

Minutes
GHI Board of Directors
April 12, 2007

Present: Agans, Alpers, Lauber, Lewis, McFadden (8:34 pm), Moore, Morse, Ready

Excused Absence: Hudson

Others in Attendance:

Gretchen Overdurff, General Manager	Marat Moore, Audit Committee
Stephen Ruckman, Director of Finance	Michael Iacangelo, Audit Committee
Eldon Ralph, Director of Physical Services	Genevieve Courbois, Recording Secretary
Joan Krob, Director of Member Services	Beverly Dziduch
Brenda Lewis, Director of Human Resources	Mike Sanders
Tom Sporney, Staff Engineer	Ed James
Matt Berres, Landscape Specialist	Kristin Camp
Dianne Wilkerson, Chair, Audit Committee	David Speer, Topdot Mortgage

President Lewis called the meeting to order at 7:32 p.m.

1. Approval of Agenda

President Lewis added *Support for City Budget Funding Caseworker Position* as Item 6q. Director Ready suggested that agenda items brought by guests, members, and staff be addressed first. The revised agenda was approved by consensus.

2. Visitors and Members

No discussion.

3. Approval of Minutes

MOTION: TO APPROVE THE MINUTES OF FEBRUARY 22, 2007.

Moved: Moore

Seconded: Ready

Carried 6-0

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:

- PATRICIA L. BENTON
- CHERIE J. JONES
- MICHELLE M. KRETSCH
- JEANNETTE M. HOLMAN
- ANN LAUDRY LOMBARDI

Moved: Lauber

Seconded: Moore

Carried 6-0

MOTION: THAT THE BOARD OF DIRECTORS APPROVE THE FOLLOWING MUTUAL OWNERSHIP CONTRACTS CHANGES AT THE TIME OF SETTLEMENT:

- **NANCY BIRNER AND EDWARD BIRNER, TENANTS BY THE ENTIRETY, TO NANCY BIRNER, SOLE OWNER**
- **DAVID S. KATZ, SOLE OWNER, TO DAVID S. KATZ AND JESSICA D. KATZ, TENANTS BY THE ENTIRETY**
- **EDWARD J. HULBERT AND DANIEL D. HULBERT, JOINT TENANTS, TO DANIEL D. HULBERT AND CATHERINE HULBERT**

Moved: Lauber

Seconded: Moore

Carried 6-0

6. Committee Reports

No discussion.

6a. EZ Pay Drawing

Kenneth & Katherine Jarva, won the quarterly drawing for a \$200 credit towards the payment of coop fees.

6b. New Lender – Topdot Mortgage

President Lewis said that Topdot Mortgage has not provided financial information; therefore the Board cannot consider it for approval as a lender at this time. Loan officer David Speer addressed the Board and gave an overview of services Topdot Mortgage provides. Mr. Speer explained that the owner was reluctant to provide the financial information and that the company is on file with the Maryland Department of Banks. President Lewis emphasized that the Board cannot act on the request without seeing financials.

6c. Yard Line Certification: 61 Ridge Road

Member Mike Sanders, inquired how yard lines were drawn. Director Ready explained the procedure used. Mr. Sanders said that it appeared a yard line was drawn through his flower bed, and he was concerned he would have to move the plants. Staff Engineer Sporney said that the plans as drawn may not be accurate. Director Ready assured Mr. Sanders he would not have to relocate the plants at this time if the yard line is in fact through the flower bed.

MOTION: THE BOARD OF DIRECTORS DOES APPROVE YARD PLATS FOR 61 COURT RIDGE AS PRESENTED.

Moved: Moore

Seconded: Lauber

Carried 6-0

6d. Hedge Height and Setback Guidelines

Director Ready distributed the Board directive she drafted regarding hedge height from the March 22nd Board meeting which specifically excepted bamboo. General Manager Overdurff corrected some information provided in the Manager's Memorandum and explained that staff is requesting clarification if bamboo should conform to the 5' hedge height maximum along public walkways because of safety concerns and hazards it poses during inclement weather. Director Ready said this would seem to be a reconsideration of the issue rather than a clarification. Landscape Specialist Berres explained that by not citing bamboo staff will create a discrepancy by not enforcing a rule for a maximum height of plants in a hedge row; he wants to ensure consistency and needs to be able to instruct his inspectors on how to address all plants in a hedge row.

The Board reviewed the rules regarding bamboo and questioned if these rules were on the website and in members' handbooks. Director Ready expressed her frustration that on March 22nd it seemed that a Board decision was needed for staff to get the Community Beautification program underway; she said that the Board could have spent the past three weeks reviewing this issue in-depth as was suggested by Director Morse.

