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DRAFT MINUTES  
BOARD OPERATIONS COMMITTEE MEETING  
NOVEMBER 27, 2017

To be approved February 5, 2018

The regular meeting of the Board Operations Committee (BOC) was held on Monday, November 27, 2017 at Columbia Association headquarters. Present were BOC members Andrew Stack, Dick Boulton, Alan Klein, Milton W. Matthews, and Virginia Thomas. Also present were Board Members Janet Evans (arrived at 7:38 p.m.), Shari Zaret (arrived at 7:39 p.m.), and Nancy McCord (arrived at 7:58 p.m.); Vice President and CFO Susan Krabbe; General Counsel Sheri Fanaroff; and Chief Staff Liaison Janet Loughran.

**1. Call to Order**

The meeting was called to order at 7:30 p.m. by the chairman, Andrew Stack.

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

**3. Approval of Agenda:** Mr. Klein moved, and Mr. Matthews seconded, to approve the agenda. The motion was approved unanimously.

**4. Resident Speakout:** No residents signed up for Resident Speakout.

**5. Approval of Minutes – August 21, 2017**

Ms. Thomas moved to approve the minutes of the August 21, 2017 meeting. Mr. Boulton seconded.

**Action:** The vote to approve the minutes was 3-0-2.

For: Messrs. Stack, Boulton, and Matthews

Against: None

Abstain: Mr. Klein and Ms. Thomas

**6. Administrative Items - None**

**7. Finalize Proposed Agendas for upcoming Board of Directors Work Sessions and Meetings**  
**(a) Review Proposed Agenda – December 14, 2017 Board of Directors Work Session**

The BOC reviewed the proposed agenda for the December 14, 2017 Board of Directors Work Session.

**Action:** Ms. Thomas moved to approve the proposed agenda for the December 14, 2017 Board of Directors Work Session. Mr. Matthews seconded. The vote to approve the agenda was 4-0-1.

For: Messrs. Boulton, Matthews, and Stack; and Ms. Thomas

Against: None

Abstain: Mr. Klein

45 **(b) Review Proposed Agenda – December 14, 2017 Board of Directors Meeting**

46 The BOC reviewed the proposed agenda for the December 14, 2017 Board of Directors  
47 Meeting. Mr. Stack noted the Audit Committee will meet on December 11, 2017 and  
48 will review the FY 18 2<sup>nd</sup> Quarter Financial Report and the FY 18 2<sup>nd</sup> Quarter Financial  
49 Statements. The Audit Committee will also discuss the IRS Forms 990 and 990T, as well  
50 as selection of the independent auditors.

51 **Action:** Ms. Thomas moved to approve the proposed agenda for the  
52 December 14, 2017 Board of Directors meeting. Mr. Boulton seconded. The BOC  
53 approved the revised agenda unanimously.  
54

55 **(c) Review Proposed Agenda – January 11, 2018 Board of Directors Work Session**

56 The BOC reviewed an updated proposed agenda for the January 11, 2018 Board of  
57 Directors Work Session. The updated agenda included five requests for easements.  
58

59 Discussion focused on how to allocate sufficient time to discuss all suggested topics  
60 prior to convening a closed meeting of the Board. The BOC moved the environmental  
61 and climate-change topic from a discussion under Work Session Topics to a presentation  
62 by staff for 15 minutes. Comments on the presentation may be made in writing or at  
63 Resident Speakout at the January 25, 2018 Board meeting. Work session topics were  
64 rearranged to include the five easement requests.

65 **Action:** Ms. Thomas moved to approve the amended agenda for the January 11, 2018  
66 Board of Directors work session. Mr. Matthews seconded. The BOC approved the  
67 amended agenda unanimously.  
68

69 **(d) Review Proposed Agenda – January 25, 2018 Board of Directors Meeting**

70 The BOC reviewed an updated proposed agenda for the July 27, 2017 Board of Directors  
71 Meeting.  
72

73 The updated agenda included a request to add the five requests for easements in the  
74 “Board Votes” section. The BOC agreed and also added the environmental and climate-  
75 change topic to the section.  
76

77 Discussion focused on whether the “BWI Noise Issue” should remain on the updated  
78 proposed agenda. While acknowledging residents’ concerns, some questioned what  
79 impact, if any, CA would have on a resolution to the problem. Mr. Boulton made a  
80 motion to drop the BWI noise topic for the time being. Mr. Klein seconded the motion.  
81 The vote to approve the motion was 4-1-0.

82 For: Messrs. Boulton, Klein, Matthews, and Stack

83 Against: Ms. Thomas

84 Abstain: None  
85

86 **Action:** Mr. Klein moved to approve the revised agenda for the January 25, 2018 Board  
87 of Directors meeting. Mr. Boulton seconded. The vote to approve the revised agenda  
88 was 4-1-0.

89 For: Messrs. Boulton, Klein, Matthews, and Stack  
90 Against: Ms. Thomas  
91 Abstain: None

92

93 **(e) Review Proposed Agenda – February 8, 2018 Board of Directors Work Session**

94 The BOC reviewed the proposed agenda for the February 8, 2018 Board of Directors  
95 work session. No changes to the proposed agenda were suggested.

96 **Action:** Mr. Matthews moved the approved the proposed agenda for the  
97 February 8, 2018 Board of Directors work session. Ms. Thomas seconded. The BOC  
98 approved the proposed agenda unanimously.

99

100 **(f) Review Proposed Agenda – February 22, 2018 Board of Directors Meeting**

101 The BOC reviewed the proposed agenda for the February 22, 2018 Board of Directors  
102 meeting. No changes to the proposed agenda were suggested.

103 **Action:** Ms. Thomas moved to approve the proposed agenda for the February 22, 2018  
104 Board of Directors meeting. Mr. Boulton seconded. The BOC approved the proposed  
105 agenda unanimously.

106

107 **8. Talking Points:** The Talking Points were read by Chief Staff Liaison Janet Loughran.

108

109 **9. Adjournment:** The meeting adjourned at 8:30 p.m.

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111

112 Respectfully Submitted,

113

114 Janet F. Loughran

115 Chief Staff Liaison