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DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: July 28, 2016

To be approved: September 22, 2016

A meeting of the Columbia Association Board of Directors was held on Thursday, July 28, 2016 at Columbia Association headquarters. Present were Chairman Andy Stack and members Reg Avery, Dick Boulton, Brian Dunn, Lin Eagan, Alan Klein, Nancy McCord, and Janet Evans. Gregg Schwind and Chao Wu were absent. Also present were CA President/CEO Milton Matthews and Vice President/CFO Susan Krabbe.

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

2. Recognition of the Winners of the Maggie Brown Spirit of Columbia Scholarship Awards

Mr. Stack read a congratulatory statement from the Board recognizing Morgan Liberto and Jack Saunderson, who competed in the 2016 Summer Olympic trials, and their coach Jeff Scrivener. All three were present and were commended on their achievement.

Lin Eagan arrived at 7:35 p.m.

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

The Audit Committee held a closed meeting on June 27, 2016 at Columbia Association headquarters. Members present were Andrew Stack, Nancy McCord, Edward Berman, and Milton Matthews. The vote to close the meeting was 4-0-0.

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 (iv) consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation. The purpose of the meeting was to review several audit reports and consultation with staff personnel on legal matters. The meeting was closed from 7:48 p.m. until 8:55 p.m.

The Architectural Resource Committee held a closed meeting on July 11, 2016 at Columbia Association headquarters. The Members present were Sheri Fanaroff, Scott Templin, Gordon MacPhee, Eva Lambright, and Gracie Bradford. 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)(iv) consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation. The purpose of the meeting was to discuss new and ongoing covenant cases. The meeting was closed from 1:04 p.m. until 2:25 p.m.

The Risk Management Committee held a closed meeting on July 14, 2016 at Columbia Association headquarters. The Members present were: Gregg Schwind, Richard Shaw, Chao Wu, Milton Matthews, and Susan Krabbe. 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)(iii) Consultation with legal counsel on legal matters; and (iv) consultation with staff personnel consultants, attorneys, board members or other persons in connection with pending or potential litigation or other legal

51 matters. The purpose of the meeting was to review Risk Management Committee documents and general
52 liability incidents. The meeting was closed from 6:35 p.m. until 7:35 p.m.

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4. Approval of Agenda:

Action: Ms. McCord moved that the agenda be approved as presented. Mr. Avery seconded the motion,
which passed unanimously. Vote: 8-0-0.

5. Disclosure of Conflicts of Interest: None

59 **6. Resident Speakout:**

- 60 a) Jervis Dorton, Owen Brown, spoke about Russ Swatek’s letter to the editor downtown Columbia
61 development and the possibility of a gatekeeper role for CA.
- 62 b) Leo Bruette, representing the Columbia Tennis Committee, spoke about the committee’s activities last
63 year and its support for a proposed tennis facility for which funds are included in the CA budget.
- 64 c) Russ Swatek, Long Reach, spoke about plans for downtown Columbia, a possible zoning change to
65 allow a liquor store in the Wegman’s building, and the possibility of a CA role as gate keeper.
- 66 d) Chris Alleva, Hickory Ridge, spoke about the evolving ownership and authority of corporations that
67 develop Columbia, and about a pending zoning change to allow alcohol sales in the Wegman’s building.

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7. Approval of Minutes of June 23, 2016

Action: Mr. Avery moved that the minutes of June 23, 2016 be approved as presented. Ms. McCord
seconded the motion, which passed. Vote: 7-0-1.

- 72 For: Messrs. Avery, Boulton, Dunn, Klein and, Stack; and Meses. Eagan and McCord
- 73 Against: None
- 74 Abstain: Ms. Evans

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8. Chairman’s Remarks: Mr. Stack said there are no CA Board meetings in August. He then announced the
following upcoming meetings and events:

- August 2: National Night Out activities at village centers
- August 25: Environment walk through Long Reach with Ned Tillman. He said walks through other villages
are also planned.
- August 29: BOC meeting

Mr. Avery thanked Mr. Matthews and Executive Assistant Janet Loughran for comments in the President’s
Report about appreciating the military.

