

**Minutes of the  
BOARD OF DIRECTORS MEETING  
Held: February 9, 2015**

Approved: March 12, 2015

A meeting of the Columbia Association Board of Directors was held on Monday, February 9, 2015, at the Columbia Association Building. Present were Chairman Russ Swatek, and members Andrew Stack, Reg Avery, Michael Cornell, Brian Dunn, Jeanne Ketley (via phone), Alan Klein, Nancy McCord, Tom O'Connor, and Gregg Schwind. Also present was CA President/CEO Milton Matthews.

**1. Call to Order:** The meeting was called to order at 7:30 p.m. by the Chairman, Russ Swatek.

**2. Disclosure of Conflicts of Interest:** The Chairman said none were disclosed to him.

**3. Resident Speakout:**

- (a) Paul Verchinski, Oakland Mills, spoke about CA's ethics policies.
- (b) Beverlie Fallik, Harper's Choice, asked that the meeting remain open.
- (c) Jervis Dorton, Oakland Mills, called for openness and transparency.
- (d) Cynthia Coyle, Harper's Choice, spoke previous ethics complaints and asked that the meeting remain open.
- (e) Brian England, Hickory Ridge, spoke about CA's ethics policies.
- (f) Jay Bonstingl, Hickory Ridge, spoke about Alan Klein.
- (g) J.D. Smith, Owen Brown, speaking for himself and the Coalition for Columbia Downtown (CCD), asked for the meeting to remain open.
- (h) Tom Scott, Wilde Lake, asked that the meeting remain open.
- (g) Ginger Scott, Wilde Lake, asked for civility.
- (h) Charles Scott, Wilde Lake, asked that the meeting remain open.
- (i) Catherine Chiccone, Harper's Choice, asked that the proceedings remain open.
- (j) Mary Ellen Creasy, Hickory Ridge, spoke about the Board of Directors.
- (k) Janet Miller, asked that the meeting remain open.
- (l) Beverly, asked that the meeting remain open.

**4.** Andrew Stack moved to close the meeting pursuant to Maryland Homeowners Association Act section 11B-111(4) (i) for the purpose of "Discussion of matters pertaining to employees and personnel", (iii) for the purpose of "Consultation with legal counsel on legal matters" and (iv) for the purpose of "Consultation with staff personnel, consultants, attorneys, board members, or other persons in connection with pending or potential litigation or other legal matters." The motion was seconded by Mr. Dunn. At 8:30 PM the vote to close the meeting was 6-4-0.

For:	Messrs. Stack, O'Connor, Cornell, Schwind, Dunn and Ms. McCord.
Against:	Messrs. Klein, Avery, Swatek and Ms. Ketley
Abstain:	None

**5.** The meeting adjourned at 8:32 p.m.

Respectfully submitted,

Russ Swatek, Chairman

The following pages are from

Resident Speakout

at the February 9, 2015

Columbia Association

Board of Directors meeting

Feb 9, 2015

I am here tonight to speak to the tactics of Columbia Association's Board when handling dissenting opinions. In October 2006, during my first year as the Harper's Choice Representative to Columbia Association, I found myself in a situation much the same as the one Alan is experiencing today. My opposing position was a political endorsement of the "wrong" candidate for County Executive.... Because I was new to the Board, a more seasoned Board member said that I might be given a 'bye' since (afterall, I was new and obviously did not know that this was in violation of CA's Charters and Bylaws... which it was not)... he implied that although, they might see a way to "excuse my behavior", he suggested that Barbara Russell's fate would not be the same. She had spoken out publically for this same candidate that I did. Neither one of us said that our views were the views of the Columbia Association or our Villages; however we had been identified by the press and the group we were supporting as being Board members. The strategy to invite me to join the rest of the group to bring Barbara up on ethics charges was appalling and even vile to me. I thanked the Board member for his informative and obviously manipulative attempt to undermine another Board member's right to free speech and told him quite succinctly that I would have nothing to do with supporting this ridiculous witch hunt. Barbara and I obtained an attorney... and so did the Columbia Association. Interestingly, both attorneys came to the same conclusion: That although CA is a 501-c-4, and as an organization is not permitted to engage in "politics;" the members of the Board, acting as individuals have the right to free speech. This room and the lobby were filled with residents that night. I have the entire discussion on my iPhone (including the reading of both attorneys' letters) for anyone who would like to hear what was said. Barbara and I insisted that the meeting remain open and the community remained for the entire discussion.

Fast forward today. I cannot speak to what Alan Klein did or did not do and I will not venture to expound on it; however, I am determined to speak to something that appears to have become "the way business is done" when Board members dissent with the majority. I know Alan's views are at odds with the majority of this Board and I believe that this is another situation where the Board in its haste to silence that dissenting opinion is accusing Mr. Klein of ethics violation. I don't always agree with Alan Klein, but he has a right to dissent and he also has a right to defend himself in a public forum. If his accusers cannot come forward with integrity in an open forum, how is this any less a violation of "ethical behavior?" Further, Alan is the Village's Representative and they have a right to know what is going on since a potential vote to discipline has a direct effect on the Village for whom he serves. The articles of incorporation say that it is the members of the Village that will determine who serves as Representative.

