



May 25, 2016

To: Dick Boulton
Janet Evans
Chao Wu
Milton W. Matthews

From: Andrew C. Stack, Board Chair

cc: Columbia Association Board of Directors
Jane Dembner, Governance Chief of Staff
Sheri Fanaroff

Subject: Board Operations Committee Meeting – Tuesday, May 31, 2016 at 7:30 p.m. – CA Board Room – 6310 Hillside Court, Suite 100, Columbia, MD

AGENDA

1. Call to Order
2. Announcement of Closed/Special Meetings Held/To Be Held **1 min.**
3. Approval of Agenda **1 min.**
4. Resident Speakout
5. Approval of Minutes **April 4, 2016** **2 min.**
6. Administrative Items **2 min.**
 - a. Approval of the FY 17 BOC Meeting Schedule
7. Finalize Proposed Agendas for upcoming Board of Directors Work Session and Meeting **30 min.**
 - a. Review Proposed Draft – June 9, 2016 – Board Work Session
 - b. Review Proposed Draft – June 23, 2016 – Board Meeting
8. Review BOC Tracking Form **5 min.**
9. Review Log of Items for Upcoming BOD Work Sessions/Meetings **5 min.**
10. Talking Points **2 min.**
11. Adjournment – Approximately 8:30 p.m.

DRAFT MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: April 4, 2016

To be 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. Bolton 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. Bolton, Ms. Evans, and Ms. Ketley

Against: Mr. Stack

Abstain: - 0 -

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

Ms. Ketley moved to approve the amended agenda, Mr. Bolton 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. Bolton 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. Bolton 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.

- 45 7. **Administrative items**
46 **(a) Review of the End-of-Year Report**
47 The BOC reviewed the 2016 End-of-Year Report. Mr. Stack commended Ms. Loughran on the
48 summation of BOC activities and noted that the report will be included on the agenda for
49 the April 28, 2016 Board of Directors meeting.
50
51 **(b) Review Documentation re: Adopting the Proposed New Board Committee Structure**
52 The BOC discussed the proposed revision of the Board of Directors Governing Documents
53 submitted by General Counsel Ms. Fanaroff. With minor revisions, the amended
54 documents will be sent to the Board of Directors for a vote at the April 28, 2016 Board
55 meeting.
56
57 **(c) Conflict of Interest and Ethics Policy Discussion**
58 Mr. Bolton distributed his proposed Ethics and Conflicts of Interest Policies for the CA Board
59 of Directors. After discussion, the BOC agreed to add this item to the agenda for the
60 April 28, 2016 BOD meeting as a topic for Board discussion.
61
62 8. **Finalize Proposed Agendas for upcoming Board of Directors Work Session and Meeting:**
63 The BOC reviewed the proposed Work Session agenda for April 14, 2016 and made the
64 following amendments:
65 1. Eliminate item 6c from the agenda.
66 2. Switch items 6a and 6b, with a 15- and 90-minute time allocation, respectively.
67 **Action:** Mr. Stack moved that the agenda be approved as amended, Ms. Ketley seconded.
68 The BOC unanimously approved the amended Board Work Session Agenda for April 14, 2016.
69
70 The BOC reviewed the proposed agenda for the April 28, 2016 Board of Directors meeting. It
71 adjusted the time allocations for items 11(b)3 and 11(b)4 and allocated 20 minutes for
72 discussion on Mr. Boulton’s proposed Conflicts of Interest and Ethics policies.
73 **Action:** Mr. Boulton moved the BOC approve the amended agendas, seconded by Ms. Evans.
74 The vote to approve was 3-0-1.
75 For: Mr. Boulton and Mmes. Evans and Ketley
76 Against: None
77 Abstain: Mr. Stack
78
79 9. **Tracking Forms:** The tracking forms were reviewed.
80
81 10. **Review Log of items for Upcoming BOD Work Sessions/Meetings:** The log was reviewed.
82
83 11. **Talking Points:** The Talking Points were read by Recording Secretary Fenise Dunson
84
85 12. **Adjournment:** The meeting adjourned at 8:51 p.m.
86
87 Respectfully submitted,
88
89 Fenise Dunson
90 Recording Secretary



DATE: May 25, 2016
TO: Board Operations Committee Members
Milton W. Matthews
FROM: Janet F. Loughran, Chief Staff Liaison, Board Operations Committee
SUBJECT: **Proposed Schedule of CA Board Operations Committee Meetings for FY 17**

Following is the proposed schedule of meeting dates for the Columbia Association Board Operations Committee (BOC) in FY 17.

