

MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: March 2, 2015

Approved: March 30, 2015

The regular meeting of the Board Operations Committee was held on Monday, March 2, 2015, at 7:35 p.m. at the Columbia Association Building. Present were BOC members Russ Swatek, Nancy McCord, and Gregg Schwind who arrived at 8:02 p.m. Also present were Reginald Avery (on behalf of Alan Klein), Chief Staff Liaisons Susan Krabbe and Jane Dembner, General Counsel Sheri Fanaroff, Governance Chief of Staff Rob Goldman, 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, seconded by Reginald Avery. The BOC voted unanimously to approve the agenda.
4. **Resident Speakout:**
 - (a) Joel Hurewitz spoke about his perception of the Board and of the Code of Ethics and guidelines on closed meetings.
5. **Approval of the Minutes:** Reginald Avery moved to approve the minutes of the February 2, 2015 BOC meeting. Nancy McCord seconded. The vote to approve was 3-0-0.
For: Russ Swatek, Reginald Avery, Nancy McCord
Against: None
Abstain: None
6. **Administrative Items**
Guidelines for Guidelines for Conducting Closed Meetings of the Columbia Association Board of Directors: The guidelines were revised by the General Counsel per request of the Board. Reginald Avery made a motion to remove the words “confidential matter” of paragraph 4 from the guidelines, seconded by Russ Swatek, resulting in vote (a).

Nancy McCord stated concern over removing the word and thought that the point of having a closed meeting is that information is shared confidentially. Counsel Fanaroff proposed to reword para 5 based on discussion. This resulted in three votes to amend the guidelines specifically to paragraphs 4, 5 and 6. Both Nancy McCord and Milton Matthews stated that the Board should refer to the HOA rules and guidelines when holding closed meetings. Final motion to amend the guidelines (with striking the last sentence of paragraph 4, rewording paragraph 5 in its entirety and adding a comma and a short generic statement of the subject of the meeting to the end of paragraph 6) made by Gregg Schwind, seconded by Reginald Avery. Unanimous vote to present the amended Guidelines document to the Board of Directors.

Vote (a): 3-1-0

For: Russ Swatek, Gregg Schwind, Reginald Avery
Against: Nancy McCord
Abstain: None

Action: Vote approved to strike the last sentence of paragraph 4 from the closed meeting guidelines

Vote (b): 3-1-0

For: Russ Swatek, Gregg Schwind, Reginald Avery

Against: Nancy McCord

Abstain: None

Action: Vote approved rewording paragraph 5 from the “Closed Meeting Guidelines” document .

Vote (c): 3-1-0

For: Russ Swatek, Gregg Schwind, Reginald Avery

Against: Nancy McCord

Abstain: None

Action: Vote approved rewording paragraph 6 with the addition to the last sentence from the “Closed Meeting Guidelines” documents.

Vote (d): 4-0-0

For: Russ Swatek, Gregg Schwind, Reginald Avery, Nancy McCord

Against: None

Abstain: None

Action: BOC voted unanimously to submit the approved amended Closed Meeting Guidelines to the Board of Directors.

End-of-Year Reports from Board Committees: Reminder from Rob Goldman regarding the submission of the End-of –Year reports to be discussed in Committee during the April 9, 2015 Board of Directors meeting and to be reviewed by the Board of Directors at the April 23, 2015 meeting.

Comprehensive Consistent Code of Conduct and Ethics Policies: Russ Swatek, Board Chair, submitted a recommendation to the BOC to ask the Audit Committee to draft a single policy covering the code of conduct, ethics and conflict of interest. Russ Swatek led discussion asking for clearer language in the confidentiality requirements to clarify what in the policy are ethical rules and which are code of conduct rules. Russ Swatek proposed that the policy better define what is ethical behavior.

Director of Internal Audit Jackie Tuma sat in on the meeting to explain the need for the policy to be shared with employees and board members, and also mentioned that perhaps there should be more training during board orientation regarding the policy and conducting themselves within the policy. Milton Matthews wanted to stress that we should be making policies that protect the organization no matter who sits on the board. Nancy McCord agreed and commented that the policy not be changed on yearly basis and be consistent- the policy should cover how you act when you become a board member.

Rob Goldman suggested that counsel look at current best practices of other organizations and bring recommendations to the committee. Based on the committee recommendation, the General Counsel was asked to research best practices and policies of Codes of Conduct and Ethics Policies for board members and bring back recommendations for proposed changes

based on that research, reviewing similarly situated organizations. It will be added to the tracking form to be monitored and results can be expected by June.

