

GHI Board of Directors  
**Open Meeting**  
**(Virtual Zoom)**  
**June 1, 2023**  
*Starts after GDC Open Meeting ends*

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

Excused Absences: 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

Brian Levin, Project Manager

Bill Jones, Audit Committee Chair

Dave Benack, Audit Committee

Tom Jones, Nominations and Elections Chair

56-E Ridge Road

8-A Ridge Road

President Brodd called the meeting to order at 7:52 pm.

1. Approval of Agenda

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

Moved: James

Seconded: Larkin

Carried: 8-0

2. Statements of Closed Meetings

2a. Statement of a Closed Meeting of the Board of Directors Held on May 18, 2023  
(Attachment #1a)

GHI's Board of Directors held a Closed Meeting at 8:03 pm on May 18, 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 April 6, 2023	(vii)
2. Consider Approval of the Following Contract: <ul style="list-style-type: none"><li>• 2023 Contract for Parking Lot Repairs</li></ul>	(vi)
3. A legal matter	(iv)
4. Complaint Matters	(iv)

During the meeting, the Board of Directors authorized the Manager to enter into a contract with CPE, Inc. to undertake parking lot repair work during 2023, comprised of milling and overlay of surfaces at 3 sites, sealcoating/stripping/numbering at 16 sites and striping at 10 sites, at the contractor's bid price of \$48,121.00, plus 10% for contingencies, for a total cost not to exceed \$52,993.00.

A motion to hold the Closed Meeting was approved during the Open Meeting on May 18, 2023, by Directors Baron, Boyd, Brodd, Hess, James, Kapfer, Larkin, and McKinley.

2b. Statement of a Closed Meeting of the Board of Directors Held on June 1, 2023  
(Attachment #1b)

GHI's Board of Directors held a Closed Meeting at 7:00 pm on June 1, 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 April 20, 2023	(vii)
2. Member Financial Matters	(viii)
3. Consider Approval of the Following Contracts: <ul style="list-style-type: none"><li>• 2023 Contract for Sidewalk Repairs</li><li>• 2023 Contract for Repairs of Structural Deficiencies in Crawlspace of Nine Units</li></ul>	(vi)
4. Member Complaint Matters	(iv)
5. Legal Matters	(iv)

During the meeting, the Board of Directors authorized the following contracts:

- a) A contract with Lanham Construction Company to undertake the repairs of concrete sidewalks at sixty-seven (67) sites, at the contractor's bid of \$41,337.50, plus an allowance of 10% for contingencies, for a total not to exceed \$45,471.
- b) A contract with 58 Foundations to repair structural deficiencies in the crawlspaces at nine (9) GHI units, at the contractor's bid price of \$36,200 plus 10% for contingencies for a total not to exceed \$39,820.

A motion to hold the Closed Meeting was approved during the Open Meeting on May 18, 2023, by Directors Baron, Boyd, Brodd, Hess, James, Kapfer, Larkin, and McKinley.

3. Visitors and Members (Comment Period)

55-E Ridge Road expressed appreciation to the GHI maintenance staff for responding quickly to address an electrical issue in his home.

4. 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:**

- Tenants by the Entirety, 4-P Laurel Hill Road,
- Joint Tenants, 34-B Ridge Road,
- Joint Tenants, 38-H Ridge Road.

Moved: James

Seconded: McKinley

Carried: 8-0

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

- Tenants by the Entirety, 12-D Laurel Hill Road is hereby changed to Sole Owner.

Moved: James

Seconded: Hess

Carried: 8-0

5. Committee Reports

Director McKinley reported that the Storm Water Management Subcommittee met with representatives from the city of Mt. Rainier to discuss their use of permeable materials. Director McKinley advised the meeting was very informative. She also reminded members that the subcommittee would not be meeting in June and would be meeting on the second Wednesday of each month beginning in July 2023.