Standing members of the BOC in FY 17 will be the Board Chair (Andrew Stack), Board Vice Chair (Dick Boulton), and CA President/CEO (Milton W. Matthews). The remaining eight members of the Board of Directors will rotate membership on the BOC per the italicized section below:

Tuesday, May 31, 2016 – 7:30 p.m. – CA Board Room (*Janet Evans and Chao Wu*)

Tuesday, July 5, 2016 – 7:30 p.m. – CA Board Room (*Janet Evans and Chao Wu*)

Monday, August 29, 2016 – 7:30 p.m. – CA Board Room (*Brian Dunn and Nancy McCord*)

Monday, October 3, 2016 – 7:30 p.m. – CA Board Room (*Brian Dunn and Nancy McCord*)

Monday, October 31, 2016 – 7:30 p.m. – CA Board Room (*Alan Klein and Reg Avery*)

Monday, November 28, 2016 – 7:30 p.m. – CA Board Room (*Alan Klein and Reg Avery*)

Tuesday, January 3, 2017 – 7:30 p.m. – CA Board Room (*Gregg Schwind and Lin Eagan*)

Monday, January 30, 2017 – 7:30 p.m. – CA Board Room (*Gregg Schwind and Lin Eagan*)

Monday, February 27, 2017 – 7:30 p.m. – CA Board Room (*BOD Members to be determined*)

Monday, April 3, 2017 – 7:30 p.m. – CA Board Room (*BOD Members to be determined*)

jfl

Approved by the Board Operations Committee on _____



Agenda – June 9, 2016 BOD Work Session
Draft – As of 5-18-16

June 3, 2016

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

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Work Session will be held on Thursday, June 9, 2016 at 7:30 p.m. at the Columbia Association Building, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

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
(Limited to the topics of the work session only, per the “Policy on Conduct of Work Sessions of Board of Directors and Board Committees” adopted by the CA Board of Directors on August 28, 2008) | |
| 4. Chairman’s Remarks | 3 min. |
| 5. President’s Remarks; Follow-Up Questions from the Board Members | 5 min. |
| 6. Work Session Topics | 140 min. |
| (a) Howard Hughes Easement Requests – Crescent Property | <i>(60 min.)</i> |
| (b) Discuss Eight Reports from the Facilities Assessment Survey | <i>(20 min.)</i> |
| (c) Presentation on the Five Year Capital Improvements Plan | <i>(60 min.)</i> |
| 7. Adjournment – Anticipated Ending Time: Approximately 10:15 p.m. | |

Next Board Meeting:
Thursday, June 23, 2016

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.



Agenda – June 23, 2016 BOD Meeting
Draft – As of 5-24-16

June 17, 2016

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

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, June 23, 2016 at 7:30 p.m. at Columbia Association Headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

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|-----|---|------------------|
| 1. | Call to Order (Announce Directors/Staff in Attendance) | 1 min. |
| 2. | Recognition of the Winners of the Maggie J. Brown Spirit of Columbia Scholarship Awards | 10 min. |
| 3. | Announcement of Closed/Special Meetings Held/To Be Held | 1 min. |
| 4. | Approval of Agenda | 1 min. |
| 5. | Disclosure of Conflicts of Interest | 1 min. |
| 6. | Resident Speakout | |
| 7. | Approval of Minutes May 26, 2016 | 2 min. |
| 8. | Chairman's Remarks | 3 min. |
| 9. | Reports Submitted | |
| | (a) President's Report – See written report – Follow-up questions from the BOD | 15 min. |
| | (b) Financial Reports | |
| | (c) Other Reports | |
| | 1. Report from the CA Representatives to the Inner Arbor Trust Board of Directors | 5 min. |
| 10. | Board Action | |
| | (a) Consent Agenda | |
| | 1. | |
| | 2. | |
| | 3. | |
| | (b) Board Votes | |
| | 1. Howard Hughes Easement Requests – Crescent Property | <i>(30 min.)</i> |
| | 2. | |
| | 3. | |
| 11. | For Your Information | |

- 12. Tracking Forms **2 min.**
 - (a) Tracking Form for Board Requests
 - (b) Tracking Form for Resident Requests
- 13. Talking Points **2 min.**
- 14. Adjournment – Anticipated Ending Time: Approximately 9:30 p.m.