7. **Tracking Form** : The BOC reviewed the tracking logs for the Board Operations Committee, the External Relations Committee, the Planning and Strategy Committee, and the Strategic Implementation Committee.

8. **Finalized Proposed Agendas for upcoming Board of Directors Meetings:**

(a) Discussion of the March 12, 2015 BOD meeting agenda

Approval of the Agenda for the March 12, 2015 BOD Meeting: Discussion addition of item 10 (a) 2 to include February 9th, 2015 closed meeting on the agenda. Jane Dembner was asked to strike item:

12. (a) 1. a., remove the words "Indoor Aquatics Facilities" and add "Renovation and Future of Splash Down".

12 C. to be added: External Relations Committee: Columbia Speaks and CA Listens Report. Gregg Schwind moved to approve the amended agenda, Reginald Avery seconded.

Action: BOC voted unanimously to approved the amended Agenda for the March 12, 2015 BOD meeting as amended.

(b) Discussion of the March 26, 2015 BOD meeting agenda

BOC discussed items to be included in future agendas including the request from Howard County regarding the easement and implementation of on-line membership enrollment.

Mr. Matthews stated that the benefits review from the information submitted will be done by the staff to compile more comparisons of the benefits of CA and other entities and will come back to the committee. Matthews will respond by March 12 with an estimate of when this will be completed. Reginald Avery asked to increase resident speakout time and keep the start time of the March 26 meeting at 7:30 p.m. Gregg Schwind made a motion, seconded by Reginald Avery, to approve the amended agenda for March 26, 2015. The BOC voted unanimously to approve the amended agenda for the March 26, 2015 BOD meeting.

9. **Talking Points:** Presented by Fenise Dunson

10. **Adjournment:** The meeting adjourned at 10:35 p.m.

Respectfully submitted,

Fenise Dunson
Recording Secretary

1
2
3
4
5
6
7
8
9
10
11
12
13

DRAFT MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: FEBRUARY 2, 2015

To be Approved: March 2, 2015

14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30

The regular meeting of the Board Operations Committee was held on Monday, February 2, 2015, at 7:30 p.m. at the Columbia Association Building. Present were BOC members Russ Swatek, Alan Klein, Nancy McCord, and Andrew Stack (on behalf of Gregg Schwind – Gregg Schwind arrived at 8:49 p.m.). Also present were Tom O’Connor, Chief Staff Liaisons Susan Krabbe and Jane Dembner, Governance Chief of Staff Rob Goldman, and President/CEO Milton W. Matthews.

31
32
33
34
35
36
37
38
39
40

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

41
42
43
44
45
46

3. **Approval of the Agenda:** Nancy McCord moved to approve the agenda; Alan Klein seconded. The BOC voted unanimously to approve the agenda.

4. **Resident Speakout:** No one spoke at resident speakout.

5. **Discussion with Dr. Renee Foose, Superintendent, Howard County Public School System:** Dr. Foose attended to discuss how CA can partner with the school system. Dr. Foose pointed out a concern about the perception of certain schools within the system. Board members expanded on what CA currently does within the school system, including after school care, teen programs, and use of the CA facilities by the school board. Dr. Foose discussed with the BOC what the school board is doing to prepare students for the future and various other programs within the school system. Dr. Foose expressed a desire to find ways that CA can help to promote all of the schools within the school system. Dr. Foose provided a copy of a draft of the school system’s proposed budget.

6. **Approval of the Minutes:** Nancy McCord moved to approve the Minutes of the January 5, 2015 meeting. Alan Klein seconded. Milton Matthews made a request on behalf of Jeanne Ketley that on line 9 of the minutes it be noted that she was present on behalf of Nancy McCord. The vote to approve the minutes was 2-0-2.

For: Russ Swatek and Alan Klein
Against: None
Abstaining: Nancy McCord and Andrew Stack

7. **Administrative Items:**

(a) **Proposed Timeline – 2015 – CA President/CEO’s Annual Evaluation, Bonus, and Goals and Objectives:** The BOC reviewed the timeline presented for the CA President/CEO’s Annual Evaluation, Bonus, and Goals and Objectives. The BOC discussed the availability to the public of the basis on which the President/CEO’s evaluation is done. Andrew Stack moved to approve the Proposed Timeline for the CA President/CEO’s Annual Evaluation, Bonus Goals and Objectives as amended. Nancy

47 McCord seconded. The BOC voted unanimously to approve the Proposed Timeline for
48 the CA President/CEO's Annual Evaluation Bonus, Goals and Objectives as amended.
49