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9. Reports Submitted

(a) President’s Report: In response to questions from Board members, Mr. Matthews summarized a recent
meeting with Howard Hughes regarding commercial covenants and development. He also showed Board
members a gift he received on July 19 from students visiting from Liyang, China. A group of local residents
has formed a Liyang Sister City Planning Committee to develop a proposal asking CA to allow Liyang to
become Columbia’s fifth Sister City. Lastly, he said the next Speakers Series event will be on October 4 at the
Owen Brown Community Center. The topic will be about racial integration and housing in Columbia.

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(b) Financial Reports

- 1. FY 2016 Financial Statements and Independent Auditor’s Report – Columbia Association, Inc.
- 2. December 31, 2015 Financial Statements and Independent Auditor’s Report – Columbia Association,
Inc. Incentive Savings Plan and Trust
- 3. FY 2016 Fourth Quarter Financial Report

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Board members commented that the auditors praised CA’s Finance staff and the quality of the reports.

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- 101 (c) Other Reports
102 1. Report from the CA Representatives to the Inner Arbor Trust Board of Directors
103 Ms. Eagan said there will be an audit meeting on Monday. During its most recent meeting, the IAT
104 Board discussed ways to raise funds and they toured the site of the Chrysalis, which is scheduled to
105 be completed by the end of the year.
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107 **10. Board Action**

- 108 (a) Consent Agenda (these appointments were approved by consent)
109 1. Approval of Appointments to the Dorsey’s Search Architectural Committee
110 2. Approval of Appointments to the River Hill Architectural Committee
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112 (b) Board Votes

113 1. FY 2018 Budget Schedule

114 Ms. Krabbe presented the proposed schedule for the second year of the two-year budget cycle,
115 amending it to add a hearing date (September 22) that may be more convenient for village managers.
116 **Action:** Mr. Boulton moved that the budget schedule be approved as amended. Ms. McCord seconded
117 the motion, which passed unanimously. Vote: 8-0-0.
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119 2. Affordable Housing

120 The Board discussed issues they raised during its July 14 work session. Carl DeLorenzo, Howard
121 County Director of Policy and Programs, and Kate McLeod, Special Assistant to Councilwoman Jen
122 Terrasa, were present to answer technical questions.
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124 After much discussion, the Board developed the following positions:

- 125 - DENSITY: Support: 1) a cap on total number of units in Downtown Columbia; 2) units built in
126 excess of 5500 should be for affordable units only, and 3) the CA Board recommends 500 additional units.
127 - PARKING: Support reduction of car usage for economic and ecological reasons, recognizing that
128 Columbia is a community that will require cars for the foreseeable future. Reduction in cars should go hand
129 in hand with a transit plan, and optimizing shared parking.
130 - LIHTC: Support limited senior-only low-income units funded via LIHTC.
131 - COUNTY REGULATIONS LOCK-IN: The board as a body is not supportive of locking in for 40
132 years the zoning regulations that will affect development of Downtown Columbia.

133 If there is going to be a DRRA, CA supports negotiating for a shorter time lock-in time frame less than
134 40 years and specifying what actions or events would trigger the “health, safety and welfare” clause that
135 would allow the county to suspend a regulations lock-in.

136 - TIMEFRAME FOR AFFORDABILITY OF THE UNITS: The Board supports applying the county’s
137 existing Moderate Income Housing Unit law

138 - SIMPLICITY v. COMPLEXITY: The Board wants every new development in downtown Columbia
139 to include affordable housing. The Board wants the percentage of affordable housing to be feasible -- a
140 percentage that can reasonably be reached without causing the affordable housing to be built outside of
141 downtown, preferably at least 10%.

142 - TRADE-OFFS:
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144 Add “We believe Columbia was based on inclusiveness.”

145 **Action:** The Board approved the recommendations it developed at this meeting by a vote of 6-2-0.

146 For: Messrs. Avery, Boulton, Klein and, Stack; and Mses. Evans and McCord

147 Against: Mr. Dunn and Ms. Eagan

148 Abstain: none
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150 **11. For Your Information:** none
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152 **12. Tracking Forms**
153 (a) Tracking Form for Board Requests
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155 (b) Tracking Form for Resident Requests
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157 **13. Talking Points:** Recording Secretary Valerie Montague read the Talking Points.
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159 **14. Adjournment:** The meeting was adjourned at 10:33 p.m.
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162 Respectfully submitted,
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164 Valerie Montague
165 Recording Secretary