

MINUTES
BOARD OPERATIONS COMMITTEE
HELD: JUNE 30, 2014

Approved: August 4, 2014

The regular meeting of the Board Operations Committee was held on Monday, June 30, 2014, at the Columbia Association Building. Present were BOC members Russ Swatek, Nancy McCord, and Gregg Schwind. Andrew Stack and Alan Klein were absent. Also present were President/CEO Milton Matthews; Chief Staff Liaison Susan Krabbe; General Counsel Sheri Fanaroff; and Governance Chief of Staff Rob Goldman. Reginald Avery joined the meeting via conference call at 7:26 p.m.

1. **Call to Order:** The meeting was called to order at 7:03 p.m. by Russ Swatek.
2. **Announcement of Closed/Special Meetings Held/To Be Held:** None.
3. **Approval of the Agenda:** Gregg Schwind moved to approve the Agenda; Nancy McCord seconded. The BOC voted unanimously to approve the Agenda.
4. **Approval of the Minutes:** As no one present was at that meeting on June 2, 2014 the Approval of the Minutes was tabled to the next BOC meeting.
5. **Resident Speakout:** Ed Coleman, Long Reach, spoke about meeting agendas.
6. **Approval of the Agendas for the July 10, 2014 and July 24, 2014 Board Meetings:** Russ Swatek presented a list of possible agenda for the upcoming Board of Directors meetings. Items included Inner Arbor/Symphony Woods; Study of membership rates; 50th Birthday; Full compensation study; Staff assessment of the covenant enforcement question; Status re online memberships; Haven on the Lake update; Spectrum NG status update; Inner Arbor Representatives updates; Advisory Committee Oversight; Guidelines for closing a meeting; Amendment to CA Charter and By-laws; and CA Ethics Policies.

Action: The BOC voted unanimously to make a recommendation to the Board of Directors to create a sub-committee of the Board with staff assistance to review the existing charter and by-laws for possible amendments.

Action: Gregg Schwind moved to approve the agenda for the July 10, 2014 meeting as amended. Nancy McCord seconded. The BOC voted unanimously to approve the amended agenda for the July 10, 2014 Board of Directors meeting.

Action: Gregg Schwind moved to approve the agenda for the July 24, 2014 Board of Directors meeting. Nancy McCord seconded. The BOC voted unanimously to approve the amended agenda for the July 24, 2014 Board of Directors meeting.

7. **Administrative Items Arising from the BOC Job Description:**

(a) **Discuss Board Self-Evaluation Process:** Discussion centered on self-evaluation processes used in the past and what the Board would do with the self-evaluation information in the future. The BOC agreed to table this to the August BOC meeting.

(b) **Process for Handling Information Request from Board Members:** President Milton Matthews suggested that a process be put in place so that requests for information from Board Members come from the Board as a whole rather than by individuals. Discussion also focused on whether the requests could be committee-based rather than Board-based.

Mr. Matthews agreed to provide some options on how requests for information could be made. The BOC agreed to discuss this further at the August 4 BOC meeting.

(c) The BOC discussed moving the start time of the BOC meetings from 7:00 p.m. to 7:30 p.m.

Action: Nancy McCord moved to change the start time of the BOC meetings from 7:00 p.m. to 7:30 p.m. Gregg Schwind seconded. The BOC unanimously approved moving the start times of their meetings to 7:30 p.m.

8. **Tracking Form:** The tracking form was reviewed.

9. **Talking Points:** Presented by Alison Mathieson

10. **Adjournment:** The BOC meeting adjourned at 9:12 p.m.