- 50 8. **Tracking Forms:** The BOC reviewed the tracking forms for the External Relations
51 Committee, Planning and Strategy Committee, Strategic Implementation Committee, and
52 Board Operations Committee.
53
- 54 9. **Finalize Proposed Agendas for upcoming Board of Directors Meetings:** Prior to approval
55 of the agendas, Russ Swatek referenced an item discussed by the SIC at the April 24, 2014
56 BOD meeting - Policy Regarding Performance Incentive Payments and Severance Payments
57 that Exceed Guidelines. Russ provided the Policy recommended by staff and minutes from
58 that meeting. Mr. Swatek asked that this be brought to the Board for action at an upcoming
59 meeting. The BOC agreed to put this item on the SIC agenda for the February 12, 2015
60 Board meeting.

61
62 (a) **Approval of the Agenda for the February 12, 2015 BOD Meeting:** The BOC
63 reviewed the agenda for the February 23, 2015 Board meeting.
64

65 (b) **Approval of the Agenda for the February 26, 2015 BOD Meeting:** The BOC
66 reviewed of the agenda for the February 26, 2015 Board meeting.
67

68 Alan Klein moved to approve both the February 12, 2015 and February 26, 2015 agendas
69 as amended. Gregg Schwind seconded. The BOC voted unanimously to approve the
70 February 12, 2015 agenda as amended and the February 26, 2015 agenda as amended.
71

72 10. **Talking Points:** Presented by Alison Mathieson
73

74 11. **Adjournment:** The meeting adjourned at 9:32 p.m.
75

76 Respectfully submitted,
77

78 Alison Mathieson
79 Recording Secretary

DRAFT - 7/8/14

**GUIDELINES FOR CONDUCTING CLOSED MEETINGS OF THE
COLUMBIA ASSOCIATION BOARD OF DIRECTORS**

Closed meetings of the Columbia Association ("CA") Board of Directors (the "Board") shall be held in accordance with the following guidelines.

1. The purposes for which a meeting of the Board may be held in closed session are set forth in section 11B-111(4) of the Maryland Homeowners Association Act (the "Act"). A copy of that section of the Act is attached to these guidelines.
2. In accordance with section 2.07(b) of CA's Bylaws, the Board "upon request of the Chairman of the Board, the Vice- Chairman of the Board in the absence of the Chairman, the President or a majority of the Board . . . by vote at a meeting or in writing with or without a meeting, may meet in closed session, or may adjourn an open meeting to meet in closed session. . . ." In accordance with the Board's committee structure, a closed meeting also may be called by majority vote of the Board Operations Committee ("BOC"), which is responsible for setting Board agendas.
3. A closed Board meeting may be called by the Chair, Vice-Chair, President or BOC, and a majority of the Board may vote to close a meeting, only for one of the purposes listed in the Act.
4. Without disclosing the substance of the discussion to be had at the closed meeting, the person calling the closed meeting shall provide a brief general description of the purpose for closing the meeting sufficient for the Board to determine that the Act's criteria for meeting in closed session have been met. That description will be provided to the Board in a confidential manner, to the extent possible at least 48 hours in advance of the meeting. The communication will be labeled "Privileged" and will be hand-delivered to each Board member or will be sent in an email to each Board member's columbiaassociation.org email address, which is for the conduct of CA Board business only.
5. If any Board member wishes additional information in order to satisfy himself or herself that the meeting is being closed for a proper purpose, the Board member should contact the person requesting the meeting. That contact should be made by telephone in advance of the closed meeting.
6. At the commencement of the closed meeting, the Board shall vote whether to close the meeting. That vote will be based on the communication received by each Board member prior to the meeting and any follow-up inquiries made by Board members to the person requesting the meeting. There will not be any discussion at the meeting of the purpose for closing the meeting other than to record one or more of the purposes stated in the Act and to record the vote.

Approved by Columbia Association Board of Directors [date]

§ 11B-111. Meetings of homeowners association or its governing body.

