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DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: October 26, 2017

To be approved: November 9, 2017

9 A meeting of the Columbia Association Board of Directors was held on Thursday, October 26, 2017 at
10 Columbia Association headquarters. Present were Chairman Andy Stack and members Dick Boulton, Lin
11 Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, Gregg Schwind, Ginny Thomas, Chao
12 Wu and Shari Zaret. Also present was CA Vice President/CFO Susan Krabbe.

13
14 **1. Call to Order:** The Board of Directors Meeting was called to order at 7:35 p.m. by Chairman Andy Stack.
15 Mr. Stack announced the directors and senior staff in attendance, reminded attendees that the meeting is being
16 recorded and broadcast, and read CA's Five Civility Principles.

17
18 **2. Announcement of Closed/Special Meetings:**

19 The **Board of Directors** held a closed meeting on September 28, 2017. Members present were Chairman
20 Andy Stack and members Dick Boulton, Lin Eagan, Janet Evans, Alan Klein, Milton Matthews, Nancy
21 McCord, Ginny Thomas, and Shari Zaret. The vote to close the meeting was 8-0-0.

22
23 The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-111
24 (4)(vi) consideration of the terms or conditions of a business transaction in the negotiation stage if the
25 disclosure could adversely affect the economic interests of the homeowners association. The meeting was
26 closed from 7:04 p.m. until 7:45 p.m. to discuss a lease.

27
28 The **Architectural Resource Committee** held a closed meeting on October 23, 2017 at Columbia Association
29 headquarters. Members present were Sheri Fanaroff, Deb Bach, Evamarie Lambright, and Tom Mungo. The
30 vote to close the meeting was 4-0-0.

31
32 The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-111
33 (4)(iv) consultation with staff personnel, consultants, attorneys, board members or other persons in connection
34 with pending or potential litigation or other legal matters. The meeting was closed from 1:10 p.m. until
35 2:37 p.m. to discuss new and ongoing covenant cases.

36
37 **3. Approval of Agenda**

38 Mr. Stack suggested placing Item 8(b)(3) re: Paris Agreement on Climate Accord above the two agenda
39 items that precede it.

40 **Action:** Ms. Zaret moved to approve the agenda as amended. Mr. Wu seconded the motion, which passed
41 unanimously. Vote: 10-0-0.

42 **4. Disclosure of Conflict of Interest:** none

43 **5. Resident Speakout:**

- 44 a) Tim Lattimer, Long Reach, spoke about the Climate Accord, a citizen's climate advisory board, CA's
45 efforts to become more "green" and energy-efficient, and about Long Reach Village Center revitalization.
46 b) Joel Hurewitz, Harpers Choice, spoke about the Paris Agreement on Climate Accord.
47 c) Richard Deutschmann, Owen Brown, spoke about "We Are All In" support of Paris Agreement on Climate
48 Accord and about establishing a climate advisory board.

49 **6. Chairman’s Remarks:**

50 Mr. Stack provided a written report and announced the following meetings and events:

51	Oct 26-31 CarnEVIL (Symphony Woods at Merriweather Park)	6:00 PM
52	Oct 26 Walking Tour Hickory Ridge	10:00 AM
53	Oct 26 Risk Management Committee (Board Only)	7:00 PM
54	Oct 26 CA Board Meeting	7:30 PM
55	Oct 27 Art History & Tour	10:00 AM RR
56	Oct 27 King’s Contrivance Halloween Happenings	5:00 PM
57	Oct 28 Fall Community Clean-up	10:00 AM
58	Oct 30 FootGolf after dark	6:00 PM RR
59	Oct 30 Town Center Murder Mystery	7:00 PM RR
60	Nov 4 Fitness, Fun, & Friends	8:00 AM
61	Nov 8 Volunteering Made Easy	6:00 PM RR
62	Nov 9 CA Board Work Session followed by Board Meeting	7:30 PM
63	Nov 10 CA Veterans Day Celebration	Noon
64	Nov 10/11 Wilde Lake Arts & Craft Show	5:00 PM
65	Nov 11 Town Center Holiday Craft Fair	10:00 AM
66	Nov 27 BOC meeting	7:30 PM