Director McKinley reported that the Buildings Committee is excited to assist with encouraging volunteers to participate in the Pipe Replacement and Refurbishment Pilot Program.

Director McKinley reported that the Member Handbook and Board Policies Standardization Task Force has decided on the font and style for the handbook and is now ready to move to the substance of the document. The task force is also exploring an increase to meeting frequency to help move the project along.

6. For Discussion/Action

6a. Approve Minutes of the Open Meeting Held on April 20, 2023 (Attachment #2)

**Motion: I move that the Board of Directors approve the minutes of the Open Meeting held on April 20, 2023 as presented.**

Moved: James

Seconded: McKinley

Carried: 6-0-2

Abstained: Baron, Boyd

6b. GHI Solar PVES Year One (1) Production Report (Attachment #3)

In 2018, GHI entered into a Power Purchase Agreement (PPA) with Sustainable Energy Systems LLC, (SES) whereby SES financed and constructed a 133KW (AC) solar photovoltaic energy system (PVES) on the premises of the Administration Building Complex. Under the terms of the

PPA, it was intended that SES would own the system and GHI would purchase electrical energy for a minimum of 15% less than the costs charged by Pepco.

On November 18, 2021, the Board reviewed a financial spreadsheet that Board Treasurer Chuck Hess, Director Jason Luly, and Finance Committee member Bill Jones prepared, which showed that an option for GHI to purchase the system had a net present value of \$547,426; whereas, the original PPA option had a net present value of \$331,924. i.e., purchasing the Solar PVES would be \$215,502 better in 2021 dollars, based on the following assumptions:

- Electric prices would increase 0.553% annually.
- GHI would forego paying Pepco \$23,496 during the first year of the system's operation by utilizing all the electrical energy it produced. The original PPA or 'lease option' would require GHI to pay SES 85% of that amount, or \$19,972.
- Monies invested by GHI would earn 2.5% annually.
- By acquiring the system, GHI would earn \$61,558 in Solar Renewable Energy Credits (SREC) during the first ten years of its operation. (*An SREC is the amount paid to a solar energy generator for every 1,000 kWh or 1 MWh of electricity produced by a solar system*).

On March 3, 2022, the Board of Directors approved a **pre-paid** Power Purchase Amendment to the original Solar Power Purchase Agreement, whereupon GHI paid SES \$258,155.52; SES now owns the system for a period of six (6) years and will then donate it to GHI. It was estimated that GHI would recover the cost of purchasing the system within nine (9) years due to reduced electrical costs and income from Solar Renewable Energy Credits. SES guaranteed that the system would produce 80% of the expected power production for five (5) years. The table below lists the kilowatt hour (kWh) amounts that SES is obligated to ensure the system produces under the Minimum Cumulative Production Guarantee by the end of year three (3) and the end of year five (5). Should the system not produce the minimum cumulative kilowatt hours guaranteed by the end of either year three or year five, SES is required to reimburse GHI for such production shortfall at the rate of \$0.11 per kilowatt hour.

Year	Estimated Annual Production (kWh)	80% of Annual Estimated Production Guarantee (kWh)	Minimum Cumulative Production Guarantee (kWh)
1	156,643	125,314	
2	155,781	124,625	
3	154,925	123,940	373,879
4	154,073	123,258	
5	153,225	122,580	619,718

The Solar PVES began operating on February 23, 2022. Attachment #3 is a Year One (1) Production Report from SES which states that the total production for the one-year period from February 23, 2022 to February 22, 2023 was 161,069 kilowatt hours or 103% of the expected first year production. Pepco; however, submitted electrical bills to GHI showing that the system generated 134,840 kilowatt hours during the same period and issued us a total credit of \$24,243.10 based on their kwh readings. SES and staff are working with Pepco to resolve this discrepancy.

As of February 22, 2023, the system generated 161 SRECS which GHI sells through a broker (Sol Systems). Maryland SREC prices in 2022 were roughly \$58 per unit; hence it is expected that Sol Systems will pay GHI an estimated \$9,338 at the end of May 2023 for the SRECS generated during the first year.