President Lewis stated that the new hedge height directive seems to convey that a rule can be ignored. She said that an exception could be requested by a member who does not wish to trim a certain plant to the maximum height. In response to a question from Director Morse, she said that time to comply would be built into the process and that the member could attend a work session. Director Ready inquired if bamboo, in general, appears to distinctly be part of a hedge row, or if its reach is broader. Berres gave examples of where the bamboo has expanded outside of the hedge row, and also explained how he envisions the citation process would work in terms of sidewalk-bounded hedges. Director Alpers raised the issue of selective enforcement if some plants are excepted from the hedge height rule which would not be a "defensible position." She made a motion to include bamboo in the citation process; however, she withdrew it when Director Ready said that the motion made at the March 22nd meeting should first be rescinded.

MOTION: TO RESCIND THE FOLLOWING MOTION MADE AT THE MARCH 22, 2007, MEETING: TO CITE ALL HEDGES OVER 5' ALONG INNER WALKWAYS WITH THE EXCEPTION OF BAMBOO AND TO INVITE NON-COMPLYING MEMBERS TO A BOARD WORK SESSION AFTER THEIR SECOND INSPECTION AND BEFORE FFS.

Moved: Ready
Opposed: Lauber

Seconded: Moore

Carried 5-1

MOTION: MOVE THAT BOARD GUIDANCE REGARDING HEDGE HEIGHT AND SETBACK COMPLIANCE SHALL BE AS PER THE MOTION OF MARCH 22ND WITH THE EXCEPTION THAT BAMBOO WILL BE INCLUDED IN CITING HEDGES.

Moved: Alpers
Opposed: Lauber, Morse

Seconded: Moore

Carried 5-2

6e. Proposed Rules Change §VII.B.7 - Access to Fenced Yards of End Homes

Staff Engineer Sporney explained that this rule clarification came about after a member challenged the rule. Sporney said that language has been added to make the rule stronger for end homes by requiring two gates (a gate in both the garden side and service side yards if they are adjacent to common areas or access walks.) ARC voted 5-0-0 to forward the revised recommended rules changes to the Board.

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§VII.B.7. *Each fenced areas of a gardenside or serviceside yard shall be accessible from the adjoining common area or walk by at least one (1) non-locking, thirty-six (36) inch width gate opening; an end home with fence bordering both gardenside and serviceside common area or access walk shall have two (2) gates. A gate shall be self-supporting, unobstructed, and shall be of similar material and design as the fencing. Common sidewalks established by GHI and access paths shall not be blocked by fences or additions. The location of the gate shall be approved by the Technical Services Department. Please bear in mind that in order for garbage collection to be made, the City of Greenbelt requires sufficient passageway to each unit so that trash collectors will have free access with their baskets.*

MOTION: THE BOARD OF DIRECTORS DOES APPROVE CHANGES TO GHI RULES §VII.B.7., REGARDING ACCESS TO FENCED END YARDS, AS PRESENTED ABOVE.

Moved: Ready

Seconded: Agans

Carried 6-0

6f. Proposed Rules Change §X.F.4 - Acceptable Roofing Materials for Additions

Staff Engineer Sporney said this rule clarification is based on a permit request; staff acknowledges that the rules should be more specific. In response to a question from Director Ready, Sporney explained that acceptable roofing material for additions is driven by roof pitch rather than by the roofing material on the original home. Director Ready understood that the roof pitch of an addition needed to match the roof slope of the unit, e.g., a block home addition would have a flat roof. Sporney said that the rules state that the roof pitch should be “compatible” which he feels is a matter of interpretation. The rules regarding roof pitch, said Sporney, state that the “roof line of an addition should be the same type as the original structure, or blend in with the existing line” which he feels is vague. He stated that manufacturer’s recommendations are reflected in the acceptable roofing material grid. Director Ready suggested that the phrase “based on roof pitch” be added to §X.D.13 for clarification.

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§X.F.4. The exterior building color shall be compatible with that of the main structure to which the addition or enclosure is attached. The exterior building materials shall match the main structure or adjacent additions or shall blend with the surroundings. (See section D-12 for rules on Vinyl Siding.) ~~Roofing shingles shall be standard and shall be compatible with the main structure roofing in size and color.~~ *Roof covering material shall comply with §X.D.13. §X.D.13 Based on roof pitch, acceptable roofing material for additions are as follows:*

		<i>original home</i>		
<i>roof pitch</i>	<i>material</i>	<i>brick</i>	<i>block</i>	<i>frame</i>
$\geq 3:12$	<i>shingles</i>	Ok	Ok	Ok
	<i>slate</i>	Ok	<i>no</i>	<i>no</i>
$< 3:12$	<i>asphalt sheet (modified bitumen only)</i>	Ok	Ok	Ok
$\leq 1:12$	<i>EPDM (ethylene diene propylene monomer)</i>	Ok	Ok	Ok
	<i>any corrugated roof panels</i>	<i>no</i>	<i>no</i>	<i>no</i>

Any other roofing materials shall be only as acceptable to GHI staff and approved by the Board of Directors.

