

Minutes  
GHI Board of Directors  
March 25, 2010

Present: Hickey, James, Agans, Novinski, Lewis, McFadden and Morse.

Excused Absence: Mazursky and Boswell

Others in Attendance:

Gretchen Overdurff, General Manager  
Eldon Ralph, Assistant General Manager  
Joe Perry, Director of Finance  
Dianne Wilkerson, Chair, Audit Committee  
Eileen Boswell  
Henry Haslinger, Audit Committee  
Dorothy Lauber, Audit Committee  
Kathleen Gallagher  
Zack Ferris (prospective member).

Joan Krob, Director of Member Services,  
as recording secretary  
Tom Sporney, Manager of Technical Services  
Ginny Jones  
Kris White  
Jacqueline Tabor  
Ethan Tabor  
Catherine McHugh  
Cynthia Newcomer

President Agans called the meeting to order at 7:30 p.m. Three items were added to the agenda: 6l.- Investment Committee, 6m - Maryland Legislature Bill, and 6n. - Right-of-Way Discussion.

1. Approval of Agenda

**MOTION: TO APPROVE THE AGENDA AS REVISED.**

Moved: Lewis

Seconded: Morse

Carried 6

2. Visitors and Members

Ethan Tabor asked for clarification pertaining to subleasing; specifically, why the lender is obligated to provide GHI with written approval for him to sublease since GHI has already approved his request. Tabor said that he has been unsuccessful in obtaining anything in writing from his lender, Bank of America. General Manager Overdurff explained the provision in the loan documents requiring the lender's approval. Overdurff suggested that the current confusion in the lending industry might be a contributing factor in obtaining required approval.

**MOTION: THE BOARD OF DIRECTORS GIVES AN EXCEPTION TO ETHAN AND JACQUELINE TABOR, 18L RIDGE ROAD, TO SUBLEASE THEIR HOME WITHOUT THE WRITTEN PERMISSION FROM THEIR LENDER, BANK OF AMERICA FOR THE TWO YEARS THEY WILL BE OUT OF THE COUNTRY.**

Moved: Lewis

Seconded: McFadden

Carried 6

Zach Ferris, prospective member, stated he is looking forward to being part of the GHI community.

3. Approval of Membership Applications

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

- **EDMUND KENNY AND BROOKE KENNY, 73S RIDGE ROAD (TENANTS BY THE ENTIRETY.)**
- **KIM GRAHAM, (SOLE OWNER)**

Moved: James

Seconded: McFadden

Carried 6

4. Committee Reports

- a. Web Design Work Group. Cynthia Newcomer explained the proposed web site survey and how the questions were selected. She noted that the survey would be given out at pre-purchase orientations and through a door-knocking campaign. Newcomer noted that the survey is based on a proven methodology.
- b. Woodlands and Companion Animal Committees. Kris White, Chair of CAC, spoke to the joint Woodlands/CAC effort to launch a rigorous education campaign and enforcement of rules relating to free-roaming cats. This item appears as item 6h on the agenda. .
- c. Member and Community Relations. Director James shared information about the appreciation luncheon on April 18.
- d. Architectural Review Committee. Director Novinski stated that ARC had no pending issues; that the Yard Line Committee is continuing to move forward in its work.
- e. Finance Committee. Director Lewis stated that the Finance Committee has been charged with finding a way to fund the measuring instruments needed for the Buildings Committee Pilot Project. Lewis noted that it will be meeting with the Buildings Committee Pilot Project Work Group on April 7. She noted further that the Investment Committee is on tonight's agenda. Lewis spoke of the problem members are experiencing with the Census Questionnaire since members' addresses are not complete and many people may not be receiving the questionnaire. A discussion about the problem ensued with suggestions offered on how the issue might be resolved.
- f. Communications Committee. Director Morse suggested that members take advantage of the *Communicator*. Director Lewis noted that the crowning of the winners of the Spring Haiku contest sponsored by the Communications Committee will take place at the annual meeting.
- g. Buildings Committee: Director James stated that the Buildings Committee met twice this month and will soon select the homes for the proposed pilot project.

5. Consent Agenda

**MOTION: TO APPROVE THE CONSENT AGENDA.**

Moved: James

Seconded: Morse

Carried 6

6a. *Approval of Minutes January 14, 2010*

**MOTION APPROVED BY CONSENT AGENDA: TO APPROVE THE MINUTES OF JANUARY 14, 2010.**

6b. *2010 Slate Roof Contract - 2<sup>nd</sup> Reading*

**SUGGESTED 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 SLATE ROOF**

***REPLACEMENT PROGRAM AT 34 HOMES AS DESCRIBED ABOVE, AS DIRECTED BY GREENBELT HOMES, AT THE BID, \$415,898.42, PLUS 10% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$457,488.***

6c. Yard Line Certification: 2 Northway

The Board received the Committee's recommendation for newly established yard plats at 2 Court Northway. No members from 2 Northway were present and no apparent problems surfaced as a result of the new drawings.