Next Board Work Session and Meeting
Thursday, July 14, 2016 – Board Work Session
Thursday, July 28, 2016 – Board Meeting

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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**FY 17 Tracking Form
Board Operations Committee
May 25, 2016**

	A	B	C	D	E	F	G	H	I
1	Submitted to Committee by (name):	Date sent to Committee	Description of Topic	1st Discussion	Date Due to Board	Extensions	Date sent to CA Board	Recommendation of the Committee	Board Action
2	BOC	5/1/2016	Discuss President/CEO's Proposed Goals and Objectives for FY 17	To be placed on the 7/5/16 agenda.					
3	BOC	5/1/2016	Planning for the President/CEO Mid-Year Review	To be placed on the 10/03/16 agenda.					
4	BOC	5/1/2016	Planning for the President/CEO Annual Review and Compensation Decision	To be placed on the 1/30/17 agenda.					
5	BOC	5/1/2016	Review General Counsel's recommendations re: Release of Closed Meeting minutes	To be placed on the 4/3/17 agenda.					

**Topics for Upcoming BOD
Work Sessions and Meetings - FY 17
As of May 24, 2016**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
2	CA Staff (PSC)	New Membership Structure	N/A	N/A	03/10/16	Continue work on proposed changes to membership structures	3/24/16-Guidance	4/28/2016 - Structure approved with the exception of the Recreation Plus and Senior Aqua Pass proposed plans. Recreation Plus and Senior Aqua Pass Plans to be discussed on 5-26-16.
3	CA Staff (PSC)	New Rate Structure	N/A	N/A	04/14/16			4/28/2016 - No vote taken. On the agenda for the 5-26-16 BOD mtg.
4	CA President/CEO	Demonstration of Live Streaming of BOD Meetings	N/A	N/A	4/14/2016 - Postponed to a future date. To be discussed in October 2016.			
5	BOD	Proposed Guidance to CA Representatives on the Inner Arbor Trust Board of Directors	10/25/15; 1/4/16	Sent to BOD and discussed on 1/14/16. Revised guidelines to be brought back to BOD for further discussion.	04/14/16			4/28/2016 - Approved
6	Alan Klein	Discussion re: Advisory Committees	02/01/16	Discuss further	10/31/2016			
7	BOC	Board Work Plan for Calendar Year 2016	01/14/16	Develop work plan for BOD for CY 16	03/10/16	Send suggested work plan to BOD for vote		3/24/2016 - Amended Work Plan Approved

**Topics for Upcoming BOD
Work Sessions and Meetings - FY 17
As of May 24, 2016**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
8	BOD	Change current BOD committee structure and format of BOD meetings	N/A	N/A	02/04/16	BOD to vote on 2/25/16 to approve a trial suspension of operating committees for 2 months. Trial suspension approved. BOC to discuss permanent adoption on 4/4/16 and make recommendation to BOD.		4/24/2016 - Approved
9	Open Space	Howard County Plan to Extend the Managed Deer Hunt Program to CA Open Space	N/A	N/A	N/A			5/26/2016 (BOD mtg)
10	Open Space	Discuss Eight Reports from the Facilities Assessment Survey	N/A	N/A	06/09/16			N/A
11	CA President/CEO	Discuss Five Year Rolling Capital Plan	N/A	N/A	06/09/16			N/A
12	Open Space	Howard Hughes Easement Requests	N/A	N/A	06/09/16			6/23/2016
13	CA President/CEO	Pond Management Strategy	N/A	N/A	07/14/16			
14	CA President/CEO	CA Dashboard	N/A	N/A	10/03/16			