

MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: April 4, 2016

Approved May 31, 2016

The regular meeting of the Board Operations Committee was held on Monday, April 4, 2016 at 7:30 p.m. at Columbia Association headquarters. Present were BOC members Andrew Stack, Jeanne Ketley (from the former Planning and Strategy Committee), Dick Boulton (from the former External Relations Committee), Janet Evans (from the former Strategic Implementation Committee-initially by phone; arrived at 7:53 p.m.), and Milton W. Matthews. Board members Nancy McCord and Alan Klein also attended. Also present were Chief Staff Liaisons Norma Heim, Susan Krabbe, and Janet Loughran; and General Counsel Sheri Fanaroff.

1. **Call to Order:** The meeting was called to order at 7:31 p.m. by the Chairman, Andrew Stack.

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

3. **Approval of Agenda: April 4, 2016**
Mr. Boulton moved to add a discussion on revisions to the Conflict of Interest and Ethics Policies to the agenda. Ms. Ketley seconded. The motion was approved by a vote of 3-1-0.
For: Mr. Boulton, Ms. Evans, and Ms. Ketley
Against: Mr. Stack
Abstain: - 0 -

Mr. Stack added the discussion as item 7c under Administrative Items.

Ms. Ketley moved to approve the amended agenda, Mr. Boulton seconded the motion.
Action: The BOC voted unanimously to approve the amended agenda.

4. **Resident Speakout:** Mr. Joel Hurewitz spoke about closed meeting minutes, the watershed fee, and electric vehicle parking.

5. **Approval of Minutes: February 29, 2016**
Mr. Boulton moved to approve the minutes of the February 29, 2016 BOC meeting. Mr. Stack seconded the motion. The minutes were approved by a vote of 2-0-2
For: Messrs. Boulton and Stack
Against: -0-
Abstain: Mmes. Evans and Ketley

6. **Board Operations Committee Action**
(a) Consent Agenda
Action: Hearing no objection, the BOC voted unanimously to approve both items on the consent agenda.

7. **Administrative items**

(a) Review of the End-of-Year Report

The BOC reviewed the 2016 End-of-Year Report. Mr. Stack commended Ms. Loughran on the summation of BOC activities and noted that the report will be included on the agenda for the April 28, 2016 Board of Directors meeting.

(b) Review Documentation re: Adopting the Proposed New Board Committee Structure

The BOC discussed the proposed revision of the Board of Directors Governing Documents submitted by General Counsel Ms. Fanaroff. With minor revisions, the amended documents will be sent to the Board of Directors for a vote at the April 28, 2016 Board meeting.

(c) Conflict of Interest and Ethics Policy Discussion

Mr. Boulton distributed his proposed Ethics and Conflicts of Interest Policies for the CA Board of Directors. After discussion, the BOC agreed to add this item to the agenda for the April 28, 2016 BOD meeting as a topic for Board discussion.

8. **Finalize Proposed Agendas for upcoming Board of Directors Work Session and Meeting:**

The BOC reviewed the proposed Work Session agenda for April 14, 2016 and made the following amendments:

1. Eliminate item 6c from the agenda.
2. Switch items 6a and 6b, with a 15- and 90-minute time allocation, respectively.

Action: Mr. Stack moved that the agenda be approved as amended, Ms. Ketley seconded. The BOC unanimously approved the amended Board Work Session Agenda for April 14, 2016.

The BOC reviewed the proposed agenda for the April 28, 2016 Board of Directors meeting. It adjusted the time allocations for items 11(b)3 and 11(b)4 and allocated 20 minutes for discussion on Mr. Boulton's proposed Conflicts of Interest and Ethics policies.

Action: Mr. Boulton moved the BOC approve the amended agendas, seconded by Ms. Evans. The vote to approve was 3-0-1.

For: Mr. Boulton and Mmes. Evans and Ketley

Against: None

Abstain: Mr. Stack

9. **Tracking Forms:** The tracking forms were reviewed.

10. **Review Log of items for Upcoming BOD Work Sessions/Meetings:** The log was reviewed.

11. **Talking Points:** The Talking Points were read by Recording Secretary Fenise Dunson

12. **Adjournment:** The meeting adjourned at 8:51 p.m.

Respectfully submitted,

Fenise Dunson
Recording Secretary