Respectfully submitted,

Alison Mathieson
Recording Secretary

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DRAFT MINUTES
BOARD OPERATIONS COMMITTEE
HELD: JUNE 2, 2014

To be Approved: June 30, 2014

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The regular meeting of the Board Operations Committee was held on Monday, June 2, 2014, at 7:05 p.m. at the Columbia Association Building. Present were Chair Andrew Stack, and members Jeanne Ketley, and Alan Klein. Absent: Gregg Schwind. Also present were Chief Staff Liaisons Jane Dembner (arrived at 7:21 p.m.) and Susan Krabbe, Governance Chief of Staff Rob Goldman, and President/CEO Milton Matthews.

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2. **Announcement of Closed/Special Meetings Held/To Be Held:** None.

3. **Approval of the Agenda:** Alan Klein moved to approve the agenda and Jeanne Ketley seconded. The BOC voted unanimously to approve the agenda.

4. **Approval of the Minutes:** Jeanne Ketley moved to approve the minutes of the March 31, 2014 Board Operations Committee meeting and Alan Klein seconded. The vote was 1-0-2.

Vote:

For: Mr. Stack

Against: None

Abstaining: Ms. Ketley and Mr. Klein

5. **Resident Speakout:** Ed Coleman, Long Reach, spoke regarding the Inner Arbor Trust meetings.

6. **Approval of the Draft Agenda for the June 12, 2014 Board of Directors meeting:**

Action: Alan Klein moved to approve the agenda as amended and Jeanne Ketley seconded. The BOC voted unanimously to approve the agenda as amended for the June 12, 2014 Board of Directors meeting.

Approval of the Draft Agenda for the June 26, 2014 Board of Directors meeting: The BOC discussed the draft agenda and made changes to it.

Action: Andrew Stack moved to approve the agenda as amended. Seconded by Alan Klein. The BOC voted unanimously to approve the agenda for the June 26, 2014 Board of Directors meeting as amended.

Alan Klein suggested and the other BOC members agreed that at all future meetings Resident Speakout would be moved before Approval of the Minutes.

Alan Klein suggested a Board Member Comment agenda item at all BOD meetings. This item will appear on the BOC agenda at the June 12, 2014 meeting.

47 Alan Klein proposed that each Board Member have the opportunity to comment at the end of
48 each meeting what was accomplished, how they felt about it, and any other thoughts they
49 have. This matter will be discussed at the BOC meeting on June 30, 2014.
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51 **7. Administrative Items Arising from the BOC Job Description:**
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53 **(a) Discuss FY 15 Goals and Objectives for President:** The BOC reviewed the FY 2015
54 Strategy Implementation Planning Worksheet drafted by Staff. The BOC discussed the
55 layout of the Worksheet and the time frame for the specific goals and objectives. The
56 BOC asked the President/CEO to draft potential goals for FY 15 and bring them to a
57 future BOC meeting for discussion.
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59 **(b) Discuss Potential Worksessions in lieu of Board of Directors Meetings:** The BOC
60 discussed worksession topics that might be of interest and how to fit worksessions into
61 the meeting times designated for Board meetings. The BOC agreed to have an initial
62 worksession on CA and the Environment on July 24, 2014.
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64 **(c) Approval of FY15 Meeting Dates – Board Operations Committee:** Alan Klein moved
65 to approve the FY15 meeting dates for the BOC. Jeanne Ketley seconded. The BOC
66 approved the meeting dates unanimously.
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68 **8. Tracking Form:** No items were added to the Tracking Form.
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70 **9. Talking Points:** Alison Mathieson presented the Talking Points.
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72 **10. Adjournment:** The BOC meeting adjourned at 9:11 p.m.
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74 Respectfully submitted,
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76 Alison Mathieson
77 Recording Secretary



Draft – As of 6-18-14

July 3, 2014

To: Columbia Association Board of Directors
Advisory Committee Chairpersons
Village Board Chairs
Village Managers
Members of the Press
CA Management

From: Andrew Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, July 10, 2014 at 7:30 p.m. at the Columbia Association Building, 10221 Wincopin Circle, Columbia, MD 21044.

