

**Minutes of the
BOARD OF DIRECTORS MEETING
Held: March 22, 2018**

Approved: April 26, 2018

A meeting of the Columbia Association Board of Directors was held on Thursday, March 22, 2018 at Columbia Association headquarters. Present were Chairman Andrew Stack and members Dick Boulton, Lin Eagan, Janet Evans (arrived at 7:34 p.m.), Alan Klein, Milton W. Matthews, Nancy McCord, Gregg Schwind (arrived at 7:39 p.m.), Ginny Thomas, and Chao Wu. Also present were CA Vice President/CFO Susan Krabbe and General Counsel Sheri Fanaroff.

1. Call to Order: The Board of Directors Meeting was called to order at 7:32 p.m. by Chairman Andrew Stack. Mr. Stack announced the directors and senior staff in attendance, reminded attendees that the meeting is being recorded and broadcast, and read CA's Five Civility Principles.

2. Announcement of Closed/Special Meetings:

The **Architectural Resource Committee** held a closed meeting on March 12, 2018 at Columbia Association headquarters. Members present were Sheri Fanaroff, Deb Bach, Evamarie Lambright, and Gracie Bradford. 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)(iv) consultation with staff personnel, consultants, attorneys, board members or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 1:05 p.m. until 2:08 p.m. to discuss new and ongoing covenant cases.

Ms. Evans arrived at 7:34 p.m.

The **Audit Committee** held a closed meeting on March 12, 2018. Members present were Nancy McCord, Andrew Stack, Edward Berman and James Young. 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, board members or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 8:28 p.m. until 9:30 p.m. to review several internal audit reports and consult on legal matters.

Mr. Schwind arrived at 7:39 p.m.

3. Approval of Agenda

Action: Ms. Thomas moved to approve the agenda. Ms. McCord seconded the motion.

Mr. Stack said he anticipated several changes to the minutes of February 22, 2018 and he suggested that approval of the minutes be removed from the Consent Agenda. He recommended that Board members submit their changes in writing, share them with other members, and amend the minutes during the Board meeting in April. Mr. Schwind asked that lines 145-149 of the minutes be deleted. The Board agreed by consent to the change. The Board then voted unanimously to approve the agenda.

4. Disclosure of Conflict of Interest: none

5. Resident Speakout:

- a) Chris Alleva, Hickory Ridge, spoke about commercial covenants and about zoning regulations.
- b) Susan Campbell, Kings Contrivance, spoke about a zoning case regarding an amateur radio antenna in Kings Contrivance.
- c) Paul Verchinski, Oakland Mills, spoke about: 1) zoning for Long Reach redevelopment, 2) increasing the number of electric vehicle charging stations, and 3) declining CA facility membership.
- d) Erik Avant, Harpers Choice, spoke about: 1) the new Long Reach tennis facility, 2) podcasting and live streaming of CA Board meetings, and 3) signs identifying Columbia neighborhoods.

6. Chairman's Remarks:

Mr. Stack submitted a written report. He noted two items that changed after he submitted his report:

- The planning board hearing on the Erickson Living proposal has been postponed until April 19.
- The Excite Columbia Session 3 was postponed due to weather.

He also thanked staff for the new tennis facility.

7. Reports/Presentations

(a) President's Report

Mr. Matthews submitted a written report. In response to questions from the Board, he and staff members said:

- More than 300 guests came to the CA Open Houses on March 3; more than 30 memberships were sold.
- Staff will periodically update Board members about whether CA's new sales efforts result in increased membership.
- At the old Owen Brown tennis facility, when the "bubble" is removed, three courts will be for tennis and two current tennis courts will be converted to six pickleball courts. All the courts can be seen from the hill.
- CA's digital signs are all currently inside of facilities, but CA is considering placing one on the side of a building at the Hobbit's Glen golf course.
- The issue of people being unable to book fitness classes online is being addressed.
- CA has added links to its website with information about the upcoming six-month renovation of the Columbia Athletic Club, including answers to the most frequently asked questions. Sport and Fitness Director Dan Burns also gave a brief overview of planned improvements to the facility and how CA members will be accommodated during the renovation.

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

Lin Eagan submitted a written report. In response to members' questions, she said:

- The IAT board discussed and approved the pathway proposal.
- IAT will work with CoFestCo to produce and manage events.

