

GHI Board of Directors
Open Meeting
(Virtual Zoom)
April 20, 2023
Starts at 7:45 pm

Board Members Present: Brodd, Bilyeu, Hess, James, Lambert (7:49 pm), Luly, McKinley, Mortimer, Whipple

Excused Absences:

Others in Attendance:

Eldon Ralph, General Manager

Joe Perry, Director of Finance

Deanna Washington, Director of Member Services

Bruce Mangum, Contract Processor

Bill Jones, Audit Committee Chair

Grace Fisher, Audit Committee

David Benack, Audit Committee

Stephen Holland

Mary Beth Beetham

Michael Reinsel

Sandy Rodgers

Te’Kima Anthony-Bey

Tom Jones, Nominations & Elections Chair

Lena Heid

Stephanie O’Brien

Claudia Jones

Elizabeth Ingianni

Jackie Gasch

Ben Fischler

Kathleen Bartolomeo

April Ashpes

Adrienne Haddad

Patrick Carroll

President Brodd called the meeting to order at 7:45 pm.

1. Approval of Agenda

Motion: To approve the agenda as revised.

Agenda revised to add Item 6e. “Motion to Hold Closed Meetings on April 27 and May 1, 2023” and Item 6f. “Request that Staff Consult with the Buildings Committee and the Finance Committee During the Process of Revising GHI’s Reserve Studies”.

Moved: James

Seconded: Hess

Carried: 8-0

2. Statements of Closed Meetings

2a. Statement of a Closed Meeting of the Board of Directors Held on April 6, 2023

GHI's Board of Directors held a Closed Meeting at 7:00 pm on April 6, 2023, via internet audio/video conference to discuss the following matters, as specified in the noted sub-paragraphs of the Maryland Cooperative Housing Corporation Act § 5-6B-19 (e) (1):

1. Approve Minutes of a Closed Meeting Held on February 16, 2023	(vii)
2. Member Financial Matters	(viii)
3. Complaint Matters	(iv)
4. Consider Approval of the Following Contracts: a) 2023 Gutter Cleaning Contracts b) Amendment to the Contract for a Transition and Search Consultant and Review Proposals from Recruiting Firms	(vi)
5. Proposal to Assign a Unit to GHI	(iv)
6. Review Proposal to the City of Greenbelt re: Reimbursing GHI for Costs of Maintaining Twelve (12) City-owned Playgrounds	(vi)

During the meeting, the Board approved the following contracts:

- a) A contract with North American Construction to clean gutters for GHI frame, brick, block homes, and garages during the Spring of 2023, at the contractor's bid price of \$29,500.00 plus 10% for contingencies, for a total contract amount not to exceed \$32,450.00.
- b) A contract with DGC Cleaning Services to clean gutters for GHI frame, brick, block homes, garages, and flat porch roofs during the Fall of 2023, at the contractor's bid price of \$43,630.00 plus 10% for contingencies, for a total contract amount not to exceed \$47,993.00.
- c) An amendment to an original contract of \$10,000 with Creative Consultants for providing services to support the search, recruitment, and onboarding phases associated with the hiring of a General Manager. The cost of the contract amendment shall include up to \$5,000 at \$175 per hour for services provided and invoiced to Creative Consultants by Management Matters (a recruiting firm sub-contracted by Creative Consultants), and an additional payment of \$2,000 to Creative Consultants.

In the event that the amount of \$5000 paid to Management Matters is expended and a General Manager is not yet hired, the Board approved a contract with Management Matters for an amount not exceeding \$10,000, to provide additional services associated with the search for a General Manager.

The Board also reviewed a proposal from GHI to the City of Greenbelt regarding reimbursing GHI for costs of mowing, trimming, and collecting leaves at twelve (12) City-owned playgrounds from 2023 to 2025 as follows:

- 2023 - \$9,040
- 2024 - \$9,456
- 2025 - \$9,892

A motion to hold the closed meeting was approved during the Open Meeting of March 16, 2023, by Directors Bilyeu, Brodd, Hess, James, Luly, McKinley, and Whipple.

2b. Statement of a Closed Meeting of the Transition and Search Committee Held on April 12, 2023

The Transition and Search Committee held a Closed Meeting at 7:15 pm on April 12, 2023, via internet audio/video conference to discuss a personnel matter.