67 *RR = Registration Required*

68

69 He also attended the Oceania CultureFest on October 22 and the speakers series event on October 25. He
70 welcomed Messrs. Boulton and Klein back from their trip to Liyang, China. Mr. Boulton described some of
71 the places they visited during the trip and presented Mr. Matthews with Liyang’s official letter of intent to
72 form a sister city relationship with Columbia.

73

74 **7. Reports/Presentations**

75 (a) President’s Report

76 Mr. Matthews provided a written report. In response to questions from Board members, Mr. Matthews
77 said Long Reach Tennis Center is still on budget and on track to be completed during the first quarter of
78 2018.

79

80 (b) Report from the CA Representative to the Inner Arbor Trust Board of Directors

81 Ms. Eagan provided a written report. In response to questions, she said:

82 - IAT is probably not raising as much money as expected but the Trust is beginning to plan off-season
83 events for Merriweather Park.

84 - The Butterfly feature may be scaled down from the original proposal.

85 - IAT has talked to a number of potential sponsors.

86 - IAT will present a business plan to CA in February.

87 - IAT has modified its plan for lighting for the Chrysalis because the \$125,000 in State funding they
88 received is not sufficient to implement the original lighting plan.

89 - IAT doesn’t think it is practical to buy its own sound system; groups using the Chrysalis can rent
90 speakers.

91 - IAT is developing new policies and procedures about what can and cannot be done in the park.

92 - The 2017 Symphony of Lights does not allow cars in the park.

93

94 (c) Financial Reports - None

95

96 (d) Department Overview – Sport and Fitness

97 Director Dan Burns introduced staff who gave overviews of the following divisions of the Sport and Fitness

98 Department: Aquatics, Fitness Clubs, Golf Facilities, Sports Park/Skate Park, and Tennis.

99

100 **8. Board Action**

101 (a) Consent Agenda

102 1. Approval of Minutes – September 28, 2017

103 The minutes were approved without objection.

104
105 (b) Board Votes

106 3. Paris Agreement on Climate Accord (*moved on the agenda*)

107 **Action:** Mr. Klein moved to authorize the CA President to sign an open letter to the international
108 community indicating CA’s support for the Paris Agreement on Climate Accord. Ms. Thomas
109 seconded the motion, which passed unanimously. Vote: 10-0-0.

110
111 1. Vote to include Major Capital Projects and New Operating Initiatives received to date in the Proposed
112 FY 2019 and Conditional FY 2020 Budgets

113
114 **Action:** Ms. McCord moved that the Board include major capital projects and new operating initiatives
115 received to date in the Proposed FY 2019 and Conditional FY 2020 budgets. Ms. Zaret
116 seconded the motion.

117
118 **Action:** Mr. Klein moved to amend the motion to only vote on whether to approve inclusion of
119 proposed budget items that received favorable straw votes from all seven Board members who
120 discussed the proposals during work sessions this month. Mr. Wu seconded the motion, which
121 failed. Vote: 3-7-0.

122 For: Messrs. Klein and Wu, and Ms. Evans

123 Against: Messrs. Boulton, Schwind and Stack; and Mses. Eagan, McCord, Thomas, and Zaret

124 Abstain: none

125
126 **Action:** Ms. Evans moved to amend the motion to make including \$530,000 in the budget proposal for
127 IAT for a pathway in Merriweather Park contingent on IAT providing the Board with a more
128 sustainable plan re: construction and maintenance for the park. Mr. Klein seconded the motion,
129 which failed. Vote: 5-5-0.

