

Minutes of the Board of Directors Meeting November 10, 2011

Approved: November 22, 2011

A meeting of the Columbia Association Board of Directors was held on November 10, 2011, at 7:39 p.m. at the Columbia Association building. Present were the Chair, Michael Cornell, and members Alex Hekimian, Ed Coleman, Phil Kirsch, Tom Coale, Andy Stack, Cynthia A.S.H. Coyle, Shari Zaret, Suzanne Waller, and Gregg Schwind (who arrived at 8:04 p.m.); and Staff Liaisons Rob Goldman, Marc Kolp, Susan Krabbe, and Chick Rhodehamel; and President Phillip Nelson.

Board Monitoring Form The Board monitoring form will be sent via email in the morning; the Board members were reminded to fill it out and send it back.

Announcement of Closed/Special Meetings Held/to be Held There were no closed meetings to report.

Mr. Cornell announced that the draft of the proposed legislation had been removed from the agenda for further work by the staff and Board Operations Committee, and for more input from the community.

Approval of the Agenda

Action: Ms. Waller moved to approve the agenda and Ms. Coyle seconded. Mr. Cornell asked that item number 8.(b)1., Approval of Proposed Legislation be removed from the agenda. Ms. Coyle asked that the Board take action to release the memo from Shari Fanaroff on the proposed legislation, and that item became item number 8.(b)1. The agenda was unanimously approved as amended.

Vote: 9-0-0

For: Mses. Zaret, Waller, and Coyle; and Messrs. Cornell, Hekimian, Coleman, Kirsch, Coale, and Stack

Against: None

Abstain: None

Approval of Minutes

Action: Ms. Waller moved to approve the minutes of October 27, 2011, and Mr. Kirsch seconded. The minutes were approved unanimously.

Vote: 9-0-0

For: Mses. Zaret, Waller, and Coyle; and Messrs. Cornell, Hekimian, Coleman, Kirsch, Coale, and Stack

Against: None

Abstain: None

Resident Speakout

- (a) Paul Verchinski of Oakland Mills spoke on behalf of CA's Senior Advisory Committee in supporting a 10% Senior discount on all CA services.

Chairman's Remarks Mr. Cornell reported that the Board Operations Committee approved the Agenda Preparation Document and the Planning Matrix. After discussion of the propriety of the BOC approving these documents without input from the rest of the Board, the Chair asked that a discussion addressing the concerns be added to the next Board Operations Committee meeting.

Recommendations for Board Action

- (a) **Consent Agenda** There were none.

Mr. Schwind arrived at 8:02 p.m.

(b) Other Recommendations for Action

1. Release of Memo from CA Counsel on Proposed HOA Legislation

Action: Ms. Coyle moved, and Mr. Coale seconded that the confidential memo from Shari Fanaroff, CA's Counsel, on the proposed HOA legislation be released to the public. The motion passed unanimously.

Vote: 10-0-0

For: Mses. Zaret, Waller, and Coyle; and Messrs. Cornell, Coleman, Coale, Hekimian, Kirsch, Schwind, and Stack

Against: None

Abstain: None

2. Approval of Transparency Policy The Transparency Policy was approved unanimously.

Vote: 10-0-0

For: Mses. Zaret, Waller, and Coyle; and Messrs. Cornell, Coleman, Coale, Hekimian, Kirsch, Schwind, and Stack

Against: None

Abstain: None

3. Approval of Five Recommendations in the Transparency Policy The five recommendations in the Transparency Policy were approved unanimously.

Vote: 10-0-0

For: Mses. Zaret, Waller, and Coyle; and Messrs. Cornell, Coleman, Coale, Hekimian, Kirsch, Schwind, and Stack

Against: None

Abstain: None

Committee Agendas

(a) Planning and Strategy Committee

1. Discussion

(a) Proposals for Employee Compensation Framework (3rd Reading)

Action: After extensive discussion, Ms. Zaret moved and Mr. Coleman seconded that the committee recommend to the Board approval of policy statements 1 through 5 on employees' compensation. Minor changes to item 3 were suggested and accepted as friendly amendments, and the motion passed unanimously.

Vote: 3-0-0

For: Ms. Zaret and Messrs. Coleman and Hekimian

Against: None

Abstain: None

Action: Mr. Coleman moved and Ms. Zaret seconded that the committee recommend to the Board that Option 2 be used to determine employee salaries, but with the exact percentages of salary increases to be determined. The motion passed unanimously as amended.

Vote: 3-0-0

For: Ms. Zaret and Messrs. Coleman and Hekimian

Against: None

Abstain: None

Action: The committee unanimously agreed to defer action on bonuses until CA's work group on employee incentives issues its report in December.

(b) Proposals for CA Rates and Fees (2nd Reading)

1. Senior discount

Action: Ms. Zaret moved and Mr. Coleman seconded that the committee recommend to the Board that a Senior discount of 10% apply to CA memberships.

Vote: 3-0-0

For: Ms. Zaret and Messrs. Coleman and Hekimian

Against: None

Abstain: None

2. 5 Pool discounted memberships and reduced daily admissions for Columbia residents

Action: Mr. Hekimian moved and Mr. Coleman seconded that the committee recommend to the Board that it implement a 5-pool discounted memberships and reduced daily admissions for Columbia residents.

Vote: 2-1-0

For: Messrs. Coleman and Hekimian

Against: Ms. Zaret

Abstain: None

Because of the lateness of the hour, the PSC decided to defer the remaining items on rates and fees until the special budget work session on November 17, 2011, at 7:30 p.m.

At 10:09 p.m., the Board by consensus, agreed to allow the PSC continue with its agenda until 10:30 p.m.

(c) Symphony Woods Park Master Plan (1st Reading) Jan Clark gave an update on the Symphony Woods Park Master Plan.

(d) **Committee Tracking Form** This item was not addressed.

2. **Chair's Report** This item was not addressed.

(b) **Strategic Implementation Committee**

1. **Chair's Report** There was none.

(c) **External Relations Committee**

1. **Chair's Report** Mr. Stack announced there would be a meeting for "Unite Columbia" on November 30th from 7-9 at Claret Hall.

(d) **Board Operations Committee**

1. **Chair's Report** There was none.

Tracking Forms

(a) **Tracking Form for Board Requests** Ms. Coyle asked that Delegate Turner's issue on minority business contracting be added to a committee's tracking form. Mr. Coale asked that the resident's suggestion that a "Senior" tab be added to CA's website to showcase CA's offerings for Seniors be placed on the Tracking Form, and asked that the Counsel memo on HOA legislation be available in an electronic format.

(b) **Tracking Form for Resident Requests** Mr. Hekimian reminded that he is still waiting for reconciliation of market share numbers of memberships.

Talking Points The Recording Secretary, Erin Gilland Roby, read the Talking Points.

Adjournment

The meeting adjourned at 11:07 p.m.

Respectfully submitted,
Erin Gilland Roby
Recording Secretary