AGENDA

1. Call to Order (Announce Directors/Staff in Attendance) 1 min.
2. Announcement of Closed/Special Meetings Held/To Be Held 1 min.
3. Approval of Agenda 1 min.
4. Disclosure of Conflicts of Interest 1 min.
5. Resident Speakout 15 min.
6. Approval of Minutes **June 26, 2014** 2 min.
7. Chairman's Remarks 3 min.
8. President's Remarks; Follow-Up Questions from the Board Members 10 min.
9. Committee Chairs' Remarks **16 min.**
 - (a) Board Operations Committee (4 min.)
 - (b) External Relations Committee (4 min.)
 - (c) Planning and Strategy Committee (4 min.)
 - (d) Strategic Implementation Committee (4 min.)
10. Recommendations for Board Action
 - (a) Consent Agenda
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 - (b) Recommendations for Action
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 - 4.
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| 11. Special Topics and Presentations | XX min. |
| 12. Committee Agendas | |
| (a) Planning and Strategy Committee | X min. |
| 1. Discussion | |
| (a) | |
| (b) | |
| (c) | |
| (d) Committee Tracking Form | (2 min.) |
| (b) External Relations Committee | |
| 1. Discussion | |
| (a) Community Input Meeting Planning (2 nd Discussion) | (xx min.) |
| (b) | |
| (c) | |
| (d) Committee Tracking Form | (2 min.) |
| (c) Strategic Implementation Committee | |
| 1. Discussion | |
| (a) Howard County Easement Request-Stormwater Management Pond, Huntington Neighborhood (2 nd Discussion) | (5 min.) |
| (b) Howard County Easement Request-Water Main Crossing, Fairway Hills Golf Course along Route 29 (2 nd Discussion) | (5 min.) |
| (c) | |
| (d) Committee Tracking Form | (2 min.) |
| 13. Tracking Forms | 5 min. |
| (a) Tracking Form for Board Requests | |
| (b) Tracking Form for Resident Requests | |
| 14. Talking Points | 2 min. |
| 15. Adjournment – No Later than 11:00 p.m. (Expected Ending Time: Approximately XX:XX p.m.) | |

Next Board Meeting: Thursday, July 24, 2014

ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.

CA Mission Statement

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

CA Vision Statement

Making Columbia the community of choice today and for generations to come.



Draft – As of 6-23-14

July 18, 2014

To: Columbia Association Board of Directors
Advisory Committee Chairpersons
Village Board Chairs
Village Managers
Members of the Press
CA Management

From: Andrew Stack, Board Chair

The Columbia Association Board of Directors Meeting will hold a Work Session on Thursday, July 24, 2014 at 7:30 p.m. at the Columbia Association Building, 10221 Wincopin Circle, Columbia, MD 21044. The Work Session will be followed by a Board of Directors meeting.

BOARD WORK SESSION AGENDA

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| 1. Call to Order (Announce Directors/Staff in Attendance) | 1 min. |
| 2. Approval of Agenda | 1 min. |
| 3. Resident Speakout | 15 min. |
| 4. Work Session on CA and the Environment | 120 min. |
| 5. Adjournment – Approximately 9:45 p.m. | |

BOARD MEETING AGENDA

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| 1. Call to Order (Announce Directors/Staff in Attendance) | 1 min. |
| 2. Announcement of Closed/Special Meetings Held/To Be Held | 1 min. |
| 3. Approval of Minutes July 10, 2014 | 2 min. |
| 4. Chairman's Remarks | 3 min. |
| 5. President's Report – See written report – Follow-Up Questions from the BOD | 10 min. |
| 6. Recommendations for Board Action | |
| (a) Consent Agenda | |
| 1. | |
| 2. | |
| (b) Recommendations for Action | |
| 1. <i>Approval of Howard County Easement Request-Stormwater Management Pond, Huntington Neighborhood (pending discussions at SIC meetings)</i> | (5 min.) |
| 2. <i>Approval of Howard County Easement Request-Water Main Crossing, Fairway Hills Golf Course along Route 29 (pending discussions at SIC meetings)</i> | (5 min.) |