The Closed Meeting was authorized by sub-paragraph §5-6B-19(e)(1)(i) of the Maryland Cooperative Housing Corporation Act.

The motion to hold the Closed Meeting was approved by a 5-0-0 vote of the Transition and Search Committee during an Open Meeting on April 12, 2023.

2c. Statement of a Closed Meeting of the Board of Directors Held on April 20, 2023

GHI's Board of Directors held a Closed Meeting at 7:00 pm on April 20, 2023, via internet audio/video conference to discuss the following matters, as specified in the noted sub-paragraphs of the Maryland Cooperative Housing Corporation Act § 5-6B-19 (e) (1):

1. Approve Minutes of the Closed Meeting Held on March 2, 2023	(vii)
2. Request by a Member for Their Unit to be Left Unoccupied	(iv)
3. Complaint Matters	(iv)

A motion to hold the Closed Meeting was approved during the Open Meeting on April 6, 2023, by Directors Bilyeu, Brodd, Hess, James, Lambert, McKinley, and Mortimer.

Director Lambert joined the meeting at 7:49 pm.

3. Visitors and Members (Comment Period)

Tom Jones, Nominations & Elections Committee Chair, explained the election process as well as the open positions on the Board and Audit Committee that are up for election in 2023. Tom advised that there are only 2 current candidates for the Board, which leaves 3 vacancies. However, there are 2 members who have expressed interest in potentially running for the Board and that would result in 1 vacancy remaining to be filled. Tom also advised there are 2 candidates for the Audit Committee, leaving 1 vacancy. Members were encouraged to serve their

community by running for open positions on both the Board and Audit Committees. President Brodd also encouraged members to consider running.

Mary Beth Beetham advised that WSSC recently did work in the court she resides in and is very disappointed in the amount of damage that resulted from the work performed by WSSC, both to members' yards as well as common areas. Mary advised that in GHI's agreement with WSSC, any common area trees removed due to WSSC work would be replaced. However, a poll has been distributed by GHI to get member feedback within the court on whether or not the tree in the common area should be replaced. Mary would like to know if this is GHI policy. President Brodd advised he would discuss with staff and follow up with her.

Te'Kima Anthony-Bey introduced herself as a new member to GHI and expressed her desire to be an active volunteer in the community. Te'Kima advised that she works for HUD and is also a community activist that looks forward to engaging in the community. President Brodd thanked Te'Kima and advised her to review the GHI website to find volunteer opportunities. President Brodd also suggested Te'Kima reach out to him or staff if she has any questions.

4. Membership Applications

Motion: I move that the Board of Directors approve the following persons into the cooperative and membership be afforded them at the time of settlement:

- **Mary A. Scott, Sole Owner,**
- **Monique C. King, Donna M. King, Joint Tenants,**
- **Christina M. Alston, Sole Owner,**
- **Mark C. Gordon, Angela J. Gordon, Tenants by the Entirety,**
- **Sebastian Mayengo, Kevin B. Novotny, Joint Tenants.**

Moved: James

Seconded: Hess

Carried: 9-0

Motion: I move that the Board of Directors approve the following Mutual Ownership Contract change:

- **Patricia Mische, Sole Owner, is hereby changed to Patricia Mische, Nicole Mische Gothelf, Joint Tenants.**

Moved: James

Seconded: McKinley

Carried: 9-0

5. Committee Reports

Director Whipple shared a report on Communications Committee work on the website. The committee was presented a beta version of the release and provided feedback.

Director Whipple reported that the Architectural Review Committee heard an exception request on window replacements. The exception was approved, but some additional changes are expected before being presented to the Board. ARC would also like to work with staff, the Communications Committee, and the Board on what information the committee should post on

the website. ARC also discussed the Forever Homes document and in the May 2023 meeting will review the rules surrounding member consent.

Vice-President McKinley reported that the Storm Water Management Subcommittee had some members that attended a site visit to view the permeable pavers at Colmar Manor and found it to be very informative.

Secretary James reported that the Woodlands Committee is holding the annual Plant Swap the coming Sunday at the GHI Administration Building.

6. For Discussion/Action

6a. Approve Minutes of the Open Meeting Held on March 2, 2023 (Attachment #2)

Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on March 2, 2023 as presented.