Except as provided in this title, and notwithstanding anything contained in any of the documents of the homeowners association:

(1) Subject to the provisions of item (4) of this section, all meetings of the homeowners association, including meetings of the board of directors or other governing body of the homeowners association or a committee of the homeowners association, shall be open to all members of the homeowners association or their agents;

(2) All members of the homeowners association shall be given reasonable notice of all regularly scheduled open meetings of the homeowners association;

(3) (i) This item does not apply to any meeting of a governing body that occurs at any time before the lot owners, other than the developer, have a majority of votes in the homeowners association, as provided in the declaration;

(ii) Subject to item (iii) of this item and to reasonable rules adopted by a governing body, a governing body shall provide a designated period of time during a meeting to allow lot owners an opportunity to comment on any matter relating to the homeowners association;

(iii) During a meeting at which the agenda is limited to specific topics or at a special meeting, the lot owners' comments may be limited to the topics listed on the meeting agenda; and

(iv) The governing body shall convene at least one meeting each year at which the agenda is open to any matter relating to the homeowners association;

(4) A meeting of the board of directors or other governing body of the homeowners association or a committee of the homeowners association may be held in closed session only for the following purposes:

(i) Discussion of matters pertaining to employees and personnel;

(ii) Protection of the privacy or reputation of individuals in matters not related to the homeowners association's business;

(iii) Consultation with legal counsel on legal matters;

(iv) Consultation with staff personnel, consultants, attorneys, board members, or other persons in connection with pending or potential litigation or other legal matters;

(v) Investigative proceedings concerning possible or actual criminal misconduct;

(vi) Consideration of the terms or conditions of a business transaction in the negotiation stage if the disclosure could adversely affect the economic interests of the homeowners association;

(vii) Compliance with a specific constitutional, statutory, or judicially imposed requirement protecting particular proceedings or matters from public disclosure; or

(viii) Discussion of individual owner assessment accounts; and

(5) If a meeting is held in closed session under item (4) of this section:

(i) An action may not be taken and a matter may not be discussed if it is not permitted by item (4) of this section; and

(ii) A statement of the time, place, and purpose of a closed meeting, the record of the vote of each board or committee member by which the meeting was closed, and the authority under this section for closing a meeting shall be included in the minutes of the next meeting of the board of directors or the committee of the homeowners association. (1987, ch. 321; 1988, ch. 6, § 1; ch. 82; 1989, ch. 5, § 1; 1998, chs. 440, 564; 2009, ch. 144; 2012, ch. 66, § 1.)

Effect of amendments.

Section 1, ch. 66, Acts 2012, enacted April 10, 2012, and effective from date of enactment, substituted "item" for "paragraph" in (1), (3), in

the introductory language of (5), and in (5)(i); and in (3)(ii) substituted "item (iii) of this item" for "subparagraph (iii) of this paragraph."



DATE: February 23, 2015

TO: Members of the Board Operations Committee

FROM: Rob Goldman

RE: End-of-Year Reports from Board Committees

End-of-Year Reports from each of the Board committees are drafted by the end of March each year and discussed at Board meetings in April of each year. In the past, the Chief Staff Liaisons have drafted the report for review by the committee chair prior to discussing the report with the committee at the first Board meeting in April.

The Reports list (i) major tasks accomplished during the fiscal year, (ii) standing agenda items and (iii) agenda items initiated during the fiscal year but not yet accomplished/completed.

End-of-Year Reports will be discussed in Committee during the April 9, 2015 Board of Directors meeting and reviewed by the Board of Directors at the April 23, 2015 Board of Directors meeting.



Board Operations Committee Annual Report – FY 2014

The FY14 Board Operations Committee was composed of Andrew Stack (Board Chair), Russ Swatek (External Relations), Michael Cornell (Planning and Strategy), Brian Dunn (Strategic Implementation) and Phil Nelson (President).

Accomplishments

- ✓ Developed Board meeting Agendas each month.
- ✓ Approved the FY15 BOD Orientation, Organization, and Training Calendar.
- ✓ Oversight of the development of the President's goals for FY14.
- ✓ Oversight of President's Annual Evaluation Process.
- ✓ Approved a revision to the scoring system on the form used for the President/CEO Bonus Award.
- ✓ Agreed to add a Conflict of Interest Inquiry at every Board meeting which will be asked after the Board meeting agenda has been approved.
- ✓ Agreed to hold an hour-long discussion on Board meeting processes and on Board self-evaluation twice a year, at the end of Board meetings in August and February.
- ✓ Formed a subcommittee to review the Advisory Committees and to standardize the charters for the Advisory Committees.
- ✓ Approved an amendment to the Three-Reading Rule raising the expenditure threshold from \$25,000 to \$50,000.

Standing Agenda Items & Agenda Items

Initiated in FY14 but not yet fully addressed

- ✓ Develop Board Meeting Agendas each month.
- ✓ Oversight of development of President's FY15 Goals.
- ✓ Oversight of process for both the six-month and Annual Review of the President's performance.
- ✓ Recommend which minutes from Board/Committee closed meetings be approved by the Board of Directors for public release.
- ✓ Review of the Board Committee meeting structure.