When accusing an individual of an ethics violation, one should take a very close look at the behaviors that gave rise to this decision. The work of destroying someone's reputation is serious business and to so easily besmirch another human being's character simply because they do not agree with you ... in my opinion, demonstrates a lack of ethical behavior.

I am sorely disappointed that it has come to this again and my hope is that you will handle this matter in a completely open forum.

Cynthia Coyle  
11204 Silver Tree Place  
Columbia, MD 21044



**TESTIMONY BEFORE THE COLUMBIA ASSOCIATION  
BY JAY BONSTINGL, COLUMBIA RESIDENT AND MEMBER  
OF THE COALITION FOR COLUMBIA'S DOWNTOWN**

February 9, 2015

Good evening.

As a resident of Columbia who moved here more than 4 decades ago, and as a member of the Coalition for Columbia's Downtown, I am here this evening to direct your attention to several facts concerning your transparency concerning Board ethics -- those Board ethics related to Alan Klein and those Board ethics that should govern the actions of each and every one of you sitting here tonight.

I appreciate knowing what is going on -- especially when it pertains to our downtown area, including our community's crown jewel, Symphony Woods. This is one of many reasons why I am an active member of the Coalition for Columbia's Downtown.

I am grateful to Alan Klein for providing me, and others who could not be here tonight, with public information regarding the ill-advised plans for the so-called "Inner Arbor" -- plans that I vehemently oppose, especially the granting of a permanent easement to an outside corporation to run our Symphony Woods. Those responsible for this disgraceful give-away should hang their heads in shame.

So ....Tonight may be the night you have chosen to address the Alan Klein issue.

I have 5 sets of questions, and I require this Board to furnish me with answers to each of them, in writing, in a timely fashion.

**First:** Exactly what is Mr. Klein being accused of, and who, specifically, are his accusers?

**Second:** Must one give up his or her First Amendment rights to Freedom of Speech as a member of the CA Board? How does this square with the United States Constitution? Are there civil remedies available to those whose rights are infringed?

( continued )

**Third:** I understand that those of you sitting in front of me today may wish to conduct a hearing behind closed doors? WHY??? You are a home owners' association bound by "sunshine laws" that govern what you can and cannot do in closed session. You are, of course, permitted to deal with personnel issues behind closed doors, but Mr. Klein's service is that of an elected director, not that of hired "personnel." So, my question is: Under whose authority do you contemplate a closed hearing regarding Mr. Klein, or regarding any issue for that matter that is clearly a public issue?

**Fourth:** My understanding is that Mr. Klein wants his hearing to be public. He has waived his privacy rights. Why, then, are you not honoring his request? What are you afraid of??? Is there a hidden agenda you don't want the public to know about???

**Fifth:** Many of you actually campaigned promising transparency. I would like to know how many of you would today take a solemn oath, promising transparency in all of your actions as a member of this Board:

Would you, **Tom O'Connor**? Would you, **Gregg Schwind**?

Would you, **Brian Dunn**? Would you, **Russ Swatek**?

Would you, **Reginald Avery**? Would you, **Andrew Stack**?

Would you, **Michael Cornell**? Would you, **Jeanne Ketley**?

Would you, **Nancy McCord**? Would you, **Milton Matthews**?

I know that **Alan Klein** would take the oath of transparency! Time and time again, he has proven his respect for transparency and his concern for the well-being of all the residents of Columbia. Who among you will pledge transparency, not just to me, but to every household in Columbia? Those of you who cannot, or will not, answer in the affirmative may consider hanging your heads in shame.

I respectfully request full, complete, and honest answers to all of my questions in writing by the end of this month.

Thank you.

**JAY BONSTINGL**

POB 810, Columbia, MD 21044

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To: CA Board of Directors  
Monday, February 09, 2015

Resident Speak out

In re: Charges against Alan Klein of unethical behavior.

I need to make two points:

1. Need to understand implications of a charge of "ethics violation" and possibly look at revising the code.

The ethics policy states, "The purpose of CA to operate exclusively for the common good and social welfare of the people of Columbia and its environs. Each member of the Board must act in the interest of the whole community of Columbia and not simply as a representative of a particular village or constituency."

Not simply as a representative. It doesn't state that one can't act in that role at all.

The dual role of CA board member and Council Rep is a difficult one to balance. Columbia residents have no direct voice in the affairs of CA. We are taxed without representation unless our CA rep stands up for us. Being a CA board member is a time-consuming, volunteer gig. If I were a Columbia resident considering a run for a seat on the CA board, and I found out that simply – and openly – providing information to constituents about potential legal issues that might arise as a consequence of CA decisions or asking a group of people to come to a hearing of interest to them could result in an anonymous accusation of unethical conduct, I'd look for something else to do. What Alan did might be considered by some a violation of a group norm, but it is hardly an ethics violation. Save ethics charges for instances of illegal behavior or behavior that results in personal gain.