**MOTION: THE BOARD OF DIRECTORS DOES APPROVE YARD PLATS FOR 2 COURT NORTHWAY AS PRESENTED.**

Moved: Novinski

Seconded: James

Carried 6

6d. Proposed Bylaw Change from N&E

The N&E Committee recommends changes to Articles IV, X, and III of the bylaws and provided suggested wording for Article IV (dealing with election period time frames and proxy voting,) and Article X (pertaining to default delay in effective date for amendments affecting meeting or election procedures.) N&E Committee pointed out areas in Article III pertaining to "joint membership" which they found to be problematic; however, no suggested wording was presented. General Manager Overdurff stated that GHI's legal counsel found no language in the bylaws prohibiting joint-members from serving concurrently on elected committees. A brief discussion ensued with pros and cons being offered by board members.

**MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED BYLAW CHANGES TO ARTICLE IV, AS PROPOSED BY THE N&E COMMITTEE AT THE MARCH 25<sup>TH</sup> BOARD MEETING, AND DIRECTS STAFF TO INCLUDE THEM AS AN ACTION ITEM ON THE AGENDA FOR THE 2010 ANNUAL MEMBERSHIP MEETING.**

Moved: Lewis

Seconded: Morse

Carried 6

**MOTION: THE BOARD OF DIRECTORS CONCURS WITH THE RECOMMENDED BYLAW CHANGES TO ARTICLE X, AS PROPOSED BY THE N&E COMMITTEE AT THE MARCH 25<sup>TH</sup> BOARD MEETING, AND DIRECTS STAFF TO INCLUDE THEM AS AN ACTION ITEM ON THE AGENDA FOR THE 2010 ANNUAL MEMBERSHIP MEETING.**

Moved: Lewis

Seconded: Novinski

Carried 6

**CONSENSUS: PLACE ARTICLE III OF THE BYLAWS ON THE NEXT BOARD AGENDA FOR CLARIFICATION BY THE BOARD OF DIRECTORS WHETHER TO PLACE THIS ISSUE ON THE AGENDA OF MEMBERSHIP MEETING WITH SUGGESTED WORDING FOR CHANGE OR REFER TO THE BYLAWS COMMITTEE.**

#### 6e. Next Steps of Strategic Plan

President Agans referred to the compilation of suggestions of community assets identified earlier by Board members and asked that additional responses be given to her prior to Monday's mini-retreat. Director Hickey stated he would be unable to attend on Monday.

#### 6f. Purchase of Vehicles

The maintenance department seeks to purchase two small used pickup trucks for the daily activities of the grounds team. They will replace the following two vehicles which will either be sold or donated to charity.

- A Ford ranger pick-up truck that was acquired in 1986. This vehicle has been used by the grounds team for daily maintenance activities. The vehicle leaks oil badly and the transmission requires a major overhaul, the cost of which would exceed the value of the vehicle.
- A Mitsubishi pick-up truck that was acquired in 1991. This vehicle has been used by the grounds team for daily maintenance activities. The vehicle leaks oil badly, needs extensive body repairs (e.g. the driver's door sags, severe rust damage to bed and rear tail gate, etc) and the steering components are badly worn.

The replacement reserve plan has budgeted \$24,750 for the purchase of vehicles in 2010. Given the nature of the duty cycle for these vehicles and the condition of the current vehicles, staff proposes saving money by foregoing a new vehicle purchase and obtaining two used vehicles in 2010.

#### New vehicle option

Quotations for new vehicles were obtained from the following dealerships:

Dealer	Type of vehicle	Cost	Remarks
Carmax	2010 Toyota Tacoma	\$17,200	Total price <u>includes estimated costs of taxes, tags and registration for vehicle.</u>
Ourisman Chevrolet	2010 Chevrolet Colorado (manual)	\$17,400	Total price <u>includes estimated costs of taxes, tags and registration for vehicle.</u>
Carmax	2010 Toyota Tacoma (4wd, manual)	\$20,400	Total price <u>includes estimated costs of taxes, tags and registration for vehicle.</u>
Academy Ford	2010 Ford Ranger	\$20,500	Total price includes estimated costs of taxes, tags and registration for vehicle.