February 24, 2015

Subject: Comprehensive Consistent Code of Conduct and Ethics Policies

Dear Fellow BOC Members,

It seems like every year or two a new code of conduct or ethics complaint is filed against a sitting CA Director. During the investigation phase of a recent Code of Conduct and Ethics complaint, I found that CA's existing policies did not serve well. CA currently has six policies addressing conduct, ethics and conflict of interest issues:

1. *Duties of Directors*
2. *Code of Ethics and Conflicts of Interest Policy for Directors, Officers and Senior Team Leaders*
3. *Code of Business Conduct and Ethics*
4. *Policy for Reporting Violations of the Code of Business Conduct and Ethics*
5. *Responsibility of Board of Directors Members*
6. *Columbia Association Board/Council Values*

I found that these documents contained:

1. Many redundancies,
2. Several obvious and not so obvious conflicting provisions among themselves,
3. Some very vague statements (e.g. "not in violation of the rights of another person" from the *Policy for Reporting Violations of the Code of Business Conduct and Ethics* paragraph on confidentiality), and
4. Conflicts with CA's Charter and Bylaws.

It would be helpful to the operations of the Board if when the occurrence arose (which I hope is infrequent) that a code of conduct or ethic violation is alleged, there would be in place a more concise policy and set of guidelines under which an investigation can be conducted.

I recommend that the BOC task the Audit Committee to draft, with a definitive deadline to complete the work, a single policy covering the code of conduct, ethics and conflict of interest areas that:

1. Does not contain redundancies;
2. Does not contain internal conflicts;
3. Does not conflict with CA's Charter or Bylaws;
4. Avoids vague statements;
5. Provides better guidance as to what constitutes acceptable and unacceptable behaviors; and
6. Recognizes that the CA Directors are unpaid volunteers who often campaigned on hot-button community issues to get elected, and that they need to be able to represent their constituencies.

It is my understanding that such a draft would come back to the BOC for consideration and any desired amendments, before being recommended to the full Board for approval.

Thank you for your consideration of this matter,
Russ Swatek
CA Board Chair

**Tracking Form
External Relations Committee FY15**

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
ERC	Carry over from FY14	Staff will develop options for re-introduction of the carillon bells (where and in what context) and will then share those options with the Columbia 50th Birthday, ERC and the public. ERC to make a recommendation to the Board on a preferred option.				on 10/23/2014 agenda		complete
ERC	Carry over from FY14	Responsibility for oversight and facilitation of the entire Advisory Committee program as well as insuring that all Advisory Committees are visited at least once annually by a Board member.	6/26/2014		ongoing	on 10/23/2014 agenda		

**Tracking Form
External Relations Committee FY15**

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
ERC	6/26/2014	Plan FY 2015 Stakeholders Dinners	6/26/2014		ongoing		BOD approved four meetings, September, 2014 thru March, 2015 and asked staff to explore having a work session meeting in addition to a social dinner.	<p>9/22/2014 event with Ho Co Chamber of Commerce held successfully.</p> <p>11/24/2014 event with Ho Co Delegation to Annapolis held successfully.</p> <p>1/26/2015 event with County Executive and County Council postponed due to weather.</p> <p>3/9/2015 event with Ho Co Police and Fire scheduled</p>
ERC	6/26/2014	Community Input Meeting Planning (Columbia Speaks, CA Listens)	6/26/2014		ongoing	<p>7/10/2014</p> <p>8/14/2014</p> <p>9/11/2014</p> <p>10/23/2014</p>	ERC will meet with facilitator Don Edwards on August 7, 2014 to develop ways to design and publicize October 18, 2014 meeting	complete
ERC	9/11/2014	Approve appointment of the At-Large Representative to the Watershed Advisory Committee	9/11/2014			9/11/2014	recommended	approved

**Tracking Form
External Relations Committee FY15**

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
ERC		Invite Howard County School Superintendent Renee Foose to an open CA work session to discuss ways to further partner with the school system	2/2/2015 BOC Mtg					complete
ERC	10/23/2014	Discussion regarding CA Practices for Annexations	10/23/2014					presentation on annexation made to Board. No action required
		Advisory Committee Charges due January 15, 2015		1/15/2015		1/8/2015		complete
		Columbia Speaks, CA Listens Report to Board		1/15/2015		12/30/2014		complete
	1/22/2015	Discussion with Todd Olson, Columbia Festival of the Arts - Plans for Changes in the Format of the Columbia Festival of the Arts	1/22/2015					complete
	2/26/2015	Discuss "Columbia Speaks, CA Listens" Report and Next Steps	2/26/2015					
	3/26/2015	Discussion of Advisory Committee Charges	3/26/2015					

