (5)	45A-G Ridge (7) 45M-T Ridge (7)

Bids were subsequently received from six (6) contractors. Pricing is summarized in the table below:

NAME OF COMPANY	SCHEDULE A	SCHEDULE B	PORCH FLASHING	G&D REPLACEMENT
HEARN INSULATION & IMPROVEMENT COMPANY	\$282,402.06	\$140,632.90	\$4,496.00	\$18,375.02
NORTHEST CONTRACTING CORP.	\$335,350.00	\$188,750.00	\$46,500.00	\$29,800.00

H.T. HARRISON & SONS, INC.	\$384,367.00	\$194,867.00	\$11,625.00	\$12,992.00
RRH ASSOCIATES, LLC	\$295,631.00	\$150,088.00	\$6,729.00	\$33,254.00
RUFF ROOFERS, INC.	\$355,648.00	\$184,200.00	included	\$39,420.00
METROPOLITON SIDING & WINDOWS (NED STEVENS)	\$349,402.00	179,367.00	\$11,600.00	\$35,712.00

Hearn Insulation & Improvement Company has performed work satisfactorily for the past several years on GHI contracts. RRH Associates has bid in previous years, but not successfully. Staff has performed reference, financial, & credit checks on RRH, and reports positively in all areas, with no significant negative findings.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO SIGN A CONTRACT WITH HEARN INSULATION & IMPROVEMENT COMPANY, INC. TO PERFORM THE SCHEDULE 'A' SLATE ROOF REPLACEMENT PROGRAM, AND ADDITIONAL PORCH ROOF FLASHING, AND GUTTERS & DOWNSPOUTS AT 45 RIDGE AS DESCRIBED ABOVE, AS DIRECTED BY GREENBELT HOMES, AT THE BID, \$305,273.08, PLUS 10% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$335,800.

Moved: Alpers

Seconded: Lauber

Carried 7-0

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO SIGN A CONTRACT WITH RRH ASSOCIATES, LLC TO PERFORM THE SCHEDULE 'B' SLATE ROOF REPLACEMENT PROGRAM AS DIRECTED BY GREENBELT HOMES, AT THE BID, \$150,088, PLUS 10% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$165,097.

Moved: Alpers

Seconded: Hickey

Carried 7-0

6f. 20K Hillside Bids for Repair – 2nd Reading

GHI terminated the mutual ownership contract of the member who lived at 20K Hillside for cause. The unit requires substantial repairs. GHI proposes to repair the unit to bring it to resale standards. Subsequently, it will be sold; GHI will recover the debts owed to the co-op and the remaining funds will be provided to the former member.

Following is a comparison of the bids received to complete the work:

<i>Name of Contractor</i>	Base Price
Belfor USA	\$30,137.46
Gott Custom Contracting	\$20,126.28
Maxwell Painting & Wallcovering	\$24,750.00
Warring Builders	\$24,990.00

The low bidder is Gott Contracting, a home remodeling company based in Beltsville. Gott Contracting has not previously worked for GHI. Staff obtained four customer references on Gott Contracting. All were complimentary.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO SIGN A CONTRACT WITH GOTT CUSTOM CONTRACTING COMPANY TO RENOVATE THE UNIT LOCATED AT 20K HILLSIDE AS DIRECTED BY GREENBELT HOMES, INC. AT A COST NOT TO EXCEED \$22,138.00.

Moved: Alpers

Seconded: Lauber

Carried 7-0

6g. 8A Crescent contract Repairs – 2nd Reading

GHI terminated the mutual ownership contract of the member who lived at 8A Crescent for cause. The unit requires substantial repairs. GHI proposes to repair the unit to bring it to resale standards. Subsequently, it will be sold; GHI will recover the debts owed to the co-op and the remaining funds will be provided to the former member.

Following is a comparison of the bids received to complete the work:

Name of Contractor	Base Price
Gehring Construction	\$18,935.00
Gott Custom Contracting	\$13,433.00
Cameron Brothers	\$24,790.00
Warring Builders	\$13,215.00

The low bidder is Warring Builders. This contractor has previously worked for GHI on numerous contracts and performed satisfactorily.

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER FOR FIRST READING TO SIGN A CONTRACT WITH WARRING BUILDERS TO RENOVATE THE UNIT LOCATED AT 8A CRESCENT AS DIRECTED BY GREENBELT HOMES, INC. AT A COST OF \$13,215.00 PLUS AN EXTRA 10% TO COVER CONTINGENCIES NOT TO EXCEED A TOTAL OF \$14,536.00.

Moved: Alpers

Seconded: Mazursky

Carried 7-0

6h. Future Use of 9 GHI-owned Boiler Rooms – Projected Timeline & Firewall Information

The Architectural Review Committee (ARC) recently presented a plan to the Board for converting nine boiler rooms that are attached to frame homes into residential/storage units. The ARC recommended that the units be rented rather than sold to members living in adjacent units so they would continue to produce revenue for the cooperative. Because a commitment was made to first offer the units to members living in adjacent units, the Board agreed it should honor that commitment.

