

**Minutes of the  
BOARD OF DIRECTORS MEETING  
Held: September 24, 2015**

Approved: October 8, 2015

A meeting of the Columbia Association Board of Directors was held on Thursday, September 24, 2015, at the Columbia Association Building. Present were Chairperson Jeanne Ketley and members Reg Avery (arrived at 8:45), Dick Boulton, Brian Dunn, Janet Evans, Alan Klein, Nancy McCord, Gregg Schwind (arrived at 7:50 p.m.), Andrew Stack (via phone) and Chao Wu. Also present were CA President/CEO Milton W. Matthews, Chief Staff Liaisons Susan Krabbe and Norma Heim, Governance Chief of Staff Jane Dembner, and General Counsel Sheri Fanaroff.

**1. Call to Order:** The Board of Directors Meeting was called to order at 7:29 p.m. by the Chairperson, Jeanne Ketley.

**2. Announcement of Closed/Special Meetings Held/To Be Held:**

The **Audit Committee** held a closed meeting on September 21, 2015 at the Columbia Association Building. Members present were Gregg Schwind, Chao Wu, Reginald Avery, James Young and Edward Berman. The vote to close the meeting was 5-0-0.

The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-111 (4)(i) Discussion of matters pertaining to employees and personnel, and (iv) Consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 9:24 p.m. until 10:32 p.m.

**3. Approval of Agenda:**

Item 12(a) Strategic Implementation Committee meeting was moved to follow Item 12(b) External Relations Committee.

**Action:** Ms. McCord moved that the agenda be approved as amended. Mr. Klein seconded the motion, which passed. Vote: 8-0-0.

For: Messrs. Boulton, Dunn, Klein, Stack and Wu, and Mses. Ketley, Evans and McCord

**4. Disclosure of Conflicts of Interest:** none

**5. Resident Speakout:**

(a) Joan Lancos, Hickory Ridge, spoke about development projects in Columbia, and praised Mr. Stack for attending her village's board meeting and Mr. Matthews for attending community events.

**6. Approval of Minutes of September 10, 2015**

Ms. Ketley said that, in Line 9, "Chairwoman" should be changed to "Chairperson."

**Action:** Ms. McCord moved that the minutes be approved as amended; Mr. Wu seconded the motion, which passed. Vote: 8-0-0.

For: Messrs. Boulton, Dunn, Klein, Stack and Wu, and Mses. Ketley, Evans and McCord

Mr. Klein asked about the revision of the July 23 minutes and was told the revision is not yet ready.

**7. Chairperson's Remarks:** None.

**8. President's Report:** Mr. Matthews mentioned the death of Robert E. Simon, founder of Reston, Virginia. He also praised the school-themed President's message written by Janet Loughran, and gave kudos to Nick Mooneyhan for obtaining his Certified Golf Course Superintendent credential and for leading the successful

effort to maintain Audubon Cooperative Sanctuary status for Hobbit's Glen and Fairway Hills golf courses. Mr. Matthews congratulated Barbara Kellner on receiving the Preservationist of the Year award from Preservation Howard County, and he welcomed Marlys East as Managing Director of Columbia 50th Birthday Celebration. He noted the 15<sup>th</sup> Annual BikeAbout will be held on Saturday, September 26, a Discover Downtown 5K and Fun Walk is scheduled for Sunday, September 27, and an Open House at CA's new headquarters is set for Saturday, October 24. Tours, refreshments and membership specials will be offered during the open house.

Mr. Matthews and Ms. Dembner explained a federal proposal to reduce rent subsidies for lower income people and suggested that CA write a letter to the Department of Housing and Urban Development opposing the plan, which would reduce Howard County recipients' subsidies by approximately 25%. Mr. Matthews and Ms. Ketley will sign the letter.

Regarding the CA Board of Directors Dashboard for FY16 Quarter 1:

- Mr. Klein asked for comparisons of projections for Haven on the Lake memberships over time compared to goal numbers. He also said the design of a graph on page three made a small increase in memberships look greater.

*Mr. Schwind arrived at 7:50 p.m.*

- Mr. Wu asked for figures showing facility use by hour.
- In response to a question from Ms. Evans, Ms. Heim explained why 117 free Haven on the Lake memberships were given.
- Mr. Schwind asked for data about how many people living on CA-assessed property have memberships.
- Mr. Boulton requested year-to-year comparisons of figures for social media and website visits.

## **9. Committee Chairs' Remarks**

- (a) Board Operations Committee: none
- (b) External Relations Committee: none
- (c) Planning and Strategy Committee: none
- (d) Strategic Implementation Committee: none
- (e) CA Representatives to the Inner Arbor Trust Board of Directors: Mr. Boulton mentioned a letter from IAT and Mr. Schwind talked about recommendations for IAT Board oversight.
- (f) Audit Committee: Mr. Schwind said CA's auditor has provided financial oversight recommendations that can be offered to IAT.