MOTION: THE BOARD OF DIRECTORS DOES APPROVE CHANGES TO GHI RULES §X.F.4., AND §X.D.13., REGARDING ACCEPTABLE MATERIAL FOR ADDITION ROOFS, AS PRESENTED ABOVE AND REVISED.

Moved: Ready

Seconded: Moore

Carried 6-0

6g. Copy Machine Lease – 2nd Reading

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO LEASE A KONICA MINOLTA BIZHUB 420 COPIER FROM COMMONWEALTH DIGITAL OFFICE SOLUTIONS, AT A MONTHLY LEASE RATE OF \$274.00.

Moved: Ready

Seconded: Agans

Carried 6-0

6h. 2007 Slate Roof Contract – 2nd Reading

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 AS DIRECTED BY GREENBELT HOMES, AT A COST NOT TO EXCEED \$294,983.

Moved: Ready

Seconded: Agans

Carried 6-0

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 REPLACE COPPER GUTTERS AND

DOWNSPOUTS AT 37A-D RIDGE, 4E-H SOUTHWAY, 2A-B RIDGE, 56 J-K CRESCENT AS DIRECTED BY GREENBELT HOMES, AT A COST NOT TO EXCEED \$22,844.

Moved: Agans

Seconded: Moore

Carried 6-0

6i. 2007 Spring Concrete Contract – 2nd Reading

MOTION: THE BOARD OF DIRECTORS AUTHORIZES THE MANAGER, FOR SECOND READING AND FINAL PASSAGE, TO ENTER INTO A CONTRACT WITH CPE, INC., FOR THE SPRING SEASON REPAIRS OF CONCRETE SIDEWALKS FOR A COST NOT TO EXCEED \$24,579.

Moved: Ready

Seconded: Moore

Carried 6-0

6j. Membership Criteria – Qualifying Debt Ratios

General Manager Overdurff explained that potential members have requested exceptions to the debt ratios allowed by Greenbelt Homes (currently 28%) based on other criteria. She said that if the Board feels the ratio should be reviewed, this could be referred to the Marketing Committee. Director Ready felt that the ratio should stay as is and that GHI should remain conservative in this area. Director Alpers requested that the Marketing Committee provide justification for any recommended change to the ratio.

CONSENSUS: THAT THE MARKETING COMMITTEE RESEARCH QUALIFYING DEBT RATIOS AND REPORT BACK TO THE BOARD.

6k. Establish Legislative Committee

President Lewis said that the Board will be setting up a Legislative Committee; Director Morse will serve as Board liaison.

CONSENSUS: TO ESTABLISH A LEGISLATIVE COMMITTEE.

6l. Bylaws Change

The voting procedures of the past several years have not complied with the directives stated in the Bylaws. As a result, the Bylaws Sub-committee, chaired by Director Ready, was given the assignment of revising this bylaws provision. Following are the revisions suggested by this committee for Article IV, Section 8.c under Nominations and Elections.

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Article IV

Membership Meetings

Section 8 - Nominations and Elections

- c. The directors of the Corporation and members of the Audit Committee shall be elected by secret ballot during the recess of the annual meeting of the Corporation ~~between the hours~~

~~of 7 a.m. and 8 p.m.~~ at a polling place or places to be designated by the Board of Directors, provided, however, that members to whom voting cards have been issued prior to recess of the annual meeting may receive and cast their secret ballots immediately following that publicize appropriate procedures to guarantee the integrity of the ballot box. Elections shall be by the plurality system of voting, the procedures, rules, and regulations of which shall be session of the meeting. *The day following the annual meeting, polls shall be open at least from 7-10 a.m. and 5-8 p.m.* The Nominations and Elections Committee shall adopt and determined by the Nominations and Elections Committee, subject to approval or modification by the membership. Members of the Nominations and Elections Committee shall be elected during the annual meeting. In case of any tie vote in any election, the successful candidate shall be chosen by lot.

MOTION: THE BOARD OF DIRECTORS APPROVES OF THE BYLAWS COMMITTEE’S RECOMMENDED CHANGES TO ARTICLE IV, SECTION 8, NOMINATIONS AND ELECTIONS, AND DIRECTS THAT THIS CHANGE BE PRESENTED TO THE MEMBERSHIP FOR A VOTE OF APPROVAL AT THE ANNUAL MEMBERSHIP MEETING TO BE HELD MAY 17.

Moved: Alpers

Seconded: Moore

Carried 7-0

It was noted that the current bylaws will be followed at the upcoming annual meeting.

6m. Code of Ethics

Director Ready summarized the changes made by the Ethics sub-committee. She suggested that perhaps Board candidates should sign a document stating they would uphold the code of ethics. It was voiced that current board members should sign such a document as well.

