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DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: November 10, 2016

To be approved: January 26, 2017

15 A meeting of the Columbia Association Board of Directors was held on Thursday, November 10, 2016 at
16 Columbia Association headquarters. Present were Chairman Andrew Stack and members Alan Klein, Brian
17 Dunn, Chao Wu, Dick Boulton, Gregg Schwind, Janet Evans, Lin Eagan, Reg Avery and CA President/CEO
18 Milton W. Matthews. Nancy McCord was absent. Also present were Vice President/CFO Susan Krabbe and
19 General Counsel Sheri Fanaroff.

20 **1. Call to Order:** The Board of Directors Meeting was called to order at 10:59 p.m. by Chairman Andrew
21 Stack.

22 **2. Announcement of Closed/Special Meetings – None**

23 **3. Approval of Agenda**

24 **Action:** Mr. Stack suggested that the agenda be amended to remove all items except the vote to fund the
25 Downtown Columbia Partnership (DCP). Mr. Avery moved to amend the agenda to remove all items
26 except the vote on DCP funding. Mr. Wu seconded the motion, which passed. Vote: 8-1-0.

27 For: Messrs. Stack, Dunn, Wu, Boulton, Schwind and Avery, and Mses. Eagan and Evans

28 Against: Mr. Klein

29 Abstain: none

30 **4. Disclosure of Conflict of Interest** (postponed)

31 **5. Approval of Minutes of October 27** (postponed)

32 **6. Chairman's Remarks** (postponed)

33 **7. Reports Submitted** (postponed)

34 **8. Board Action**

35 (a) Consent Agenda – none

36 (b) Board Votes

37 1. Downtown Columbia Partnership

38 Mr. Matthews said granting funds to the Downtown Columbia Partnership (DCP) represents an
39 investment in downtown. He noted that residential properties generate \$24 million of CA's \$37
40 million annual charge revenue, while commercial properties generate the remainder (\$13 million).
41 Most future growth in Columbia will be in the downtown area, with the commercial sector investing in
42 the area via their developments. And, as development increases, CA's annual charge revenue will
43 increase.

44 Board members questioned the issue of CA paying nearly half of DCP's budget when most other
45 partners aren't contributing toward that budget. They asked which portion of CA's budget would be
46 reduced in order to provide a grant to DCP. They also asked to see a DCP business plan and to
47 possibly gain additional seats on the DCP board. Board members discussed giving a lesser amount
48 than the \$490,000 requested. They discussed the fact that providing this grant at this time would

52 commit CA to contribute funding to DCP for only one year (beginning May 1, 2017), and that various
53 conditions could arise that would affect whether or not CA provides funding in future years and/or
54 what stipulations CA might attach to any such future funding.

55 **Action:** Mr. Klein moved that CA give the Downtown Columbia Partnership a grant of \$200,000,
56 subject to a grant agreement, and request that the county executive give CA a second seat on the DCP
57 board when a seat becomes available. Mr. Boulton seconded the motion, which passed. Vote: 8-1-0
58 For: Messrs. Stack, Dunn, Klein, Boulton, Schwind and Avery, and Meses. Eagan and Evans
59 Against: Mr. Wu
60 Abstain: none

61

62 **9. Tracking Forms** (postponed)

63 **10. Talking Points** (postponed)

64 **11. Adjournment:** The meeting was adjourned at 11:40 p.m.

65

66 Respectfully submitted,

67

68 Valerie Montague

69 Recording Secretary