**Tracking Form - FY 15
Planning and Strategy Committee**

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 Committee	Board Action
	9/3/2013	Membership Rate & Fee Structure	Briefing & discussion on 9/12/13	The rate study is underway and scheduled to be completed by April 30, 2015. Interviews with the consultants will be scheduled with board members.				
	4/10/2014	Columbia Market Study Review	Briefing on 4/10/13		6/12/2014	8/14/14 Consultant presentation of the study findings & recommendations	N/A	N/A (Final report completed Nov 2014)
	7/10/2014	Provide guidance to management on employee compensation strategy, including a new performance incentive program, based on the findings from the previous salary study, upcoming benefits study, & consideration of a CA living wage. Also review severance guidelines.	Presentation on benefits study scheduled for 2/26/15 board meeting; 3/12 for PSC discussion					
	9/5/2014	Review and recommend the FY 16 budget process & schedule	9/11/2014			9/11/2014	Approve	Approved 9/11/14
		Conduct the FY 16 budget process and make recommendation for Board approval (see steps below).	Completed					
		Host public hearing to gather input on proposed changes to FY 16 budget	Held 11/13/14	N/A		N/A		
		Initial deliberations by PSC on proposed additions and deletions.	12/11/14; 1/8/15 carry-over if needed	N/A		N/A		
		Additional deliberations by PSC on proposed adjustments to FY 16 budget. Make recommendation to the CA Board.	1/22/2015			1/22/2015	Approve	Approved 2/12/15
		Review timeline for and approach to CA's facilities assessment.	Anticipated by end of February 2015					

**Tracking Form - FY 15
Planning and Strategy Committee**

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 Committee	Board Action
		Consider guiding principles for the 21st Century planned community of Columbia	2/12/2015; will review again at future meeting					

**Tracking Form
Strategic Implementation Committee FY15**

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
SIC		Update - Inner Arbor Plan and Organization			ongoing		included as an item on each Board meeting agenda	
SIC		Update - Key Performance Indicators Dashboard			ongoing		to be included in the President's Report for the fiscal year quarters (September, December, March, June)	
SIC		Update - Progress of significant capital projects			ongoing		to be included monthly in the President's Report	
SIC		Update - Watershed Program			ongoing		reported in November 2014, February 2015	
SIC		Update - Hobbit's Glen Clubhouse Project			ongoing		to be included monthly in the President's Report	
SIC	3/13/2014	SHA Easement Request - Gales Lane	3/13/2014		3/27/2014 4/10/2014 4/24/2014 5/22/2014		recommended	approved
SIC	5/22/2014	Haven on the Lake - Transfer of Capital Budget Funds	5/22/2014			6/12/2014	recommended	approved
SIC	5/22/2014	Howard Hughes Corporation Easement - Broken Land Parkway to Banneker Road Pathway	5/22/2014			6/12/2014	recommended	approved
SIC	6/26/2014	Howard County Easement Request - Stormwater Management Pond, Huntington Neighborhood	6/26/2014		7/10/2014	7/24/2014	recommended	approved
SIC	6/26/2014	Howard County Easement Request - Water Main Crossing, Fairway Hills Golf Course along Rt. 29	6/26/2014		7/10/2014	7/24/2014	recommended	approved

**Tracking Form
Strategic Implementation Committee FY15**

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
SIC	8/14/2014	Update - On-Line Membership Enrollment	8/14/2014					completed
SIC	9/11/2014	Update - Spectrum NG Status	9/11/2014		ongoing in President's Report			
SIC	10/9/2014	Borrowing Resolution for Revolving Credit Note	10/9/2014			10/9/2014	recommended	approved
SIC	10/23/2014	On-Line Membership Enrollment Plan and Timeline - Next Steps	10/23/2014					no action required
SIC	11/13/2014	Deer Tick and Lyme Disease	11/13/2014					no action required
SIC	11/13/2014	Corporate Resolution for Brokerage Account	11/13/2014			11/13/2014		approved
SIC		Friends of Bridge Columbia to present their responses to County report	TBA					
SIC		Periodic update on CA's Comprehensive Sustainability Plan efforts	3/2015					
SIC	12/11/2014	Request to Purchase One Piece of Equipment with FY15 Capital Funds	12/11/2014			12/11/2014	recommended	approved
SIC	12/11/2014	Easement Request from Owen Brown (Emergency Exit from Addition to Interfaith Center)	12/11/2014			12/11/2014	recommended	approved
SIC	1/22/2015	Revisions to CA Residential Covenant Review and Enforcement Process specifically related to Abandoned Properties	2/26/2015					
SIC	1/22/2015	Lake Water Quality Monitoring	1/22/2015					complete

