Minutes GREENBELT DEVELOPMENT CORPORATION BOARD OF DIRECTORS July 7, 2016

<u>Board Members Present</u>: Brodd, Hess, Holland, James, Jones, Marcavitch, McFadden, and Skolnik <u>Excused Absence</u>: Novinski <u>Others in Attendance</u>:

Eldon Ralph, GHI General Manager	Waymond & Helen Joynes
Joan Krob, GHI Director of Member	Beth Fendlay
Services	John S. Powelson, Naylor Gardens Co-op
Joe Perry, GHI Director of Finance	Iris A. Avery, Naylor Gardens Co-op
Tom Sporney, GHI Director of Homes	Sonja Mitchell, Naylor Gardens Co-op
Improvement Program	Marc Ferrara, Naylor Gardens Co-op
Paul Kapfer, Audit Committee	Judith Davis, City of Greenbelt
Molly Lester, Audit Committee	Claudia Jones
Laurie & Ben Hertz	Henry Haslinger
Laurie & Garrett Kowaluk	Monica Johnson, Recording Secretary

President Skolnik called the meeting to order at 7:33 p.m.

1.	Approval of Agenda
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Motion: To approve the agenda.

Moved	: Hess	Seconded: James	Carried: 8-0
2.	Approval of Minutes		

<u>Motion:</u> The Board of Directors does approve the minutes as revised for the June 2, 2016 meeting.

Moved: James

Seconded: Hess

Carried: 8-0

3. <u>Review GDC's Bylaws</u>

Staff suggests that the Board appoint a task force to review the Bylaws for the Greenbelt Development Corporation and recommend changes that may be necessary. For example, there is an apparent anomaly regarding the process for selecting officers as illustrated by the following two Articles:

• <u>ARTICLE II, Stockholders Meeting, Section 1-Annual Meeting:</u> The annual meeting of the stockholders shall be held in June of each year, with the exact date set by the GDC Board of Directors, at which meeting they shall elect, by plurality vote, a Board of Directors and officers..... • <u>Article III, Directors, Section 5 – Meetings:</u> After each election of directors, the newly elected directors may meet for the purpose of organization, the election of officers

The Bylaws prescribe that the Board may designate committees, each to consist of two or more directors of the Corporation and that the president shall ex officio, be a member of all committees. Hence, the Board should follow this provision in establishing a taskforce or committee to review the Bylaws.

Motion:I move that the Board of Directors establish an ad-hoc committee to review the
bylaws of the Greenbelt Development Corporation and recommend changes that
should be made. The committee shall provide its recommendations by October 31,
2016.2016.
Moved: HessSeconded: HollandCarried: 8-0

Motion: To Adjourn.

Moved: Hess

Seconded: Marcavitch

Carried: 8-0

The meeting adjourned at 7:37 p.m.

Ed James Secretary