Moved: James

Seconded: Whipple

Carried: 9-0

6b. Request by a Bank to Become an Approved GHI Share Loan Provider (Attachments #3a-3b)

Currently, there are seven (7) GHI-approved lenders who provide share loans to members.

Prosperity Home Mortgage LLC, a full-service mortgage banker founded in 2006, is interested in becoming an approved provider of share loans to GHI members. Prosperity Home Mortgage, LLC, specializes in providing residential and refinance loans and offers a wide range of mortgage products, including fixed and adjustable-rate mortgages, jumbo loans, Federal Housing Administration (FHA), Veterans Affairs (VA) loans, and renovation financing.

Prosperity Home Mortgage LLC has reviewed GHI's Audited Financial Statements for the years ended December 2020 and 2021, our 2023 Budget, Bylaws, Mutual Ownership Contract, and Recognition Agreement.

Attachment #3a provides information about Prosperity Home Mortgage LLC. The Bank's audited 2022 Financial Statements are presented as attachments #3a -3b.

Ms. Michelle Davis, a Regional Mortgage Manager with Prosperity Home Mortgage LLC, will attend the Board meeting to present the Bank's proposal and answer questions.

This item is on the agenda for discussion and action.

Discussion and action on this item were delayed due to the lack of a representative from the lender present at the meeting.

6c. Review GHI's Subleasing Criteria Policy (Attachment #4)

GHI's Subleasing Criteria Policy was last updated in April 2020. Some Board members recently requested the Board to consider including a provision in the policy that prohibits a member from being allowed to rent a unit beyond a specific number of years. The Subleasing Criteria Policy in attachment #4 includes such a draft provision that the Board may discuss and finalize.

This item is on the agenda for discussion and possible action.

Item delayed based on difficulty in enforcement with future Boards. Board consensus was to place on agenda for future Annual Meeting as a provision to the Bylaws.

6d. Motion to Hold a Closed Meeting on May 4, 2023

Motion: I move to hold a Closed Meeting of the Board of Directors at 7:00 pm on May 4, 2023.

Moved: James

Seconded: Hess

Carried 9-0

6e. Motion to Hold Closed Meetings on April 27 and May 1, 2023

Motion: I move to hold Closed Meetings of the Board of Directors on April 27, 2023 at 4:00 pm, and May 1, 2023 at 4:00 pm, as authorized by sub-paragraph §5-6B-19(e)(1)(i) of the Maryland Cooperative Housing Corporation Act, for the purpose of holding interviews with candidates for the General Manager position.

Moved: James

Seconded: Mortimer

Carried 9-0

6f. Request that Staff Consult with the Buildings Committee and the Finance Committee During the Process of Revising GHI's Reserve Studies

On March 16, 2023, the Board authorized the Manager to enter into contracts with DMA Reserves Inc. to revise GHI's Replacement Reserve Plan for original homes, and the Addition Maintenance Reserve Plan.

Staff would like to review the current Replacement Reserve Plan with the Buildings Committee and the Finance Committee to obtain their inputs on the following matters:

- Additional components that should be included in the Replacement Reserve Plans.
- Components that should be excluded from the Replacement Reserve Plans.
- Whether replacement schedules for some components should be adjusted?
- Any other matters that are relevant to the reserve study updates.

This item is on the agenda for discussion and action.

Motion: I move that the Board of Directors direct the Manager to consult with the Buildings Committee and the Finance Committee to obtain their inputs as needed regarding

revisions to GHI's Replacement Reserve Plan and the Addition Maintenance Reserve Plan that will be undertaken by DMA Reserves Inc.

Moved: Hess

Seconded: McKinley

Carried 9-0

7. Items of Information

7a. President's Items

President Brodd reminded members of several upcoming meetings and encouraged members to run for open Board and Audit Committee positions.

7b. Board Members' Items

Secretary James supported President Brodd's plea for candidates for Board and Audit Committee.

Treasurer Hess supported President Brodd's plea for candidates for Board and Audit Committee.

7c. Audit Committee's Items

None.

7d. Manager's Items

None.

Motion: To adjourn.

Moved: Hess

Seconded: McKinley

Carried: 9-0

The meeting adjourned at 8:22 pm.

Ed James
Secretary