

**Minutes of the
BOARD OF DIRECTORS MEETING
Held: June 26, 2014**

Approved: July 10, 2014

A meeting of the Columbia Association Board of Directors was held on Thursday, June 26, 2014, at the Columbia Association Building. Present were the Chair, Andrew Stack; and members Reg Avery, Michael Cornell, Brian Dunn, Jeanne Ketley, Alan Klein (via phone), Nancy McCord, Tom O'Connor, Gregg Schwind, and Russ Swatek. Also present were CA President/CEO Milton W. Matthews, Governance Chief of Staff Rob Goldman, and Chief Staff Liaison Susan Krabbe.

1. Call to Order: The Board of Directors Meeting was called to order at 7:30 p.m. by the Chair, Andrew Stack.

2. Recognition of Recipients of the Spirit of Columbia Scholarship Awards:

Messrs. Stack and Matthews and Community Services Director Leslie Barnett presented scholarships to:

- Evan Nicole Bell, who graduated from Wilde Lake High and will attend Duke University
- Sabrina Elshafei, who graduated from Altholton High and will attend University of Maryland
- Katrina Hodge, who graduated from Wilde Lake and will attend Chowan University in North Carolina
- Tiffany Kan, who graduated from River Hill High and will attend Virginia Commonwealth University (the award was accepted by her sister)

Two additional awardees were unable to attend – Altholton High graduates Matthew Bleakney and Jennifer Mandel.

3. Announcement of Closed/Special Meetings Held/To Be Held:

The Audit Committee held a closed meeting at the Columbia Association Building on June 23, 2014. Members present were: Michael Cornell, Gregg Schwind, Reg Avery, Ed Berman, and Jim Young. 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 §11B-111 (4)(iv) Consultation with staff personnel, consultants, attorneys, board members, or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 9 p.m. until 10:25 p.m.

4. Approval of Agenda:

Action: Mr. Cornell moved to approve the agenda. Ms. McCord seconded the motion. The agenda as amended was approved unanimously. Vote: 10-0-0.

5. Disclosure of Conflict of Interest: The Chair said none were disclosed to him.

- 6. Resident Speakout:** There were six participants in Resident Speakout:
- (a) Ed Coleman, Long Reach, spoke about the development of Symphony Woods.
 - (b) Barbara Russell, Oakland Mills, spoke about the newest Inner Arbor plan.
 - (c) Mia Hinckle (Whole Foods Marketing Director), and Pia DaSilva (Whole Foods Associate Store Team Leader), spoke about Whole Foods' community involvement .
 - (d) Brian England, Hickory Ridge, spoke about commercial developers following signage guidelines.
 - (e) Bill Woodcock, Oakland Mills, spoke about the newest Inner Arbor plan.
 - (f) Marcia White, Oakland Mills, spoke about the newest Inner Arbor plan.

7. Approval of Minutes:

Action: Ms. McCord moved to approve the minutes of June 12, 2014. Mr. Avery seconded the motion, which passed unanimously. Vote: 10-0-0.

8. Chairman's Remarks:

The BOC will meet on June 30. On July 8, there will be a Legal, Marketing and Financial Briefing. On July 10, there will be a Risk Management Committee meeting and a Board of Directors meeting. Another Board of Directors meeting will be held July 24. The Audit Committee will meet on July 23. The new Rouse exhibit at the Archives will open on July 1; a reception will be held on July 17.

9. President's Report:

Mr. Matthews said the report's design and content are undergoing change. Mr. Schwind said he likes having the President's Report being as short as this one.

Mr. Matthews also said Mr. Goldman will provide monthly updates on Haven on the Lake. Mr. Goldman said 275 people have joined Haven on the Lake. He also noted that: (1) construction on the project will begin in earnest the week of June 30; (2) CA Board members are invited to attend a groundbreaking ceremony on Wednesday, July 23 at 10:00 a.m.; and (3) CA plans to create a mind-body-wellness council of influential people to be the "ears" of Haven on the Lake in the community, providing feedback and helping to market the facility. Mr. Avery asked for a "smart sheet" regarding construction of Haven on the Lake. Mr. Matthews noted that a series of smart sheets are available that track CA's construction projects.

