

GHI Board of Directors  
**Open Meeting**  
**(Virtual Zoom)**  
**May 18, 2023**  
***Starts at 7:00 pm***

Board Members Present: Baron, Bilyeu, Boyd, Brodd, Hess, James, Kapfer, Larkin, McKinley, Mortimer

Excused Absences: Lambert, Luly, Whipple

Others in Attendance:

Eldon Ralph, General Manager

Joe Perry, Director of Finance

Deanna Washington, Director of Member Services

Thomas Williams, Director of Technical Services

Jim Morris, Director of Maintenance

Bruce Mangum, Contract Processor

Bill Jones, Audit Committee Chair

Tom Jones, Nominations and Elections Chair

Ken Shields

Anne Salemme

Janice Wolf

Claudia Jones

Robin Everly

Stephanie O'Brien

Stephen Holland

Shawnda Atkins

Ben Fischler

Patrick Carroll

President Brodd called the meeting to order at 7:01 pm.

1. Approval of Agenda

**Motion: To approve the agenda as presented.**

Moved: James

Seconded: Hess

Carried: 6-0

2. Certification of Election for Board of Directors and Audit Committee

Nominations and Elections Committee Chair, Tom Jones, certified the following election results:

Board of Directors Two-Year Terms:

- Philip Larkin – 198 votes
- Sabrina Baron – 196 votes

- Chuck Hess – 189 votes
- Nancy Boyd – 182 votes
- Paul Kapfer – 162 votes

Audit Committee:

- Dave Benack – 246 votes
- Bill Jones – 233 votes

### 3. Board Re-Organization and Election of Officers

The following Board Directors were elected to the following offices:

- Stefan Brodd – President
- Debbie McKinley – Vice-President
- Ed James – Secretary
- Chuck Hess - Treasurer

### 4. Code of Ethics Acknowledgement (Attachment #1)

General Manager Eldon Ralph presented the Director's Code of Ethics Acknowledgement Form for Directors to sign and return.

### 5. Visitors and Members (Comment Period)

Claudia Jones asked if the 2023 Annual Meeting would reconvene and was informed that it would not reconvene.

### 6. Approval of 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:**

- Terry McMann, Sole Owner,
- Kelly A. Schrader, Sole Owner,
- Andrew Durso, Kendalynn Morris, Tenants by the Entirety,
- Malcolm K. Moody, Sole Owner.

Moved: James

Seconded: Hess

Carried: 8-0

*Note: The total vote changed from earlier votes due to the seating of the new BoD.*

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

- **Linda J. Garrettson, Michael J. Minnig, Tenants by the Entirety, is hereby changed to Linda J. Garrettson, Sole Owner.**

Moved: James

Seconded: McKinley

Carried: 8-0

7. Committee Reports

None

8. For Discussion/Action

8a. Appointment of Member Complaints Panels

This item is on the agenda to establish three (3) Member Complaints Panels for the 2023-24 Board term.

President Brodd announced the memberships of the new Member Complaints Panels:

Complaint Panel #1:

- Stefan Brodd (Chair)
- Philip Larkin
- Sabrina Baron

Complaint Panel #2:

- Debbie McKinley (Chair)
- Paul Kapfer
- James Whipple

Complaint Panel #3:

- Ed James (Chair)
- Chuck Hess
- Nancy Boyd

8b. Designation of GDC Stockholders

After the election of the 2023-24 GHI 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 GHI owns. Traditionally, the GHI Board grants each GHI Director a proxy for 1/9<sup>th</sup> of the GHI shares of stock in GDC.

The stockholders will elect a new Board of Directors during the GDC Stockholders' Meeting on June 1, 2023.

**Motion: I move that each member of the 2023-24 Board of Directors of Greenbelt Homes Inc., namely Stefan Brodd, Chuck Hess, Ed James, Deborah McKinley, James Whipple, Sabrina Baron, Philip Larkin, Paul Kapfer, and Nancy Boyd be granted a proxy for 1/9<sup>th</sup> of**

**the GHI shares of stock in Greenbelt Development Corporation (GDC). These proxies shall remain in force until new proxies are voted.**

Moved: Baron

Seconded: James

Carried: 8-0

8c. Approve Minutes of the Open Meeting Held on April 6, 2023 (Attachment #2)

**Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on April 6, 2023 as presented.**

Moved: James

Seconded: McKinley

Carried: 7-0-1

Abstained: Baron

8d. Proposed Board Meeting Dates for the Remainder of 2023

The following dates are proposed for Board meetings until the end of 2023:

Thursday, June 1 <sup>st</sup> at 7:00 pm	Regular Board Meeting
Thursday, June 15 <sup>th</sup> at 7:00 pm	Regular Board Meeting
Thursday, June 22 <sup>nd</sup> at 7:00 pm	Work session with GHI's attorney re: how to run an effective Board and a review of legal matters.
Thursday, June 29 <sup>th</sup> at 7:00 pm	Training session re: interpreting financial statements
TBD	Work session to update the Board's Strategic Action Plan (see note 1 below)
Thursday, July 6 <sup>th</sup> at 7:00 pm	Regular Board Meeting
TBD	Annual work session with the Greenbelt City Council (see note 2 below)
Thursday, August 3 <sup>rd</sup> at 7:00 pm	Regular Board Meeting
Thursday, August 24 <sup>th</sup> at 7:00 pm	Work session between the Board and Finance Committee re: preliminary discussions about the 2024 budget
Thursday, September 7 <sup>th</sup> at 7:00 pm	Regular Board Meeting
Thursday, September 21 <sup>st</sup> at 7:00 pm	Regular Board Meeting
Thursday, October 5 <sup>th</sup> at 7:00 pm	Regular Board Meeting
Thursday, October 12 <sup>th</sup> at 7:00 pm	Work session between the Board and Finance Committee re: the first draft of the 2024 budget, followed by a member input session.
Thursday, October 19 <sup>th</sup> at 7:00 pm	Regular Board Meeting