#### Used vehicle option

Successful procurement of a desirable used vehicle requires acting quickly once identifying one. The process of having two readings by the Board might jeopardize its purchase. Staff therefore suggests that the Board pre-approve the purchase of a used vehicle based on the following criteria:

- The vehicles should be either Chevy Colorado, Ford Ranger or Toyota Tacoma 2-wheel drive, 4 cylinder pick-up trucks

- The cost should not exceed \$12,375. This amount is approximately 70% of the cost of a new vehicle from Carmax and includes estimated sales taxes, registration and related transfer fees.
- The vehicle should not be older than six years.
- The mileage should not exceed 50,000 miles
- The purchase price should not exceed the Kelly Blue book price for a vehicle of its type, age and mileage.
- The vehicle will be thoroughly inspected and test-driven by GHI's mechanic.
- A Carfax report will be obtained to check out the vehicle's history. (Carfax searches its nationwide databases and provides title, odometer, problem and registration check reports).

If staff is unable to acquire a suitable used vehicle by April 15<sup>th</sup> 2010, it requests approval from the Board to purchase one new vehicle from Carmax at a cost not to exceed \$17,500.

**MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR FIRST READING, TO PURCHASE EITHER TWO USED CHEVY COLORADO, FORD RANGER OR TOYOTA TACOMA PICK-UP TRUCKS AT A COST NOT TO EXCEED \$12,141 EACH; OR ONE NEW CHEVY COLORADO, FORD RANGER OR TOYOTA TACOMA PICK-UP TRUCK FROM CARMAX AT A COST NOT TO EXCEED \$17,500.**

Moved: Novinski

Seconded: Lewis

Carried 6

6g. 2010 Spring Concrete Contract – 1<sup>st</sup> Reading

In the first quarter of 2010, staff solicited bids to replace concrete sidewalks and a number of steps at forty-five (45) locations throughout GHI. The Board was provided addresses of the specific locations, how the locations were chosen and reminded that \$50,000.00 is budgeted in 2010 for concrete repairs. Bids were sought from ten independent contractors with six bids returned: Choice Concrete - \$26,062.63; Willis Concrete Construction - \$26,274.10; CPE, Inc. - \$35,684.40; GMC Contractors, Inc. - \$30,517.20; Alcoa Concrete & Masonry - \$29,672.50 and Luna Concrete, Inc. - \$29,590.96. Choice Concrete Construction, the lowest bidder, has provided concrete sidewalk repairs and curb and gutter for parking lots as a subcontractor in prior years and staff recommends their company for GHI's 2010 spring concrete sidewalk replacement needs.

**MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR FIRST READING, TO ENTER INTO A CONTRACT WITH CHOICE CONCRETE CONSTRUCTION FOR THE SPRING REPAIRS OF CONCRETE SIDEWALKS AT 45 SITES AT ITS BID OF \$26,062.63, PLUS 10% FOR CONTINGENCIES, FOR A TOTAL NOT TO EXCEED \$28,669.00.**

Moved: Lewis

Seconded: Morse

Carried 6

6h. Woodlands and Companion Animal Committees' Request

Kris White, Chair of CAC, spoke to the joint Woodlands/CAC request that the Board support their effort in launching a rigorous education campaign and enforcement of rules relating to free-roaming cats. White shared various incidents involving cats-at-large and stated compelling reasons for turning this trend around. The Board concurred that an education campaign would be beneficial;

however, it was reluctant to take a hard line at enforcing the rules in this regard. Board members acknowledged the difficulty in enforcing cats-at-large but reaffirmed that the Member Complaints Process is for handling egregious issues. White stated that the CAC would utilize the Pet Expo and the Annual Meeting for education purposes. A suggestion was offered that the Committee might want to consider cat behavior workshops to help educate members.

6i. Schedule Buildings Committee Work Session

The Buildings Committee has been working diligently to devise a pilot rehab program, through which insulation of building envelopes and heating methodology for each of the home groups will be explored. The Committee is desirous of meeting with the Board to share recommendations and receive Board approval to move forward in this direction. The Committee would like to present the program to the members at the annual meeting in May.

**CONSENSUS: THAT THE BOARD HOLD A JOINT WORK SESSION WITH THE BUILDINGS AND FINANCE COMMITTEES ON APRIL 12, 2010 AT 7 P.M.**

6j. Lender Name Change: Monument Bank

Clark Financial, one of GHI's first and foremost lenders of share loans, has been assumed by Monument Bank. GHI has been assured that the only change occurring is in the name of the institution and that financing will continue as in past years. The Board was provided information about Monument Bank.

**MOTION: THE BOARD OF DIRECTORS APPROVES OF MONUMENT BANK AS A RECOGNIZED LENDER OF SHARE LOAN FINANCING TO GHI MEMBERS AND DIRECTS THAT IT BE ADDED TO THE LIST OF APPROVED LENDERS.**

Moved: Lewis

Seconded: Hickey

Carried 6

6k. Snow Emergency Procedures Task Force

It became apparent that GHI's current snow removal plan is not sufficient to cope with such heavy snow as fell in February of this year. As a result of the serious challenge that presented itself this year in adequately clearing the snow to member satisfaction, coupled with resultant comments from concerned members about the issue, staff suggests forming a task force to refine and enhance GHI's current snow plan. Matt Berres, Manager of Maintenance Operations, has offered to head up the task force and management is asking that the Board appoint two to three members to serve in this regard.