This item is on the agenda for discussion.

6c. Select Dates for Four (4) Meetings

This item is on the agenda for the Board to select dates for the following four (4) meetings:

Type of Meeting	Proposed Meeting Date	Remarks
1. Work session between the Board of Directors and Green-belt City Council	Wednesday, August 2nd at 7:30 pm	The work session will be held in a hybrid format (in-person in Council Chambers and via Zoom). The City Council is also able to meet on either Monday August 21 <sup>st</sup> or Wednesday, August 23 <sup>rd</sup> at 7:30 pm.
2. Work sessions to develop the Board's Strategic Action Plan for the 2023-2024 term	Sunday, August 20th from 1:00 – 4:00 pm and Monday, August 21st from 7:00 to 10:00 pm	The Board may consider an in-person meeting on August 20 <sup>th</sup> and a virtual meeting on August 21 <sup>st</sup> .
3. Membership Townhall Meeting	Tuesday, December 5 <sup>th</sup> from 7:00 to 9:00 pm	The Board may wish to consider holding an in-person meeting only. Topics to be discussed may include the 2024 Budget, 2023 Replacement Reserve Study Report and Pipe Replacement and Refurbishment Pilot Program.
4. Annual Membership Meeting	Thursday, May 9, 2024 at 7:30 pm	The Board may wish to consider holding an in-person meeting only.

The Board may decide on dates for the meetings by consensus.

*The Board decided by consensus to accept all dates as proposed above.*

6d. Proposed Topics for Discussion with GHI's Legal Counsel on June 22, 2023

On June 22, 2023 at 7:00 pm, Joe Douglass of the firm Whiteford, Taylor & Preston, LLP will conduct an orientation and discussion for the new Board of Directors. The orientation will educate Board members about their duties and how to run an effective Board. The discussion will address legal matters of interest to the Board. The topics that Mr. Douglass discussed with the Board on March 31, 2022, were as follows:

- a) Display of flags and signs - Occasionally, some members complain about displays of signs and flags in neighboring premises. What restrictions should GHI consider imposing regarding the display of flags and signs on units and in yards?
- b) Disposition of a unit after a member is deceased – GHI does not have any specific regulations to ensure timely transfer of the membership interest in a unit to a new member.
- c) Granting exceptions to rules and regulations – Ramifications of granting too many exceptions to rules and regulations.
- d) H06 insurance policies – Could GHI require members to obtain HO6 insurance policies?

- e) Occupancy Criteria Rules – From time to time, staff encounters situations where adjacent members complain that a unit has been unoccupied for more than a year; however, the absentee member is easily able to provide documentation based on the current Occupancy Criteria Rules to show that they reside in the unit. Should the Occupancy Criteria Rules be tightened?
- f) Marijuana use – Effective July 1<sup>st</sup>, marijuana will have a legal classification for medicinal and recreational purposes in Maryland. With this change, what restrictions could community associations like GHI impose on marijuana use?
- g) Member Complaints Procedure – The procedure does not expressly address handling complaints against non-member tenants, or complaints by a non-member against a member when an incident occurs on GHI's premises. Should the procedure be revised to include these situations?
- h) Members on multiple Mutual Ownership Contracts – At present there is no Bylaw provision or other policy restrictions against a member obtaining a membership interest in multiple units. Should the cooperative formulate a policy regarding this issue, and if so, what restrictions should be considered?
- i) Publication of audiovisual recordings of open Board and committee meetings – what are the pros and cons of publishing these recordings on GHI's website?
- j) Unofficial GHI social media platforms – What actions should GHI take to protect itself from liability?

The Board should decide (by consensus) what topics it would like Mr. Douglass to discuss on June 22, 2023.

