



May 29, 2018

To: Dick Boulton
Nancy McCord
Milton W. Matthews

From: Andrew C. Stack, Board Chair

cc: Columbia Association Board of Directors
(E-Mail Address: Board.Members@ColumbiaAssociation.org)
Sheri Fanaroff
Susan Krabbe

**Subject: Board Operations Committee Meeting – Monday, June 4, 2018 at 7:30 p.m.
– CA Board Room – 6310 Hillside Court, Suite 100 Columbia, MD 21046**

AGENDA

1. Call to Order
2. Announcement of Closed/Special Meetings Held/To Be Held **1 min.**
3. Approval of Agenda **1 min.**
4. Resident Speakout
3 Minutes per Individual; 5 Minutes per Group
5. Approval of Minutes – **By Consent** February 5, 2018 **1 min.**
6. Administrative Items - None
7. Finalize Proposed Agendas for upcoming Board of Directors Work Sessions and Meetings **30 min.**
 - a. Review Proposed Agenda – June 14, 2018 Board of Directors Work Session
 - b. Review Proposed Agenda – June 28, 2018 Board of Directors Meeting
 - c. Review Proposed Agenda – July 12, 2018 Board of Directors Work Session
 - d. Review Proposed Agenda – July 26, 2018 Board of Directors Meeting
8. Talking Points **2 min.**
9. Adjournment – Approximately 8:20 p.m.

DRAFT MINUTES
BOARD OPERATIONS COMMITTEE MEETING
FEBRUARY 5, 2018

To Be Approved: June 4, 2018

The regular meeting of the Board Operations Committee (BOC) was held on Monday, February 5, 2018 at Columbia Association headquarters. Present were BOC members Andrew Stack, Milton W. Matthews, Alan Klein (in lieu of Dick Boulton), Nancy McCord (in lieu of Gregg Schwind), and Virginia Thomas (in lieu of Janet Evans). Also present were 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: Ms. Thomas moved, and Mr. Klein seconded, to approve the agenda. The motion was approved unanimously.

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

5. Approval of Minutes – November 27, 2017

Mr. Klein moved to approve the minutes of the November 27, 2017 meeting. Ms. Thomas seconded.

Action: The vote to approve the minutes was 4-0-1.

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

Against: None

Abstain: Ms. McCord

6. Administrative Items - None

7. Finalize Proposed Agendas for upcoming Board of Directors Work Sessions and Meetings
(a) Review Proposed Agenda – March 8, 2018 Board of Directors Work Session

The BOC reviewed the proposed agenda for the March 8, 2018 Board of Directors Work Session. Staff will provide suggestions for strategic issues on which the Board of Directors may wish to focus in the next 12 months. Citing the relevancy of, and the Board's interest in, CA's possible assumption of responsibilities for some commercial covenants, the BOC reversed the order of the first two topics to be discussed on March 8.

Action: Ms. Thomas moved to approve the amended agenda for the March 8, 2018 Board of Directors Work Session. Mr. Matthews seconded. The vote to approve the amended agenda was unanimous.

45 **(b) Review Proposed Agenda – March 22, 2018 Board of Directors Meeting**

46 The BOC reviewed the proposed agenda for the March 22, 2018 Board of Directors
47 meeting. It was suggested that minutes of closed meetings be approved throughout the
48 fiscal year rather than at, or near, fiscal year-end. In light of the brevity of the proposed
49 agenda, Ms. McCord moved that Item 6(c), “Overview of the Public Draft of ‘Howard
50 County, Maryland Development Regulations Assessment & Annotated Outline’” be
51 moved from the agenda for the March 8 Board of Directors Work Session and added to
52 the agenda for the March 22 Board of Directors Meeting. Forty-five minutes would be
53 allocated for discussion. Mr. Klein seconded the motion, which was approved
54 unanimously.

55 **Action:** Ms. McCord moved to approve the revised proposed agenda for the
56 March 22, 2018 Board of Directors meeting. Mr. Klein seconded. The BOC approved the
57 revised agenda unanimously.
58

59 **(c) Review Proposed Agenda – April 12, 2018 Board of Directors Work Session**

60 The BOC reviewed a revised proposed agenda for the April 12, 2018 Board of
61 Directors work session. The revised agenda includes a briefing on the plans for the
62 Athletic Club closure in summer 2018. Discussion focused on the beverage cart at
63 Fairway Hills and concerns raised by residents.

