

DRAFT MINUTES
BOARD OPERATIONS COMMITTEE MEETING
HELD: January 30, 2017

To be approved February 27, 2017

The regular meeting of the Board Operations Committee was held on Monday, January 30, 2017 at Columbia Association headquarters. Present were BOC members Andrew Stack, Nancy McCord (substituting for Gregg Schwind until his arrival), Gregg Schwind (arrived at 7:35 p.m.), Lin Eagan and Dick Boulton. Also present were Vice President/CFO Susan Krabbe and Chief Staff Liaison Janet Loughran.

1. Call to order

The meeting was called to order at 7:32 p.m. by the chairman, Andrew Stack.

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

3. Approval of Agenda: Ms. McCord moved and Mr. Boulton seconded to approve the agenda. The agenda was approved unanimously.

4. Resident Speakout: None

5. Approval of Minutes -January 3, 2017

Mr. Boulton moved to approve the minutes of the January 30, 2017 meeting. Ms. McCord seconded. (Ms. McCord left the meeting after seconding the motion at 7:33p.m.).

Action: The vote to approve the minutes was 3-0-1.

For: Messrs. Stack, Boulton, and Schwind.

Against: None

Abstain: Ms. Eagan

6. Administrative Items

(a) Planning for the President/CEO Annual Review and Compensation Decision

The BOC discussed the proposed FY-2017 CA President/CEO's Evaluation Form. Mr. Schwind asked that the instructions on how to complete the form be included with the form online. Mr. Boulton requested adding numbers 0 and 4 to the rating scale choices. Mr. Stack added that he would (i) amend the form to include evaluation score numbers 0-Did not meet goal and 4-Greatly exceeded goal; (ii) provide an explanation of how the bonus will be calculate; (iii) reduce the size of the boxes next to each rating number, and (iv) fix the formatting. Mr. Stack will provide the form online to the Board members in early April for completion.

42 **Action:** Mr. Schwind moved to approve the amended form and Ms. Eagan
43 seconded. The amended FY-2017 CA President/CEO's Evaluation Form was
44 approved unanimously.
45

46 **7. Finalize Proposed Agendas for upcoming Board of Directors Work Session and**
47 **Meeting**

48 **(a) Review Draft Agenda-February 9, 2017 BOD Work Session**

49 The BOC reviewed the draft agenda for the February 9, 2017 BOD Work Session.

50 **Action:** Mr. Schwind moved to approve the proposed agenda. Ms. Eagan
51 seconded.

52 The vote to approve the proposed agenda was 3-0-1

53 For: Messrs. Schwind and Stack and Ms. Eagan

54 Against: None

55 Abstain: Mr. Boulton
56

57 **(b) Review Draft Agenda-February 23, 2017 BOD Meeting**

58 The BOC reviewed the draft agenda for the February 23, 2017 BOD meeting. Mr.

59 Schwind asked how Board members' questions were being tracked. Mr. Stack

60 stated that recent items did not appear on the Board tracking form in the BOC

61 meeting materials because they were received after the materials were posted

62 on the website. Mr. Stack asked that Board members inform him via email if

63 items were missing from the tracking form and to copy Janet Loughran.

64 **Action:** Mr. Boulton moved to approve the proposed agenda. Mr. Schwind
65 seconded. The BOC approved the draft agenda unanimously.
66

67 **8. Review BOC Tracking Form:** The BOC reviewed the tracking form.
68

69 **9. Review Log of Items for Upcoming BOD Work Sessions and Meetings:**

70 No changes were made.
71

72 **10. Talking Points:** The Talking Points were read by Recording Secretary Fenise Dunson.
73

74 **11. Adjournment:** The meeting adjourned at 8:20 p.m.
75

76 Respectfully Submitted,
77

78 Fenise Dunson

79 Recording Secretary