10. Committee Chairs' Remarks:

- (a) Board Operations Committee: The next BOC meeting will be on June 30 at 7:00 p.m.
- (b) External Relations Committee: None
- (c) Planning and Strategy Committee: None
- (d) Strategic Implementation Committee: Mr. Klein wants CA to have greater role in the Inner Arbor Trust. Mr. Klein apologized to the Board and to Janet Loughran for the tone of his recent emails to them.
- (e) Audit Committee: Mr. Cornell said the Audit Committee elected him as Chair, and Mr. Avery as Vice Chair, then conducted its annual review and reauthorization of the Audit Committee and Internal Audit Department Charters. The committee also reviewed the FY14 Fourth Quarter Financial Report, Internal Audit Department metrics for the coming year, biannual Internal Audit Plan, and the Internal Audit Department's assessment of their compliance with professional standards. He said the Audit Committee recommends that the BOD analyze how the 24 community buildings that are owned by CA and managed by the community associations are being

used in an effort to add value and increase revenue to the villages. He wants this recommendation added to the Board Tracking Form

11. Recommendations for Board Action

(a) Consent Agenda

1. Approval of appointments to the Dorsey's Search Architectural Committee
 2. Approval of appointments to the Town Center Architectural Committee
- The Board approved appointments to the two villages' architectural committees.

(b) Recommendations for Action – None

12. Reports:

(a) FY 14 Fourth Quarter Financial Report to the Board

Ms. Krabbe said CA is in the midst of an audit and that the organization completed the fiscal year nearly \$2 million over the budget bottom line. The fourth quarter financial report will be filed.

13. Special Topics and Presentations – None

14. Committee Agendas

(a) Strategic Implementation Committee

1. Discussion

(a) Howard County Easement Request – Stormwater Management Pond, Huntington (1st Discussion)

Daniel D'Amore, Open Space Management Division Director, said a perpetual easement would enable the County to repair and maintain a dam at its stormwater management pond at the corner of Murray Hill and Vollmerhausen Roads without continually asking CA for permission to do so. The easement would have no impact on CA.

(b) Howard County Easement Request – Water Main Crossing, Fairway Hills Golf Course along Route 29 (1st Discussion)

Mr. D'Amore said the easement would enable the County to construct a water main adjacent to an existing water easement near Fairway Hills Golf Course. The County will pay CA \$3,800 for the easement, an amount similar to that paid for other easements of this size.

(c) Committee Tracking Form

Mr. Klein noted that future President's Reports will include updates regarding the Inner Arbor. Mr. Swatek agreed, adding that the Inner Arbor Trust is required to provide reports quarterly to the CA Board, but the CA Board can still ask for monthly reports from its president.

(b) External Relations Committee

1. Discussion

(a) Discuss Advisory Committee Oversight Responsibilities

Mr. Goldman described progress staff has made toward implementing enhancements to CA's advisory committees. The enhancements include submitting annual reports,

appearing before the CA Board meetings at least twice a year (to report and to give budget testimony), and developing an annual “charge” for each committee. Mr. Cornell asked for a list of advisory committees’ meeting schedules so Board members can decide which committee meetings they will attend. Mr. Klein asked about the CA Board’s relationship to the advisory committees. Ms. McCord explained that the Board created the committees. Mr. Goldman will direct staff to work with each committee to draft goals that align with CA’s strategic plan.

(b) Plan FY 15 Stakeholders Dinners

Staff will set dates for dinners with the leadership of the Chamber of Commerce, State Legislative delegation, County Executive and Council, and Fire and Police Departments. Staff will also explore whether those groups want to have public work sessions with the CA Board in addition to the social dinners.

(c) Community Input Meeting Planning

The Board discussed ways to get a more diverse group of residents to give input on thoughts and ideas on the community. The Board will determine topics on which they want input and what the Board will do with the resulting information. The Board and staff decided to have a meeting on October 18, 2014. Staff will determine a title for the meeting, find a venue, and develop an action plan for marketing the meeting, registering attendees, implementing the event, and enabling people to give input in a variety of ways.

15. Tracking Forms:

(a) Tracking Form for Board Requests

Mr. Schwind asked for an update on making memberships available online.

(b) Tracking Form for Resident Requests

16. Talking Points: Recording Secretary Valerie Montague read the Talking Points.

17. Adjournment: The open meeting was adjourned at 9:50 p.m.

18. Closed meeting: A closed meeting of the BOD followed adjournment of the open meeting.

Respectfully submitted,

Valerie Montague
Recording Secretary