Thursday, November 2 <sup>nd</sup> at 7:00 pm	Regular Board Meeting - 1st reading of the 2024 budget
Thursday, November 16 <sup>th</sup> at 7:00 pm	Regular Board Meeting - 2nd reading of the 2024 budget
Thursday, December 7 <sup>th</sup> at 7:00 pm	Regular Board Meeting
TBD	Townhall Meeting with GHI's membership (see note 3 below)
Thursday, December 21 <sup>st</sup> at 7:00 pm	Regular Board Meeting

Notes:

1. The Board may wish to hold the work session after the new General Manager is employed and decide whether it should be an in-person or virtual meeting.
2. The Board may wish to hold this work session (typically held in July or August) after the new General Manager is employed.
3. The Board has held annual town hall meetings since 2011; a town hall meeting was not held last year. These meetings were usually held on Sundays between 2:00 - 4:00 pm. However, in 2017, a meeting was held on Thursday between 7:30 – 9:30 pm. The Board may wish to consider holding a meeting in December and decide whether it should be an in-person or virtual meeting.

The Board approved the schedule by consensus.

8e. Establish a Date to Review GHI's Proposed New Website

On August 11, 2022, the Board approved a contract with Human Service Solutions to rebuild GHI's website using 'Wordpress' as its software platform. This action was taken because the operating system (Drupal 7) for our current website was replaced by Drupal 9 in November 2022, and upgrading to the new Drupal platform necessitated an overhaul of the website.

On September 1, 2022, the Board directed the Communications and Marketing Committee to work with staff and Human Service Solutions in reorganizing the layout and content of GHI's website during the re-design project. Much of the content on GHI's website that is relevant to members has been moved to the member portal of Yardi (an integrated property management software system), and the website has been improved to become more usable and current in its content, design, and technology.

This item is on the agenda for the Board to establish a date for the Communications and Marketing Committee to present the new website for the purpose of obtaining feedback from the Board about its layout and content.

**Motion: I move that the Board of Directors hold a work session with the Communications and Marketing Committee on June 12, 2023 at 7:00 pm to review GHI's proposed new website.**

Moved: James

Seconded: Kapfer

Carried 8-0

8f. Maryland Energy Administration Weatherization Grant (Attachment #3)

Building Change Inc., a 501(c)(3) non-profit organization working with support from members of the Municipal Collaboration and jurisdictions in the Southern and Central Districts of Maryland, are providing weatherization upgrades funded by a Maryland Energy Administration (MEA) grant. Qualified homeowners can obtain upgrades at no cost that will save money on monthly utility bills and make their homes more energy efficient. Typical upgrades include: - energy audits, insulation, air-sealing, duct-sealing, heating, and cooling equipment.

Attachment #3 is an application form for weatherization upgrades. The Board should consider whether to encourage GHI members to apply for weatherization upgrades, and if upgrades to GHI units should be undertaken with oversight by GHI's staff.

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors direct the Buildings Committee to recommend whether GHI members should be encouraged to apply for weatherization upgrades funded by a Maryland Energy Administration Grant, and if such upgrades to GHI units should be undertaken with oversight by GHI's staff.**

Moved: James

Seconded: Hess

Carried: 8-0

8g. Motion to Hold a Closed Meeting on June 1, 2023

**Motion: I move to hold a Closed Meeting of the Board of Directors at 7:00 pm on June 1, 2023.**

Moved: Hess

Seconded: Kapfer

Carried: 8-0

8h. Motion to Hold a Closed Meeting Immediately Following the Open Meeting on May 18, 2023

**Motion: I move to hold a Closed Meeting immediately following this Open Meeting.**

Moved: Hess

Seconded: James

Carried: 8-0

9. Items of Information

9a. Letters Requesting to the P.G County Council to Amend Rent Control Bill CB-007-2023 (Attachments 4a-4c)

On February 16, 2023, the Board authorized Board President Brodd to send a letter to the Prince George's County Council, requesting GHI to be exempted from any rent control restrictions due to the County Council's enactment of CB-007-2023 (Attachment #4a). Attachment #4b is the

letter that President Brodd wrote, and Attachment #4c is a letter that the National Association of Housing Cooperatives sent to the County Council on GHI's behalf. The Manager provided an update on this matter.

9b. President's Items

President Brodd thanked the membership for their participation in the Annual Meeting and welcomed the new Board members.

9c. Board Members' Items

Vice-President McKinley welcomed the new Board members.

Secretary James mentioned there has been a lot of disappointment expressed about the Annual Meeting, mailing times of meeting documents, and is working on compiling a list of "Lessons Learned."

9d. Audit Committee's Items

None

9e. Manager's Items

GM Ralph welcomed the new Board members.

**Motion: To adjourn.**

Moved: Hess

Seconded: McKinley

Carried: 8-0

The meeting adjourned at 7:58 pm.

Ed James  
Secretary