130 For: Messrs. Boulton, Klein and Wu, and Ms. Evans and Thomas

131 Against: Messrs. Schwind and Stack; and Mses. Eagan, McCord, and Zaret

132 Abstain: none

133
134 **Action:** Ms. McCord’s original motion to include capital and operating initiatives received to date in the
135 proposed FY 2019 and conditional FY 2020 budgets was voted on and passed. Vote: 5-3-2.

136 For: Messrs. Schwind and Stack; and Mses. Eagan, McCord, and Zaret

137 Against: Messrs. Boulton, and Klein; and Ms. Evans

138 Abstain: Ms. Thomas and Mr. Wu

139
140 2. Assessment Share Work Group Final Report and Recommendations

141 Ms. Krabbe commended the assessment share work group and noted that the assessment share funds
142 serve the same people -- the Columbia community -- whether the funds are administered by CA or the
143 villages. She said there seems to be general agreement that the contingency fund is no longer
144 necessary, and she recommended that the fund be distributed 50/50 between the villages and CA, given
145 that CA provides 60% of the villages’ revenue, collectively. She recommended raising the village’s
146 operating reserve cap (the percentage of fiscal year operating expenses, minus depreciation, villages
147 are permitted to maintain in cash and/or investments) to 30%; it is currently 15%. She also
148 recommended establishing internal control reviews, cash reserve policies and investment policies for
149 the villages’ use of the funds.

150
151 **Action:** Mr. Schwind moved that the Board approve the revised allocation formula recommended by

152 the assessment share work group. Ms. Evans seconded the motion, which passed. Vote: 8-1-1.
153 For: Mses. Evans, Thomas, Eagan, McCord and Mses. Boulton, Klein, Schwind and Stack.
154 Against: Mr. Wu
155 Abstain: Ms. Zaret (*out of the room at the time of the vote*)
156

157 **Action:** Mr. Boulton moved to implement a three-year phase-in of the assessment share reallocation
158 formula. Mr. Schwind seconded the motion, which passed unanimously. Vote: 10-0-0.
159

160 **Action:** Mr. Klein moved that the balance of the contingency fund and any future money that goes into
161 it be distributed to all 10 villages equally. Mr. Boulton seconded the motion. (Mr. Klein
162 accepted Mr. Wu's amendment to require each village to implement fund reserve and internal
163 review policies.). The amended motion failed. Vote: 3-7-0.
164 For: Messrs. Boulton, Klein and Wu
165 Against: Messrs.: Schwind and Stack; and Mses. Eagan, Evans, McCord, Thomas, and Zaret
166 Abstain: none
167

168 **Action:** Mr. Stack moved that the contingency fund be split 50/50 between CA and the villages, and that
169 CA pays the villages' portion out over a three-year period. Mr. Schwind seconded the motion,
170 which passed. Vote: 6-4-0.
171 For: Mses. Thomas, Zaret, Evans, Eagan and Messrs. Schwind and Stack
172 Against: Messrs. Boulton, Klein, and Wu; and Ms. McCord
173 Abstain: none
174

175 **Action:** Mr. Klein moved to remove the villages' reserve cap. Ms. McCord seconded the motion, which
176 failed. Vote: 3-6-1.
177 For: Messrs. Boulton, Klein and Wu
178 Against: Messrs. Schwind and Stack; and Mses. Eagan, McCord, Thomas, and Zaret
179 Abstain: Ms. Evans
180

181 **Action:** Mr. Stack moved to raise the villages' operating reserve cap to 30% of non-CA income. Mr.
182 Schwind seconded the motion, which was discussed and tabled.
183

184 The meeting adjourned at 11:00 p.m., without addressing the following agenda items:
185

186 **9. For Your Information:** Howard County Economic Development Authority September 2017 STAT Report
187

188 **10. Tracking Forms**

- 189 (a) Tracking Form for Board Requests
190 (b) Tracking Form for Resident Requests

191 **11. Talking Points**

192
193 Respectfully submitted,

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195 Valerie Montague
196 Recording Secretary