CONSENSUS: THE BOARD OF DIRECTORS AGREES TO HONOR THE COMMITMENT MADE TO MEMBERS BY MAKING THE BOILER ROOMS AVAILABLE FOR PURCHASE TO ADJACENT UNITS.

An estimate of the total cost to convert one of the boiler rooms into living space was given. With the waterproofing being done through the Technical Services office, it would cost at least \$8,000.00. The Board discussed setting the price for the boiler rooms if adjacent members are interesting in purchasing. A deposit of \$2,000.00 was also discussed as well as the need to recuperate the cost of removing the boilers (\$3,500.00). Director of Physical Plant Operations, Eldon Ralph noted that there is not enough money in the current year's budget for GHI to handle the waterproofing of the boiler rooms, but in 2009, it could be budgeted. The Board agreed that the member purchasing the boiler room should be responsible for drainage and that it should be completed by a licensed firm.

CONSENSUS : THE BOARD OF DIRECTORS DIRECTS STAFF TO SURVEY ADJACENT MEMBERS TO SEE IF THEY ARE INTERESTED IN PURCHASING THE BOILER ROOMS AT \$5,500.00 TO BE PAID UP FRONT. IN TWO YEARS, THE BOILER ROOMS MUST MEET THE STIPULATIONS FOR DRAINAGE FOR CONVERTING THE SPACE TO LIVING SPACE. IF THEY DO NOT, THEY FORFEIT A NON-REFUNDABLE \$2,000.00, AND THE UNIT WILL BE TAKEN BACK.

MOTION: THE BOARD OF DIRECTORS DIRECTS STAFF TO OFFER MEMBERS ADJACENT TO BOILER ROOMS A 45 DAY OFFER TO PURCHASE THE ROOMS TO CONVERT TO LIVABLE ADDITIONS. INTERESTED MEMBERS MUST RESPOND WITHIN 45 DAYS WITH A \$5,500.00 PURCHASE PRICE (NO DEPOSIT) AND SIGN A CONTRACT. IT SHOULD BE IN THAT SALES CONTRACT THAT THEY SHOULD BUILD WITHIN 2 YEARS AND THAT THE DRAINAGE HAS TO BE COMPLETED BY A LICENSED FIRM OR GHI. THE COST OF DRAINAGE IS THE MEMBER'S RESPONSIBILITY EVEN THOUGH IT IS REQUIRED TO CONVERT THE SPACE TO A LIVABLE SPACE. IF THE ADDITION IS NOT BUILT WITHIN 2 YEARS, OWNERSHIP WILL REVERT TO GHI AND \$2000.00 OF THE PURCHASE PRICE WILL BE RETURNED TO GHI.

It was noted that the 45 days given for member's response begins when the letter is mailed.

Moved: Alpers

Seconded: McFadden

Carried 7-0

6i. Schedule Manager's Performance Review

Monday, March 24 was selected for General Manager Gretchen Overdurff's Performance Review. The review is scheduled to begin at 7:30 p.m. Overdurff informed the Board that a packet of information would be delivered to Board members, including a summary of accomplishments in 2007 and several recommended goals for 2008.

7. Items of Information

It was noted that anyone interested in attending the Annual Coop Conference should let General Manager Overdurff know.

8. President

President Lewis announced that she and the General Manager attended an excellent seminar on grant writing which will make researching grant ideas easier. Jim Cohen has been appointed to the City Planning Advisory Board. She also reported that she has been looking at applications for committee membership and that appointment letters should be ready for the next meeting. She also reminded the Board of the city workshop on hoarding.

9. Board Members

Luisa Robles reported that the City's Forest Preserve Advisory Board has been communicating with the Woodlands Committee. She also announced that she got her visa renewed for two more years. Sheila Alpers informed the Board of the Investment Committee meeting scheduled for next Thursday. Suzette Agans reported that the presentation on reverse mortgages is being prepared, but a Board meeting may not be appropriate for the presentation. A work session might be a better idea. She added that USDA has recently commissioned studies on renewable energy and they can be found online at www.rurdev.usda.gov. Dianne Wilkerson announced that the March 11 Yard Line Committee Meeting has been postponed to March 25th.

10. Manager

General Manager Gretchen Overdurff asked the Board if they are enjoying the use of the planners given to them. Most members of the Board responded that they prefer to use electronic calendars, but love the pens which was given to them.

MOTION: TO ADJOURN.

Moved: McFadden

Seconded: Lauber

Carried 7-0

The meeting adjourned at 10:25 p.m.

Dorothy Lauber
Secretary