*President Brodd requested Board members to send any additional suggested topics to him for inclusion.*

#### 6e. Request the Buildings Committee to Recommend the Type of Membranes for Main Roofs, Porch Roofs, and Attached Garage Roofs for Block Masonry Units

The flat, main roofs, porch roofs, and attached garage roofs for GHI's masonry block units currently have black single-ply EPDM (Ethylene Propylene Diene Monomer) membranes. EPDM is attached to roofs by adhesives, and fasteners are used to anchor it in difficult to reach areas. The EPDM roofs on the 256 main units were originally installed by contractors from 1997 to 2004. Fifty-three (53) roofs were replaced in 2022 with EPDM membranes and thirty-two (32) roofs have been selected for replacement during 2023, based upon their ages (23 to 26 years) and current condition. The life expectancy for an EPDM roof system as stated in GHI's Replacement Reserve Plan is twenty-four (24) years. EPDM membranes were installed on the attached garage roofs by contractors and on the porch roofs by GHI's maintenance staff.

TPO (Thermoplastic Polyolefin) is one of the fastest growing roofing systems on the market. It is made up of a single-ply membrane that can be used to cover flat roofs. TPO

typically comes in a white color, which can help reflect the sun's light and stop heat buildup within a building. It can be attached with adhesives or fastened directly to the roof deck. It can also be heat welded in places around chimneys and other protrusions. Some research studies have documented that the projected lifespan of TPO is somewhat of an unknown, due to disparities in the manufacturing process of TPO from one manufacturer to the next, but most estimates are between 10 and 25 years. Some manufacturers can provide warranties against material defects from 5 to 30 years.

Staff requests the Board to request the Buildings Committee to recommend whether GHI should install either EPDM or TPO membranes on the surfaces of main roofs, porch roofs, and attached garage roofs for block masonry units.

**Motion: I move that the Board of Directors request the Buildings Committee to recommend whether EPDM or TPO membranes should be installed on main roofs, porch roofs, and attached garage roofs for block masonry units, stating the pros and cons of each product and the rationale for the Committee's recommendation by August 31, 2023.**

Moved: Hess

Seconded: Boyd

Carried 8-0

**Motion: I move that the Board of Directors request the Architectural Review Committee to recommend whether EPDM or TPO membranes should be installed on main roofs, porch roofs, and attached garage roofs for block masonry units, stating the pros and cons of each product and the rationale for the Committee's recommendation by August 1, 2023.**

Moved: Baron

Seconded: Hess

Carried 8-0

6f. Request by External Organizations for Contributions (Attachment #4a-4d)

GHI's Contributions Policy, shown in Attachment #5a, outlines the process for requesting a contribution. All requests should fit one or more of the stated criteria. An updated chart of contributions made to external organizations during the past six (6) years is shown in Attachment #5b. The following two (2) organizations are requesting contributions from GHI:

A. Greenbelt Labor Day Festival Committee

Attachment #5c is a letter from the Greenbelt Labor Day Festival Committee requesting a contribution towards promotion of the 69<sup>th</sup> Annual Labor Day Festival that is held annually in September in the center of Greenbelt.

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors approve a contribution of \$500.00 to the Greenbelt Labor Day Festival Committee towards its promotion of the 69<sup>th</sup> Annual Labor Day Festival held in September 2023 in the center of Greenbelt.**

B. Greenbelt Volunteer Fire Department and Rescue Squad

Attachment #5d is a letter from the Greenbelt Volunteer Fire Department and Rescue Squad that requests a donation towards their annual General Fund Drive.

This item is on the agenda for discussion and action.

**Motion: I move that the Board of Directors approve a contribution of \$500.00 to the Greenbelt Volunteer Fire Department and Rescue Squad General Fund Drive.**

6g. Summary Report re: Members Willing to Participate in the Pipe Replacement and Refurbishment Pilot Program

Water supply pipes in masonry homes and waste pipes in frame and masonry homes are approaching the end of their useful lives and must be replaced or refurbished. Last year, the Board adopted a recommendation from the Buildings Committee to conduct a Plumbing Repair and Refurbishment Pilot Program involving 24 to 32 units, to test alternative technologies to ‘hard pipe replacement.’