(c) Financial Reports

1. FY 18 3rd Quarter Financial Report
2. FY 18 3rd Quarter Financial Statement

Ms. McCord said the Audit Committee approved sending the financial report and statement to the Board. The reports will be filed for audit.

8. Board Action

(a) Consent Agenda

1. Approval of Minutes of February 22, 2018
2. Approval of minutes of closed CA Board of Directors meetings held on March 23, 2017; April 28, 2017; September 28, 2017; November 27, 2017; December 14, 2017; January 11, 2018; and February 8, 2018.

Both items were approved by consent.

(b) Board Votes

1. Plan for CA to Assume Responsibilities for Commercial Covenants in the Columbia Community
Action: Mr. Boulton moved to approve a resolution for CA to consider becoming responsible for commercial covenant enforcement. Mr. Wu seconded the motion.

Action: Mr. Boulton moved to add the following wording after the first sentence of the resolution: “CA is concerned with the complexity and uneven enforcement of Columbia’s commercial covenants and wishes to find a long-term solution that would result in a simplified system with consistent and unified enforcement, We recognize that these problems may take time and effort to resolve, but it is our intention to remain engaged.” Mr. Klein seconded the motion, which passed unanimously.

Mr. Stack called the question on the amended resolution. It was approved unanimously.

2. CA Board Strategic Issues for the Next 12 months

CA Planning Director Jane Dembner summarized the top three issues the Board suggested during a work session on March 8:

1. CA’s role in the continued redevelopment of Columbia
2. Declining resident memberships and how to address this
3. Participation in redrafting the land development regulations

CA staff also recommended adding a fourth issue:

4. To better understand how to serve and connect with young adults

Board members discussed narrowing the scope and developing action plans for the first three issues. They also talked about setting short-term and long-term goals:

For Issue 1, CA should focus on influencing the development process from an early stage, especially regarding downtown, Columbia Gateway, and Long Reach Village Center.

For Issue 2, CA should define a realistic target for market penetration and/or a strategy for achieving a sustained reversal of the trend of declining membership.

For Issue 3, CA should focus on influencing, from an early stage, the county’s plans to turn Columbia’s New Town zoning into the Euclidean type of zoning districting applied to the rest of the county.

Members said Issue 4 is being addressed via the newly formed Millennials Work Group, which will issue a report later this year. CA defines millennials as people aged 17 to 35.

Action: Mr. Boulton moved to accept the four top issues. Mr. Schwind seconded the motion, which passed unanimously.

For each issue, staff will generate goals and specific objectives that can be completed within one year.

(c) Board Discussion

1. Briefing and Discussion on the Final Report -- January 2018 --“Howard County, Maryland Development Regulations Assessment & Annotated Outline”

Ms. Dembner gave an overview of the final report on the Development Regulations Assessment and Annotated Outline prepared by Clarion Associates. (She said an executive summary of the report is on Howard County government’s website at <https://www.howardcountymd.gov/regulationassessment>). The first phase of the project involved assessing current zoning, etc. The next phase will involve crafting a new zoning ordinance.

9. Tracking Forms

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

Members discussed the criteria for what does or does not go on the tracking forms, and talked about how CA staff's answers to Board members' questions are tracked and recorded. Going forward, Board members who want their inquiries included on tracking forms will indicate "put on Board Tracking Form" when submitting their questions.

10. Talking Points: Recording Secretary Valerie Montague read the Talking Points.

11. Entertain a motion to hold a closed meeting of the Board of Directors on March 22, 2018 following adjournment of the open meeting. The meeting would be held under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111 (4)(iv) consultation with staff personnel, consultants, attorneys, board members or other persons in connection with pending or potential litigation or other legal matters.

Action: Ms. McCord moved to hold a closed meeting on March 22, 2018 under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111 (4)(iv). Mr. Wu seconded the motion, which passed unanimously.

12. Entertain a motion to hold a closed meeting of the Board of Directors on April 26, 2018 following adjournment of the open meeting. The meeting would be held under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111 (4)(i) discussion of matters pertaining to employees and personnel.

Action: Ms. McCord moved to hold a closed meeting on April 26, 2018 under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111 (4)(i). Mr. Wu seconded the motion, which passed unanimously.

13. Adjournment: The open meeting was adjourned at 10:30 p.m.

Respectfully submitted,

Valerie Montague
Recording Secretary