

**Minutes of the
BOARD OF DIRECTORS MEETING
Held: November 10, 2016**

Approved: January 26, 2017

A meeting of the Columbia Association Board of Directors was held on Thursday, November 10, 2016 at Columbia Association headquarters. Present were Chairman Andrew Stack and members Alan Klein, Brian Dunn, Chao Wu, Dick Boulton, Gregg Schwind, Janet Evans, Lin Eagan, Reg Avery and CA President/CEO Milton W. Matthews. Nancy McCord was absent. Also present were Vice President/CFO Susan Krabbe and General Counsel Sheri Fanaroff.

1. Call to Order: The Board of Directors Meeting was called to order at 10:59 p.m. by Chairman Andrew Stack.

2. Announcement of Closed/Special Meetings – None

3. Approval of Agenda

Action: Mr. Stack suggested that the agenda be amended to remove all items except the vote to fund the Downtown Columbia Partnership (DCP). Mr. Avery moved to amend the agenda to remove all items except the vote on DCP funding. Mr. Wu seconded the motion, which passed. Vote: 8-1-0.

For: Messrs. Stack, Dunn, Wu, Boulton, Schwind and Avery, and Mses. Eagan and Evans

Against: Mr. Klein

Abstain: none

4. Disclosure of Conflict of Interest (postponed)

5. Approval of Minutes of October 27 (postponed)

6. Chairman's Remarks (postponed)

7. Reports Submitted (postponed)

8. Board Action

(a) Consent Agenda – none

(b) Board Votes

1. Downtown Columbia Partnership

Mr. Matthews said granting funds to the Downtown Columbia Partnership (DCP) represents an investment in downtown. He noted that residential properties generate \$24 million of CA's \$37 million annual charge revenue, while commercial properties generate the remainder (\$13 million). Most future growth in Columbia will be in the downtown area, with the commercial sector investing in the area via their developments. And, as development increases, CA's annual charge revenue will increase.

Board members questioned the issue of CA paying nearly half of DCP's budget when most other partners aren't contributing toward that budget. They asked which portion of CA's budget would be reduced in order to provide a grant to DCP. They also asked to see a DCP business plan and to possibly gain additional seats on the DCP board. Board members discussed giving a lesser amount than the \$490,000 requested. They discussed the fact that providing this grant at this time would commit CA to contribute funding to DCP for only one year (beginning May 1, 2017), and that various

conditions could arise that would affect whether or not CA provides funding in future years and/or what stipulations CA might attach to any such future funding.

Action: Mr. Klein moved that CA give the Downtown Columbia Partnership a grant of \$200,000, subject to a grant agreement, and request that the county executive give CA a second seat on the DCP board when a seat becomes available. Mr. Boulton seconded the motion, which passed. Vote: 8-1-0

For: Messrs. Stack, Dunn, Klein, Boulton, Schwind and Avery, and Mses. Eagan and Evans

Against: Mr. Wu

Abstain: none

9. Tracking Forms (postponed)

10. Talking Points (postponed)

11. Adjournment: The meeting was adjourned at 11:40 p.m.

Respectfully submitted,

Valerie Montague
Recording Secretary