64 **Action:** Mr. Klein moved to approve the revised proposed agenda for the
65 April 12, 2018 Board of Directors work session. Ms. McCord seconded. The BOC
66 approved the revised agenda unanimously.
67

68 **(d) Review Proposed Agenda – April 26, 2018 Board of Directors Meeting**

69 The BOC reviewed the proposed agenda for the April 26, 2018 Board of Directors
70 meeting. No changes were suggested.

71 **Action:** Ms. Thomas moved to approve the proposed agenda for the April 26, 2018
72 Board of Directors meeting. Ms. McCord seconded. The BOC approved the proposed
73 agenda unanimously.
74

75 **8. Talking Points:** The Talking Points were read by Chief Staff Liaison Janet Loughran.
76

77 **9. Adjournment:** The meeting adjourned at 8:25 p.m.
78

79
80 Respectfully Submitted,

81
82 Janet F. Loughran
83 Chief Staff Liaison



June 14, 2018 BOD Work Session
Draft – As of 5-23-18

June 8, 2018

To: Columbia Association Board of Directors
(E-Mail Address: Board.Members@ColumbiaAssociation.org)
CA Management

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Work Session will be held on Thursday, June 14, 2018 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

- | | |
|---|------------------|
| 1. Call to Order | 5 min. |
| (a) Announce Directors/Senior Staff Members in Attendance | |
| (b) Remind People that Work Sessions are not Recorded/Broadcast | |
| (c) Read Five Civility Principles | |
| 2. Approval of Agenda | 1 min. |
| 3. Resident Speakout
(Limited to the topics of the work session only, per the "Policy on Conduct of Work Sessions of Board of Directors and Board Committees" adopted by the CA Board of Directors on August 28, 2008)
3 Minutes per Individual; 5 Minutes per Group | |
| 4. Chairman's Remarks | 3 min. |
| 5. President's Remarks; Follow-Up Questions from the Board Members | 10 min. |
| 6. Work Session Topics | 120 min. |
| (a) Discussion of the Most Recent Columbia Development Tracker | <i>(15 min.)</i> |
| (b) Capital Projects and Open Space Updates | <i>(15 min.)</i> |
| (c) Overview of CA BOD Members' Legal Responsibilities | <i>(20 min.)</i> |
| (d) Discussion of President/CEO's Proposed FY 2019 Strategic Objectives | <i>(30 min.)</i> |
| (e) Indemnify CA Team Members on the 401(k) Plan Investment Committee for Actions Taken in Good Faith on behalf of the Plan | <i>(10 min.)</i> |
| (f) Updates to the Board Reimbursement Policy | <i>(10 min.)</i> |
| (g) Allow Residents to Speak on Any Topic at Board Work Sessions | <i>(10 min.)</i> |
| (h) Recording or Streaming BOD Work Sessions | <i>(10 min.)</i> |
| 7. Adjournment – Anticipated Ending Time: Approximately 10:00 p.m. | |

Upcoming Board Meetings and Work Session
Thursday, June 28, 2018 – BOD Meeting – 7:30 p.m.
Thursday, July 12, 2018 – BOD Work Session – 7:30 p.m.
Thursday, July 26, 2018 – BOD Meeting – 7:30 p.m.

**ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY
CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.**

CA Mission Statement

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

CA Vision Statement

Making Columbia the community of choice today and for generations to come.



June 28, 2018 BOD Meeting Agenda
Draft – As of 5-29-18

June 22, 2018

To: Columbia Association Board of Directors
(E-Mail Address: Board.Members@ColumbiaAssociation.org)
CA Management

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, June 28, 2018 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

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| 1. Call to Order | 5 min. |
| (a) Announce Directors/Senior Staff in Attendance | |
| (b) Remind people of meeting being recorded/broadcast | |
| (c) Read Five Civility Principles | |
| 2. Announcement of Closed/Special Meetings Held/To Be Held | 1 min. |
| 3. Approval of Agenda | 1 min. |
| 4. Disclosure of Conflicts of Interest | 1 min. |
| 5. Resident Speakout | |
| 3 Minutes per Individual; 5 Minutes per Group | |
| 6. Chairman's Remarks | 3 min. |
| 7. Reports/Presentations | 45 min. |
| (a) President's Report – See written report – Follow-up questions from the BOD | <i>(10 min.)</i> |
| (b) Report from the CA Representatives to the Inner Arbor Trust Board of Directors | <i>(5 min.)</i> |
| (c) Financial Reports – None | |
| (d) CA Dashboard | <i>(30 min.)</i> |
| 8. Board Action | |
| (a) Consent Agenda | 1 min. |
| 1. Approval of Minutes – May 24, 2018 BOD Meeting | |
| 2. | |
| 3. | |
| (b) Board Votes | 30 min. |
| 1. President/CEO's Proposed FY 2020 Strategic Objectives | <i>(10 min.)</i> |
| 2. Indemnify CA Team Members on the 401(k) Plan Investment Committee for Actions Taken in Good Faith on behalf of the Plan | <i>(5 min.)</i> |
| 3. Updates to the Board Reimbursement Policy | <i>(5 min.)</i> |
| 4. Allow Residents to Speak on Any Topic at Board Work Sessions | <i>(5 min.)</i> |
| 5. Recording or Streaming BOD Work Sessions | <i>(5 min.)</i> |

9. Tracking Forms **5 min.**
 - (a) Tracking Form for Board Requests
 - (b) Tracking Form for Resident Requests
10. Talking Points **2 min.**
11. Motion to hold a closed meeting of the CA Board of Directors under the Maryland Homeowners Association Act Section 11B-111(4)(iv), Consideration of the terms or conditions of a business transaction in the negotiation stage if the disclosure could adversely affect the economic interests of the homeowners association.
12. If the motion is approved, move to a closed meeting.
If the motion is not approved, adjourn.