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| 7. Reports | 10 min. |
| (a) FY 2014 Financial Statements and Independent Auditors' Report –
Columbia Association, Inc. | <i>(5 min.)</i> |
| (b) FY 2014 Financial Statements and Independent Auditors' Report –
Incentive Savings Plan and Trust | <i>(5 min.)</i> |
| 8. Tracking Forms | 5 min. |
| (a) Tracking Form for Board Requests | |
| (b) Tracking Form for Resident Requests | |
| 10. Talking Points | 2 min. |
| 11. Adjournment – No Later than 11:00 p.m. (Expected Ending Time:
Approximately XX:XX p.m.) | |

Next Board Meeting: Thursday, August 14, 2014

**ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY
CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.**

CA Mission Statement

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

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June 23, 2014

TO: Board Operations Committee
cc: Milton Matthews
FR: Rob Goldman, Governance Chief of Staff
RE: Board Self-Evaluation Process

The BOC will be discussing the Board self-evaluation process at its June 30, 2014 meeting.

The CA Board has always understood the importance of self-evaluation and, over the years, has used a variety of self-evaluation tools and methods including: paper evaluations at the end of each meeting, electronic evaluations via Survey Monkey, monthly evaluations and quarterly evaluations. The electronic surveys have been administered by CA's Training and Organizational Development department, who have emailed the results in a timely manner to the Board and senior staff.

Unfortunately, none of these past self-evaluation processes have been particularly effective or useful. Lack of follow-up and participation in the past seems to be the primary reason for this. The average participation between 2010 and 2014 on the quarterly self-evaluation survey was five Board members. The average participation between 2010–2013 on the monthly self-evaluation was also five Board Members. The monthly self-evaluation was discontinued in 2013.

The BOC will discuss creating a useful and effective self-evaluation process on June 30, 2014.



CA BOARD MEMBER INFORMATION REQUEST PROCEDURES

1. All Board Member requests should be directed to the CA President.
2. The CA President honors all Board Member requests he feels are non-problematic as soon as possible, and an initial response will be made in less than five days.
3. If a request is considered problematic by the CA President, he or she will notify the requester and will seek further discussion with the requester to create an agreed-upon action.
4. If no agreement is obtained, the CA President will refer the request to the Board Operations Committee (BOC) which will consider such requests at the next scheduled committee meeting, at which time the members of the BOC will entertain arguments from the CA President as to why the request should not be granted. At this time, the requester may defend his or her request. Once arguments are heard, the BOC will vote on a properly made and seconded motion to recommend acceptance or refusal of the request in whole or in part. The result of that committee deliberation will be sent to the Board as a recommendation. The Board will discuss the recommendation at its next meeting and a two-thirds majority of the Board members present will be required to restrict in any way the Board member's request.

**Approved May 26, 1994
Updated, May 2006
Revised December 2009**

**FY 15 Tracking Form
Board Operations Committee
June 24, 2014**

	Submitted to Committee by (name):	Date sent to Committee	Description of Topic	1st Reading	Date Due to Board	Extensions	Date sent to CA Board	Recommendation of the Committee	Board Action
	BOC	5/1/2014	Planning for the President Mid-Year Review	Will be placed on the 9-2-14 BOC meeting agenda					
	BOC	5/1/2014	Planning for the President Annual Review and Compensation Decision	Will be placed on the 11-4-14 BOC meeting agenda					
	BOC	5/1/2014	Planning for the Proposed Goals and Objectives for the President for FY 16	Will be placed on the 1-5-15 BOC meeting agenda					
	Alan Klein	6/2/2014	Discuss Board Self-Evaluation Process	6/30/2014					
	Milton Matthews	6/30/2014	Process for Handling Information Requests from Board Members	6/30/2014					