2. The use of an anonymous accusation of an ethics violation strikes me as a way of shutting people down. I understand the need to allow for anonymity in situations where one might be open to retaliation, such as sexual harassment, but to be able to anonymously accuse a fellow board member of unethical behavior, especially when the behavior is so minor (and might under less restrictive rules be ignored completely) should not be permitted. It almost strikes me as a tactic to discourage dissent. The easiest way to make a Board of directors ineffectual is to create a culture of group think. Go along to get along.

We need robust discussion and vocal opposition. We need to have controversial issues discussed in the light of day. When the Board becomes ineffectual, it is

easy for it to become a rubber stamp for staff. The proper role of a board of directors is oversight of the way in which the executives and employees carry out the organization's mission and goals. It is a board of *directors*, not *directees*. This is really the issue. It's not about individuals; it's about roles, responsibilities, stewardship of residents' resources, openness, etc. The CA receives the lion's share of its budget from mostly unrepresented lien payers. To hassle people who might have a difference of opinion about the value to lien payers of a staff decision is a sure way to get a lap dog board, not a watch dog.

JD Smith  
7425 Swan Point Way  
Columbia, MD 21045  
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CA Board and President,

I am writing as a private resident of Oakland Mills.

Based on what I have read in the media, which may not cover all the facts, I am concerned about tonight's meeting concerning an ethics issue.

I do not call what the board member did ethical. I do not call what the board member did unethical. I call what the board member did American.

Diversity of opinion led to the formation of this country. I want our CA Representatives/Board Members to be able to communicate with us clearly and freely.

When the Supreme Court of the United States hands down a ruling, there is the majority opinion and the minority opinion. All voices are heard.

Columbians have always valued diversity of demographics. I hope we also value diversity of opinion.

Thanks for reading,  
Bill McCormack  
Oakland Mills

Nancy,

I will not be able to attend the CA Board meeting tonight.

Yet, I wish to express my views. I think the ethical charges against Alan are nonsense.

As a member of the CA Board, he may properly publicly express his views pertaining to issues that come before the Board.

This is no different than any other legislative body where members publicly express their views on issues before that body, notwithstanding that such views are contrary to those held by other members of the forum.

When I had first heard of ethics charges filed against Alan, I conjured that he either hurt or tormented someone, or stole or obtained funds in violation of laws. I was astonished when I saw that the ethics charges were brought because of his public opinions expressed about issues the CA Board is dealing with. The ethics charges against Alan are tantamount to censorship.

I have been a resident of Columbia since 1969 -- 46 years. The love we have for Columbia is being undermined by these false ethical charges against Alan. Columbia should not be ruled by right wing nuts. Please move to have these charges dismissed.

Respectfully,  
Hank Eagles  
Wilde Lake



Hi Nancy,

I am in Savannah and will not be back in time for the meeting tomorrow.

I wanted to let you know that I think Alan Klein has done an outstanding job not only as the rep from Harper's Choice but for many years before his election. He has worked tirelessly for the best interests of Columbia residents and Columbia. Both Arie and I think he should be applauded and not censored.

Hope all is well with you.

Visually yours,

Fern Eisner  
Wilde Lake

Dear Mr. Matthews,

This letter is to express my grave misgivings as a long-time resident of Columbia that CA closed meetings seem to be more and more frequent in a community which was built on principles of acceptance of our differences and open exchange.

This is a very serious matter of concern. Please do not shove this email aside without giving it thought.

In a time when our Federal government is being bought by big corporations it is more important than ever that our local governments be above closed doors and big money concerns at the expense of the people it serves. This meeting is being held at a time when my own village representative is recovering from surgery. Though Jeanne Ketley has requested a delay or a fully open meeting, these have been denied.

WHY?

What do you have to be afraid of? We can't always be in 100% agreement, but we can DEMOCRATICALLY and OPENLY work together for solutions.

I believe Alan Klein loves Columbia, and has its best interests at heart. If you disagree with him, this is the time to step up to your responsibilities, open your mind and heart, and let ALL Columbians be heard.

This letter will have to represent me, as a resident who loves my city, as I am unable to attend the meeting. Please be a good and faithful leader.

Very sincerely,

Beverly Schnetzler  
Town Center

Tom,

While we may disagree about Symphony Woods, I would like to think that we can agree that the underhanded move by certain members of the CA Board -- hiding behind the cloak of anonymity -- to censure Alan Klein reflects badly on the integrity of Columbia governance. I hope you will step up tonight to defend Alan's right as a private citizen to speak freely about issues before the Board that concern him and his constituents.

I would also expect you to vote to open the meeting to the public. As they say, sunlight is a great disinfectant.

Dick Boulton  
Dorsey's Search