

**MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: SEPTEMBER 29, 2014**

Approved: November 3, 2014

The regular meeting of the Board Operations Committee was held on Monday, September 29, 2014 at 7:30 p.m. at the Columbia Association Building. Present were BOC members Andrew Stack, Russ Swatek (on behalf of Gregg Schwind), Nancy McCord and Reginald Avery (on behalf of Alan Klein). Gregg Schwind arrived at 8:01 p.m. Also present were Board Member Jeanne Ketley; Chief Staff Liaisons Susan Krabbe and Jane Dembner; Governance Chief of Staff Rob Goldman; General Counsel Sheri Fanaroff; and President/CEO Milton W. Matthews.

2. **Announcement of Closed/Special Meetings Held/To Be Held:** None.
3. **Approval of the Agenda:** Nancy McCord moved to approve the Agenda, Russ Swatek seconded. Mr. Swatek suggested that number 7 on the agenda be moved ahead of number 6. **Action:** The BOC voted unanimously to approve the Agenda as amended. Vote 4-0-0.
4. **Resident Speakout:** No residents were present for resident speakout.
5. **Approval of the Minutes:** Nancy McCord moved to approve the Minutes of the September 2, 2014 meeting. Reginald Avery seconded.
Vote: 3-0-1
For: Nancy McCord, Andrew Stack and Russ Swatek
Against: None
Abstaining: Reginald Avery
6. **Administrative Items:**
 - (a) **Recommendation of Strategies for Reviewing CA's Charter and By-Laws:** Staff provided a memo detailing recommendations and strategies for reviewing Columbia Association's charter and By-Laws. Russ Swatek presented a plan to shorten the timeline and streamline the process. Discussion centered on reviewing the administrative language of the Charter and By-Laws initially and then forming a Governance Review Committee to review the Charter and By-Laws in-depth and recommend changes to the Board of Directors.

Action: The BOC approved a motion to have the General Counsel provide proposed administrative amendments to the Charter and By-Laws to the Board Operations Committee at its December 2014 meeting. The BOC will review the proposed administrative amendments and send them to the Board of Directors in March 2015 for further action.

Action: The BOC voted unanimously to form a Governance Review Committee to review the Charter and By-Laws in-depth and recommend changes to the Board of Directors. Membership on the Committee will be approved by the Board of Directors.

(b) Howard County Noise Ordinance Information: Scott Templin, Community Planner, provided an overview of the Howard County Noise Ordinance and how the sound is measured. Discussion centered on whether villages in Columbia experienced noise ordinance issues and the process by which Howard County responds to complaints about noise.

7. Approval of Agendas:

(a) Approval of the Agenda for the October 9, 2014 BOD Meeting: Reginald Avery moved that the Board of Directors agenda not post a time allocation for resident speakout, but for planning purposes assume it to be 15 minutes. Gregg Schwind seconded.

Action: The BOC voted unanimously to remove the time allocation for resident speakout on Board and/or Committee meeting agendas.

The BOC then discussed whether a generic description of the topic to be discussed at the closed meeting on October 9 be included on the agenda for the open meeting. Gregg Schwind made a motion to amend the agenda to add a short phrase to agenda item 16, Closed meeting of the Board of Directors, that does not reveal the substance of the meeting. Reginald Avery seconded. The motion was defeated.

Vote: 2-2-0
For: Gregg Schwind, Reginald Avery
Against: Nancy McCord, Andrew Stack

Nancy McCord moved to approve the agenda as amended. Reginald Avery seconded. The agenda for the October 9, 2014 BOD meeting was approved as amended.

Vote: 4-0-0
For: Andrew Stack, Gregg Schwind, Nancy McCord and Reginald Avery

(b) Approval of the Agenda for the October 23, 2014 BOD Meeting: Gregg Schwind moved to approve the Agenda as amended. Nancy McCord seconded. The BOC voted unanimously to approve the agenda as amended.

8. Tracking Form: Review of tracking form.

9. Talking Points: Presented by Alison Mathieson.

Respectfully submitted,

Alison Mathieson
Recording Secretary