Next Board Work Session and Meeting
Thursday, July 12, 2018 – Board Work Session – 7:30 p.m.
Thursday, July 26, 2018 – Board Meeting – 7:30 p.m.

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CA Vision Statement

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Agenda – July 12, 2018 BOD Work Session
Draft – As of 5-29-18

July 6, 2018

To: Columbia Association Board of Directors
(E-Mail Address: Board.Members@ColumbiaAssociation.org)
CA Management

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Work Session will be held on Thursday, July 12, 2018 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

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|---|------------------|
| 1. Call to Order | 5 min. |
| (a) Announce Directors/Senior Staff Members in Attendance | |
| (b) Remind People that Work Sessions are not Recorded/Broadcast | |
| (c) Read Five Civility Principles | |
| 2. Approval of Agenda | 1 min. |
| 3. Resident Speakout | |
| (Limited to the topics of the work session only, per the “Policy on Conduct of Work Sessions of Board of Directors and Board Committees” adopted by the CA Board of Directors on August 28, 2008 – <u>Subject to deletion pending the vote on June 28, 2018</u>) | |
| 3 Minutes per Individual; 5 Minutes per Group | |
| 4. Chairman’s Remarks | 3 min. |
| 5. President’s Remarks; Follow-Up Questions from the Board Members | 10 min. |
| 6. Work Session Topics | 150 min. |
| (a) Discussion of the Most Recent Columbia Development Tracker | <i>(15 min.)</i> |
| (b) Capital Projects and Open Space Updates | <i>(15 min.)</i> |
| (c) Annual Charge Rate and Cap for the Conditional FY 2020 Budget | <i>(15 min.)</i> |
| (d) Advisory Committee Annual Reports for FY 2018 and Proposed Charges for FY 2019 | <i>(60 min.)</i> |
| (e) Gateway Redevelopment as an Innovation District | <i>(45 min.)</i> |
| 7. Adjournment – Anticipated Ending Time: Approximately 10:35 p.m. | |

Next Board Meeting

Thursday, July 26, 2018 – Board Meeting – 7:30 p.m.

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Agenda – July 26, 2018 BOD Meeting
Draft – As of 5-29-18

July 20, 2018

To: Columbia Association Board of Directors
(E-Mail Address: Board.Members@ColumbiaAssociation.org)
CA Management

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, July 26, 2018 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

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| 1. Call to Order | 5 min. |
| (a) Announce Directors/Senior Staff in Attendance | |
| (b) Remind people of meeting being recorded/broadcast | |
| (c) Read Five Civility Principles | |
| 2. Announcement of Closed/Special Meetings Held/To Be Held | 1 min. |
| 3. Approval of Agenda | 1 min. |
| 4. Disclosure of Conflicts of Interest | 1 min. |
| 5. Resident Speakout | |
| 3 Minutes per Individual; 5 Minutes per Group | |
| 6. Chairman's Remarks | 3 min. |
| 7. Reports/Presentations | 30 min. |
| (a) President's Report – See written report – Follow-up questions from the BOD | <i>(10 min.)</i> |
| (b) Report from the CA Representatives to the Inner Arbor Trust Board of Directors | <i>(5 min.)</i> |
| (c) Financial Reports | <i>(15 min.)</i> |
| 1. FY 2018 Financial Statements and Independent Auditor's Report - Columbia Association, Inc. | |
| 2. December 31, 2017 Financial Statements and Independent Auditor's Report – Columbia Association, Inc. Incentive Savings Plan and Trust | |
| 3. FY 2018 Fourth Quarter Financial Report | |
| 8. Board Action | |
| (a) Consent Agenda | 1 min. |
| 1. Approval of Minutes – June 28, 2018 BOD Meeting | |
| 2. | |
| 3. | |

- | | |
|--|------------------|
| (b) Board Votes | 35 min. |
| 1. Annual Charge Rate and Cap for the Conditional FY 2020 Budget | <i>(5 min.)</i> |
| 2. Proposed Charges for FY 2019 for Advisory Committees | <i>(15 min.)</i> |
| i. Climate Change and Sustainability Advisory Committee | |
| ii. Columbia Aquatics Advisory Committee | |
| iii. Columbia Art Center Advisory Committee | |
| iv. Green and Golf Advisory Committee | |
| v. Health and Fitness Advisory Committee | |
| vi. Information Technology Advisory Committee | |
| vii. International and Multicultural Advisory Committee | |
| viii. Senior Advisory Committee | |
| ix. Teen and Middle School Advisory Committee | |
| x. Tennis Advisory Committee | |
| xi. Watershed Advisory Committee | |
| 9. Tracking Forms | 5 min. |
| (a) Tracking Form for Board Requests | |
| (b) Tracking Form for Resident Requests | |
| 10. Talking Points | 2 min. |
| 11. Adjournment – Anticipated Ending Time: Approximately 9:00 p.m. | |

Next Board Work Session and Meeting
Thursday, September 13, 2018 – Board Work Session – 7:30 p.m.
Thursday, September 27, 2018 – Board Meeting – 7:30 p.m.

(No Board Work Session and Board Meeting in August)

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