**CONSENSUS: TO ESTABLISH A SNOW REMOVAL TASK FORCE CONSISTING OF MATT BERRES, MANAGER OF MAINTENANCE OPERATIONS; KRIS WHITE, 14K HILLSIDE ROAD AND TWO TO THREE ADDITIONAL MEMBERS, ONE TO BE SELECTED FROM THE LIST OF COURT LIAISONS.**

6l. Investment Committee Recommendations

The Investment Committee recommends that GHI loan up to \$1.6 million to Greenbelt Development Corporation towards the purchase of the Lawrence Apartments. The rationale behind the recommendation is that it would be a sound investment for GHI with low risk but a higher return than other safe investments. Although the Investment Committee did not agree on a recommended amount for the loan the suggestions ranged from \$650,000 to \$3.2 million. The amount of the loan would ultimately depend upon the terms of financing available and the need for replacement reserve funds in the short term to cover the scheduled replacements and the imminent rehab pilot project. Pros and cons of making such a loan were discussed with the following actions taken:

**MOTION: THE BOARD OF GREENBELT HOMES, INC. APPROVES A \$1 MILLION LOAN TO GREENBELT DEVELOPMENT CORPORATION FOR THE PURCHASE OF THE LAWRENCE APARTMENTS.**

Moved: Lewis

Seconded: Novinski

Carried 7

**MOTION: THAT THE INTEREST RETURN RATE ON THE LOAN OF \$1 MILLION TO GREENBELT DEVELOPMENT CORPORATION TO PURCHASE THE LAWRENCE APARTMENTS BE SET AT 6.5%.**

Moved: Morse

Seconded: Lewis

Carried 7

**MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE HIRING OF CHESAPEAKE FINANCIAL ADVISORS TO PROVIDE AN EVALUATION OF GHI'S INVESTMENT POLICY AND REPORT ON THE SPECIFIC QUESTIONS POSED BY THE COMMITTEE FOR A FLAT FEE OF \$500.**

Moved: Lewis

Seconded: Morse

Carried 6

6m. Maryland Legislative Matters

President Agans referred to a proposed bill that would require licensing of property managers in Maryland and Virginia. Agans asked if the Board wished to write legislators supporting such a bill. She suggested that such legislation might be useful at some later date in hiring a replacement for the general manager. The Board discussed the ramifications of the bill in terms of cost and mandatory course work to acquire licensing designation. There seemed to be agreement among board members that such a bill would benefit homeowner associations but not necessarily cooperatives classified as common interest community. Director Lewis stated that the co-op legislative work group meeting was cancelled and she informed the group that GHI is so busy right now that it would be unable to look at this issue until June at the earliest.

President Agans stated that Metro is cutting back the number of bus routes serving Greenbelt and spoke of the negative impact this will have for residents. Agans encouraged that GHI send a letter by April 2 that it does not support the cuts; board members offered suggested phrases for inclusion in the letter.

President Agans shared information from the joint Board/City Council work session on the Crescent Road right-of-way issue. She inquired if the Board wanted to recommend a preference regarding an easement around a telephone pole. The Board chose to let the City make the decision.

7. Items of Information:

President Agans reminded the Board of early May conferences that will be occurring in Washington, D.C., noted the Ten Courageous Things to Build Community and reviewed the Board's Task List and the calendar of events for April.

8. President

President Agans pointed out that there are three committees without chairpersons: Marketing, Member and Community Relations and Communications.

9. Board Members

**Director Hickey** invited board members to participate in a lively and open dialogue about issues of the day with Kojo; the show will be at the Community Center, April 20 from 7-9 p.m. **Director James** elaborated on a lock-out incident that occurred and took over two hours before being addressed. **Director Lewis** summarized her recent experience at the Convention Center where she was able to attend three workshops on legal matters, legislation in Maryland and energy efficiency. **Director Morse**, recalling the recent right-of-way issue, acknowledged City Council's sympathetic nature in handling the matter. **Audit Committee Chair Wilkerson** noted that a member was not aware she had won a beautification award until she read about it in a recent issue of *The Communicator*.

10. Manager

General Manager Overdurff advised that an additional foreclosure has surfaced bringing pending foreclosures in GHI to three. She was unable to offer any strategy or method to avoid such unfortunate action.

**MOTION: TO ADJOURN.**

Moved: Lewis

Seconded: Morse

Carried 7

The meeting adjourned at 10:25 p.m.

Ed James  
Secretary