## **10. Recommendations for Board Action**

- (a) Consent Agenda – None
- (b) Approval of Revised Process to Elect the Board Chair and Vice chair  
During discussion, members decided to change the Revised Process for Electing the Board Chair and Vice Chair.  
**Action:** Mr. Boulton moved that the following changes be made to "Revised Process to Elect the Board Chair and Vice Chair":
  - On Page 1, delete the first sentence in bullet 2 and delete "redacted" from bullet 4
  - On Page 2, delete the first sentence in bullet 3 and delete "redacted" from bullet 5Mr. Klein seconded the motion, which passed. Vote: 9-0-0  
For: Messrs. Boulton, Dunn, Klein, Schwind, Stack and Wu, and Mses. Ketley, Evans and McCord

## **11. Special Topics and Presentations -- none**

## **12. Committee Agendas**

(b) External Relations Committee (*moved to precede SIC meeting*)

1. Discussion

(a) Policy on Sponsorships (2<sup>nd</sup> discussion)

During discussion, members decided to change the CA Sponsorship Policy as follows:

- On Page 1, paragraph 7, delete “Events Manager, reporting to CA’s;” change “Director” to “Department;” and change “evident” to “prominent”
- On Page 2, paragraph 3, delete “At the discretion of;” change “may” to “will;” and change “In the judgement of the President/CEO” to “It is reasonably expected that.”

**Action:** Mr. Klein moved that the ERC recommend that the Board accept a revised version of the CA Sponsorship Policy. Mr. Dunn seconded the motion, which passed. Vote: 3-0-0.

*Mr. Avery arrived at 8:45 p.m.*

(b) Discussion of Constituent Groups to be invited to Stakeholders Dinners

The External Relations Committee discussed which groups should be invited to stakeholder dinners and how many dinners should be scheduled for this fiscal year.

**Action:** Mr. Boulton moved that dinners be held with 1) Chamber of Commerce, 2) state delegation and county elected officials, 3) directors of the League of Women Voters of Howard County and Howard County Citizens Association, and 4) village board chairs and village managers. Mr. Klein seconded the motion, which passed. Vote: 2-1-0

For: Messrs. Boulton and Klein

Against: Mr. Dunn

Abstain: none

**Action:** Mr. Dunn moved that the full Board vote on which groups will be invited to stakeholder dinners. Mr. Boulton seconded the motion, which passed. Vote: 3-0-0.

(c) Board Members’ Attendance at Advisory Committee Meetings

Mr. Klein said Board members have signed up to meet with all of CA’s Advisory Committees.

(d) Committee Tracking Form

In response to a question about the Carillon Bells item, Ms. Krabbe said more information will be forthcoming on October 8 as part of the budget process.

(a) Strategic Implementation Committee (*moved to follow ERC meeting*)

1. Discussion

(b) Howard County Easement Request – Kings Contrivance – Open Space Lot 282

Daniel D’Amore, Open Space Maintenance Division director, described the county’s request for a stormwater management pond drainage and utility easement at Murray Hill Pond #1.

**Action:** Mr. Schwind moved that the SIC recommended that the Board approve an easement for Open Space Lot 282 associated with Murray Hill Pond #1 in Kings Contrivance. Ms. Evans seconded the motion, which passed unanimously. Vote: 3-0-0.

(c) Howard County Easement Request – Kings Contrivance – Open Space Lot 284

Mr. D’Amore described the county’s request for a stormwater management pond drainage and utility easement associated with Murray Hill Pond #2.

**Action:** Mr. Schwind moved that the SIC recommended that the Board approve an easement for Open Space Lot 284 associated with Murray Hill Pond #2 in Kings Contrivance. Ms. Evans seconded the motion, which passed. Vote: 2-0-1.

For: Mr. Schwind and Ms. Evans

Against: none

Abstain: Mr. Avery

- (a) CA Board Guidance to CA Representatives on the Inner Arbor Trust Board of Directors *[moved to follow Item 12(a)1(c)]*

The Board discussed ways to increase the IAT Board's oversight of the IAT. Suggestions included having regularly-scheduled meetings, sharing best practices regarding financial oversight, and requesting more detailed quarterly financial reports. CA's IAT reps (Messrs. Boulton, Schwind and Matthews) will draft guiding principles for ways to increase the IAT Board's oversight of the IAT. If Board members have suggestions, they can send them to the IAT representatives.

- (d) Committee Tracking Form

**13. Reports**

- (a) FY 16 1<sup>st</sup> Quarter Financial Report
- (b) FY 16 1<sup>st</sup> Quarter Financial Statements

Ms. Krabbe said the report and statement were presented in detail during the most recent Audit Committee meeting.

**14. Tracking Forms**

- (a) Tracking Form for Board Requests: no additions
- (b) Tracking Form for Resident Requests: no additions

**15. Talking Points:** Recording Secretary Valerie Montague read the Talking Points.

**16. Adjournment:** The meeting was adjourned at 10:25 p.m.

**17. A closed meeting** of the Board of Directors followed adjournment of the open meeting.

Respectfully submitted,

Valerie Montague  
Recording Secretary