MOTION: THE BOARD OF DIRECTORS ACCEPTS THE CODE OF ETHICS.

Moved: Moore

Seconded: McFadden

Carried 7-0

CONSENSUS: GENERAL MANAGER OVERDURFF AND PRESIDENT LEWIS TO DRAFT A DOCUMENT TO BE SIGNED BY CURRENT MEMBERS AND BOARD CANDIDATES FOR REVIEW AT THE NEXT BOARD MEETING.

Director Morse felt that an expectation for one to “obey” the code of ethics was too strong – he emphasized that it should regarded as a tool. Audit Committee member Iacangelo inquired about a difference in obligation and the need to agree to a standard.

6n. Annual Meeting Agenda

Director Agans requested that the Greener Greenbelt Initiative be added to the agenda; it will be added under old business. Director Ready noted that if members would like to petition to have an item added to the agenda, the materials must be received 35 days in advance of the meeting. Director Agans inquired about the ballots. Director of Member Services Krob explained that ballots have been given to members during registration with the actual casting taking place at the recess of the meeting; however, concern has been voiced that some members left the meeting early and gave their ballots to others to

cast. Member Kristin Camp, suggested posting the annual meeting agenda to the GHI website as well as the manager's memorandum for each Board meeting.

MOTION: THE BOARD OF DIRECTORS APPROVES OF THE FOLLOWING DOOR PRIZES TO BE AWARDED AT THE 2007 ANNUAL MEMBERSHIP MEETING:

- **CERTIFICATES TOWARD CO-OP FEES IN THE AMOUNT OF \$250 AND \$150**
- **FIVE \$10 GIFT CERTIFICATES TO THE CO-OP SUPERMARKET AND FIVE \$10 GIFT CERTIFICATES TO THE NEW DEAL CAFÉ.**

Moved: Alpers

Seconded: Moore

Carried 7-0

6o. Support for City Budget Funding Caseworker Position

President Lewis explained that the City of Greenbelt budget did not include funding for another case worker in the Greenbelt Cares/GAIL program and emphasized that GHI does need social services support. She asked if Board members, as citizens and representatives of the Coop, would consider supporting GAIL's request. Director McFadden voiced her support and stated that this would be of benefit for all residents of Greenbelt. Director Ready was unsure of how GAIL caseworkers operate and their priorities within the community. Audit committee member Iacangelo inquired if Greenbelt CARES was part of the City of Greenbelt. He was informed that it is. Director Morse inquired if caseworkers act in a referral capacity. General Manager Overdurff said that the caseworkers provide free counseling and presentations.

CONSENSUS: TO SUPPORT THE FUNDING OF A CASEWORKER POSITION BY THE CITY OF GREENBELT IN ITS BUDGET.

6p. Review Board Task List

The Board discussed and revised the Board Task List. In response to a question regarding the extent of encroachment by non-GHI entities, Director of Physical Services Ralph said that staff could assess this situation by looking at property maps. President Lewis requested that committees review their committee assignments list at their next meetings so that the document can be finalized in advance of the new Board.

6q. Review "Action Items" from Governance Planning

General Manager Overdurff said that this document, which presents notes from the March 10th governance workshop, is a planning tool for future strategic planning. Director Agans suggested that more detail be included on some items.

7. Items of Information

No discussion.

8. President

President Lewis announced two appointments: Harriett Phelps to the Sustainable Design and Practices Committee and Ed Hickey as chair of ARC. She said that Candidates Night will be on

May 8th at 7:30 pm. She said that the Potomac Valley Chapter of AIA plans to purchase the University of Maryland structure built for the 2007 Solar Decathlon and use it as an office in conjunction with the Greener Greenbelt initiative. Chapter executive director Lloyd Unsell will make a presentation to the Board about locating the structure in GHI for a \$1 rental fee. President Lewis feels this could be a “tremendous possibility” for GHI. General Manager Overdurff questioned if current zoning would allow for this. Director of Physical Services Ralph said the structure would require ¼ acre.

9. Board Members

Director Alpers reported on the Washington Metropolitan Chapter Community Associations Institute (WMCCAI) conference and expo she attended on March 31st with Director Agans, General Manager Overdurff, and Landscape Specialist Berres.

Director Agans announced a Greener Greenbelt open house will be held in the Roosevelt Center on April 28.

Audit Committee member Moore expressed her support for the ethics document.

Audit Committee member Iacangelo was interested in looking at some of the material Director Alpers collected at the WMCCAI conference.

10. Manager

General Manager Overdurff said the NCB’s annual meeting will be on May 3rd. She also announced that a resident from Greenhills, Ohio would visit GHI tomorrow.

MOTION: TO RECESS TO EXECUTIVE SESSION.

Moved: Moore

Seconded: Ready

Carried 7-0

The meeting recessed at 9:40 p.m.

Dorothy Lauber
Secretary