Staff advertised in the GHI E-newsletter from August 29, 2022 until the end of September last year for member volunteers who were willing to participate in the program. Because of a tepid response, the Board directed the Finance Committee to recommend financial incentives to encourage members to participate. The Board adopted the Finance Committee’s recommendation on March 16, 2023, and further advertisements for volunteers were placed in the GHI e-newsletter from March 20 until May 1, 2023.

The table below shows that to date, all members residing in two (2) rows of block units, three (3) rows of brick units and two (2) rows of frame units, i.e., a total of 30 units, have volunteered to participate in the program. Altogether, 98 members volunteered to participate in the program; a breakdown of their addresses is shown in Attachment #5.

**Summary of Rows of Units with all Members Volunteering as of May 30, 2023**

	Block	Brick	Frame
Desired quantity of rows to participate in the Pilot Program	2	2	3
Number of rows where all members have volunteered to participate	2	3	2
<u>Qty of 2-unit rows</u> where both members have volunteered to participate	1	0	0
<u>Qty of 4-unit rows</u> where all 4 members have volunteered to participate	1	2	1



<u>Qty of 6-unit rows</u> where all 6 members have volunteered to participate	0	1	1
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Staff proposes that the following actions should be undertaken to initiate the Pilot Program:

- a) Select the specific rows of units to be included in the program in consultation with the Buildings Committee and inform the members.
- b) Decide on the specific pipe repair/refurbishment technologies to be employed in each row of units, in consultation with the Buildings Committee.
- c) With the assistance of the Buildings Committee, prepare a draft Memorandum of Understanding (MOU) to clarify the roles and responsibilities of GHI and members participating in the program. Meet with the pilot members to discuss the MOU. After the MOU is finalized, it should be signed by each member.
- d) Hire an engineering consulting firm to prepare the technical specifications for the pipe repair/refurbishment project. The specifications will be included in a Request for Proposals (RFP) document that will be sent to pipe repair/refurbishment contractors to solicit bids for the work to be done.
- e) Award a contract to a contractor(s) to perform the work.

This item is on the agenda for discussion.

#### 6h. Motion to Hold a Closed Meeting on June 15, 2023

**Motion: I move to hold a Closed Meeting of the Board of Directors at 7:00 pm on June 15, 2023.**

Moved: James  
Abstained: McKinley

Seconded: Hess

Carried: 7-0-1

#### 7. Items of Information

##### 7a. President's Items

President Brodd requested the Board to consider and decide to hold an in-person work session at the GHI Administrative Building on June 12, 2023 at 7:00 pm to review the new website. President Brodd also asked Board members to consider which committees they would like to serve as liaison's for.

##### 7b. Board Members' Items

Vice-President McKinley advised that she would be out of town from June 3, 2023 through June 21, 2023, but would like to remain the Board liaison for the Member Handbook and Board Policies Standardization Task Force and for the Buildings Committee.

Director Hess inquired if the Audit Committee had begun recruitment for the open position on the committee. Audit Committee Chair, Bill Jones, advised they had not.

Director Kapfer suggested that the Board run the Memorandum of Understanding (MOU) for the plumbing pilot program past GHI's legal counsel for content.

7c. Audit Committee's Items

None

7d. Manager's Items

Director of Finance, Joe Perry, advised Board members that the monthly stipends are delayed, but will be sent out shortly. Joe also confirmed with the Board that all monetary incentives being offered to members volunteering for the plumbing pilot program could be provided via credits to the individual coop accounts. President Brodd said that he believed that was a part of the Board's motion when the incentives were voted on.

**Motion: To adjourn.**

Moved: Hess

Seconded: McKinley

Carried: 8-0

The meeting adjourned at 9:33 pm.

Ed James  
Secretary