**Tracking Form
Strategic Implementation Committee FY15**

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
SIC	1/22/2015	Purchasing Exception - Generator Powered by Natural Gas	1/22/2015			1/22/2015	recommended	approved
SIC	1/22/2015	Discussion on the use of pesticides	3/26/2015					
SIC	2/12/2015	Policy Regarding Performance Incentive Payments and Severance Payments that Exceed Guildlines	2/12/2015 3/26/2015					
PSC	2/26/2015	Howard County Easement Request - 100 year flood plain drainage and utility easement. Village of Kings Contrivance	2/26/2015					
SIC								
SIC								
SIC								
SIC								
SIC								
SIC								

**FY 15 Tracking Form
Board Operations Committee
February 23, 2015**

	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/CEO Mid-Year Review	Will be placed on the 1/5/15 BOC meeting agenda.				Discussed at the 1/5/15 BOC meeting. The mid-year review will be held at a closed BOD meeting on 1/22/15.	Provided feedback to the President/CEO at the 1/22/15 closed BOC meeting hosting the CA BOD.
	BOC	5/1/2014	Planning for the President/CEO Annual Review and Compensation Decision	Will be placed on the 1/5/15 BOC meeting agenda.				Discussed at the 1/5/15 BOC meeting. The forms for the annual review and bonus decision will be updated.	No action required.
	BOC	5/1/2014	Planning for the Proposed Goals and Objectives for the President/CEO for FY 16	Will be placed on the 1/5/15 BOC meeting agenda.				Discussed at the 1/5/15 BOC meeting. The President/CEO will submit proposed goals and objectives for FY 16 to the BOC at the 3/30/15 BOC meeting.	
	Alan Klein	6/2/2014	Discuss Board Self-Evaluation Process	6/30/2014				Discussed at the 6/30/14 BOC meeting. Will appear on the agenda for the 8/14/14 BOD meeting. Postponed until 9/11/14 BOD Meeting.	At the 9/11/14 BOD meeting, the BOD decided to discontinue the use of the Board self-evaluation process.
	Milton Matthews	6/30/2014	Process for Handling Information Requests from Board Members	6/30/2014				Discussed at the 6/30/14 BOC meeting. No further discussions planned.	

**FY 15 Tracking Form
Board Operations Committee
February 23, 2015**

	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
7	BOC	6/30/2014	Guidelines for Closing a Meeting	8/4/2014				Deferred until the 9/2/14 BOC meeting.	At the 9/2/14 BOC meeting, the BOC voted to table this item for four months. Will be on the agenda for the 3/2/15 BOC meeting.
8	BOC	6/30/2014	Board Member Use of CA-Issued E-Mail Addresses	8/4/2014				Staff will provide instructions and/or training for accessing and using CA-issued e-mail addresses.	Instructions on Gmail and Google Drive were sent to BOD members, and training was provided on September 11 and 14. As of 12/1/14, CA BOD members must use CA-issued e-mail addresses for all business conducted on behalf of the Columbia Association.

**FY 15 Tracking Form
Board Operations Committee
February 23, 2015**

	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
9	BOD	7/10/2014	CA staff to work with the BOC to recommend strategies for reviewing CA's charter and by-laws	Will be placed on the 9/29/14 BOC meeting agenda.				On 9/29/14 the BOC voted to have the General Counsel propose administrative amendments to the Charter and By-Laws. The General Counsel shared the proposed amendments with the BOC on 12/1/14, and the BOC voted to recommend the administrative amendments to the Board at the 1/8/15 Board meeting. The BOC also voted to form a Governance Review Committee with membership approved by the BOD. On 1/8/15 the Board voted to send the proposed revisions to the charter and bylaws to the Members of CA. The revisions cannot be finalized until after a 30-day public comment period.	

**FY 15 Tracking Form
Board Operations Committee
February 23, 2015**

	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
10	Reg Avery	11/3/2014	Amend policy, Special Rules of Order to include more details on topics discussed at Resident Speakout.	Will be placed on the 12/1/14 BOC meeting agenda.			Will be on the agenda for approval at the 1-8-15 Board meeting.		Amendments to the Special Rules of Order re: Procedures for Official Minutes-Resident Speakout and Changes to the Policy-Minutes and Recordings CA Board of Directors Meetings were approved by the BOD on January 8, 2015.
11	BOC	1/15/2015	Submission of Proposed Goals and Objectives for FY 16 by the President/CEO	Will be placed on the 03/30/15 BOC meeting agenda.					
12	BOC	2/2/2015	Reactivating the Columbia Council	Will be placed on an upcoming BOC meeting agenda					



Draft – As of 2-23-15

March 6, 2015

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

From: Russ Swatek, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, March 12, 2015 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
6. Approval of Minutes **February 26, 2015** **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 **10 min.**
 - (a) Board Operations Committee
 - (b) External Relations Committee
 - (c) Planning and Strategy Committee
 - (d) Strategic Implementation Committee
 - (e) CA Representatives to the Inner Arbor Trust Board of Directors
10. Recommendations for Board Action
 - (a) Consent Agenda
 1. Approval of Draft Minutes of Closed Board of Directors Meetings held on March 27, 2014; March 31, 2014; April 3, 2014; April 16, 2014; April 24, 2014; and May 5, 2014 **5 min.**
 2. Approval of Draft Minutes of Closed Board of Directors Meetings held on June 26, 2014; August 4, 2014; September 8, 2014; October 23, 2014; November 13, 2014; November 17, 2014; and December 11, 2014 **5 min.**
 - 3.
 - 4.
 - (b) Recommendations for Action
 - 1.
 - 2.
 - 3.

- 11. Special Topics and Presentations - None
- 12. Committee Agendas
 - (a) Planning and Strategy Committee **107 min.**
 - 1. Discussion
 - (a) Discussion on the Results of the Benefits Study
 - (b) Follow-Up Discussion on CA's Indoor Aquatics Facilities
 - (c) Committee Tracking Form
 - (b) Strategic Implementation Committee **15 min.**
 - 1. Discussion
 - (a) Easement Requests from Howard County re: Multi-Use Pathway from Blandair to Howard County General Hospital- Phases 3 and 4
- 13. Reports **20 min.**
 - (a) FY 15 3rd Quarter Financial Report
 - (b) FY 15 3rd Quarter Financial Statements
- 14. Possible Topics for Future Board Discussions **10 min.**
- 15. Tracking Forms **5 min.**
 - (a) Tracking Form for Board Requests
 - (b) Tracking Form for Resident Requests
- 16. Talking Points **2 min.**
- 17. Adjournment – No Later than 11:00 p.m. (Expected Ending Time: Approximately **10:55 p.m.**)
- 18. **Closed meeting of the Board Operations Committee hosting the CA Board of Directors follows adjournment of the open meeting**

Next Board Meeting: Thursday, March 26, 2015

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 2-23-15

March 20, 2015

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

From: Russ Swatek, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, March 26, 2015 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
6. Approval of Minutes **March 12, 2015** **2 min.**
7. Chairman's Remarks **3 min.**
8. President's Report – See written report – Follow-Up Questions from the BOD **10 min.**
9. Committee Chairs' Remarks **12 min.**
 - (a) Board Operations Committee
 - (b) External Relations Committee
 - (c) Planning and Strategy Committee
 - (d) Strategic Implementation Committee
 - (e) CA Representatives to the Inner Arbor Trust Board of Directors
10. Recommendations for Board Action
 - (a) Consent Agenda
 - 1.
 - 2.
 - 3.
 - 4.
 - (b) Recommendations for Action **5 min.**
 1. Appoint External Auditors for the FY 15 Annual Audits of CA's Financial Statements and Incentive Savings Plan
 - 2.
 - 3.
 - 4.

- 11. Special Topics and Presentations - None
- 12. Committee Agendas
 - (a) Strategic Implementation Committee **82 min.**
 - 1. Discussion
 - (a) Discussion on the Use of Pesticides
 - (b) On-Line Enrollment – Implementation
 - (c) Policy regarding Performance Incentive Payments and Severance Payments that Exceed Guidelines
 - (d) Committee Tracking Form
 - (b) External Relations Committee **32 min.**
 - 1. Discussion
 - (a) Discussion re: Advisory Committee Charges
 - (b) Committee Tracking Form
- 13. Possible Topics for Future Board Discussions **10 min.**
- 14. Tracking Forms **5 min.**
 - (a) Tracking Form for Board Requests
 - (b) Tracking Form for Resident Requests
- 15. Talking Points **2 min.**
- 16. Adjournment – No Later than 11:00 p.m. (Expected Ending Time: Approximately **10:30 p.m.**)

Next Board Meeting: Thursday, April 9, 2015

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.