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DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: February 28, 2019

To be approved: March 28, 2019

A meeting of the Columbia Association Board of Directors was held on Thursday, February 28, 2019 at Columbia Association headquarters. Present were Chairman Andrew Stack and members Dick Boulton, Renee DuBois, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, Gregg Schwind (arrived at 7:05), Virginia Thomas, and Shari Zaret. 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 7:00 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 called attention to CA's five civility principles.

2. Announcement of Closed/Special Meetings Held/To Be Held (moved to after "Resident Speakout").

3. Approval of Agenda

Action: Ms. Thomas moved to approve the agenda. Ms. McCord seconded the motion, which passed unanimously. Vote: 9-0-0

For: Messrs. Boulton, Klein, Stack and Mses. DuBois, Eagan, Evans, McCord, Thomas, and Zaret

Against: none

Abstain: none

4. Disclosure of Conflict of Interest: none

5. Resident Speakout:

a) Mae Beale, Owen Brown, spoke about the arts and the Inner Arbor Trust (IAT)

Mr. Schwind arrived at 7:05 p.m.

b) Nina Basu, Inner Arbor Trust, spoke about IAT's budget request

c) Chris Fuchs, Dorsey Search, spoke about Tot Lot DS05

d) Chris Alleva, Hickory Ridge, spoke about county zoning policies

e) Larry Corsa, Harper's Choice, spoke about a possible CA easement for a fire station near Rivendell/Cedar Lane

6. Chairman's Remarks:

Mr. Stack submitted a written report.

2. Announcement of Closed/Special Meetings:

The **Board of Directors** held a closed meeting on February 7, 2019 at Columbia Association headquarters. Present when the meeting began were Chairman Andy Stack and members Dick Boulton, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, and Virginia Thomas. Nancy McCord, Shari Zaret and Gregg Schwind arrived after the vote to close the meeting. The vote to close was 5-1-0.

For: Mses. Eagan, Evans and Thomas, and Messrs. Boulton and Stack

Against: Mr. Klein

Abstain: none

52 The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-
53 111(4)(i) discussion of matters pertaining to employees and personnel, (iii) consultation with legal counsel on
54 legal matters, and (vi) consideration of the terms or conditions of a business transaction in the negotiation stage
55 if the disclosure could adversely affect the economic interests of the homeowners association. The meeting was
56 closed from 7:04 p.m. until 9:55 p.m. to discuss various topics requiring the advice of legal counsel.
57

58 The **Architectural Resource Committee** held a closed meeting on February 11, 2019. Members present were
59 Sheri Fanaroff, Deb Bach, Carl McKinney, and Gracie Bradford. The vote to close the meeting was 4-0-0.
60

61 The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-
62 111(4)(iv) consultation with staff personnel, consultants, attorneys, board members or other persons in
63 connection with pending or potential litigation or other legal matters. The meeting was closed from 1:04 p.m.
64 until 2:00 p.m. for discussion of new and ongoing covenant cases.
65

66 The **Board of Directors** held a closed meeting on February 14, 2019 at Columbia Association headquarters.
67 Present were Chairman Andy Stack and members Dick Boulton, Renee DuBois, Lin Eagan, Janet Evans, Alan
68 Klein, Milton W. Matthews, Nancy McCord, Gregg Schwind, Virginia Thomas, and Shari Zaret. The vote to
69 close was 8-2-0.

70 For: Mses. DuBois, Eagan, Evans, McCord, Thomas and Zaret, and Messrs. Boulton and Stack

71 Against: Messrs. Klein and Schwind

72 Abstain: none
73

74 The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-
75 111(4)(iii), consultation with legal counsel on legal matters. The meeting was closed from 9:46 p.m. until
76 11:00 p.m. to discuss a legal issue.
77

78 **7. Reports/Presentations**

79 (a) President's Report

80 Mr. Matthews submitted a written report. He also said CA's new Human Resources Director is Monica
81 McMellon-Ajayi. Ms. McMellon-Ajayi then introduced herself to the Board.

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

83 Lin Eagan submitted a written report.

84 (c) Financial Reports – none 85

86 **8. Board Action**

87 (a) Consent Agenda

88 1. **Approval of Minutes** of January 24, 2019 BOD meeting

89 The minutes were approved by consent.
90

91 (b) Board Votes

92 1. Approve Draft Conditional FY20 Rates

93 **Action:** Mr. Schwind moved to reduce fitness club and pool rates for Columbia residents by 10%. Ms.

94 McCord seconded the motion, which failed. Vote: 2-7-1.

95 For: Ms. DuBois and Mr. Schwind

96 Against: Mses. Eagan, Evans, McCord, Thomas and Zaret; and Messrs. Boulton, Stack

97 Abstain: Mr. Klein
98

99 **Action:** Ms. McCord moved to leave fitness club and pool rates for Columbia residents unchanged for
100 FY20.

101 Mr. Schwind seconded the motion, which failed. Vote: 2-6-2.

102 For: Ms. McCord and Mr. Schwind

103 Against: Mses. Eagan, Evans, Thomas and Zaret; and Messrs. Boulton and Stack

104 Abstain: Ms. Dubois and Mr. Klein

105 **Action:** Mr. Stack moved to accept FY 20 membership changes recommended by staff: 1) redefine
106 “family membership” to allow adult children to remain on the membership at no additional fee
107 through age 25; and 2) create a Student 90-day 1Fit pass for any student with current high
108 school or college identification. Mr. Boulton seconded the motion, which passed unanimously.
109

110 **Action:** Mr. Schwind moved to have the 10% discount for senior citizens apply to fitness plan
111 renewals as well as to new memberships. Ms. McCord seconded the motion, which failed.
112 Vote: 4-5-1.
113 For: Messrs. Klein and Schwind; and Mses. McCord and Zaret
114 Against: Mses. Eagan, Evans, and Thomas; and Messrs. Boulton and Stack
115 Abstain: Ms. DuBois
116

117 **Action:** Mr. Stack moved to approve the submitted rates, as amended. Mr. Boulton seconded the
118 motion, which passed. Vote: 9-1-0.
119 For: Mses. DuBois, Eagan, Evans, McCord, Thomas, and Zaret; and Messrs. Boulton, Klein
120 and Stack
121 Against: Mr. Schwind
122 Abstain: none
123

124 2. Approve Changes to the Conditional FY 2020 Capital Budget

125 Ms. Krabbe explained that the cost of repairing the Fairway Hills Golf Club bridge and developing
126 alternatives will be \$250,000, instead to the \$175,000 requested in the budget.

127 **Action:** Mr. Stack moved to approve moving \$75,000 from the “Columbia-wide bridge replacement”
128 line of the capital budget to the “Fairway Hills Golf Club – Bridge and Boardwalk” line. Ms.
129 DuBois seconded the motion, which passed unanimously.
130

131 **Action:** Mr. Boulton moved to approve \$130,000 to replace Dorsey Search Tot Lot DS05 and replace
132 no more tot lots until the Board develops a policy on tot lots. Mr. Stack seconded the motion,
133 which passed. Vote: 6-1-3
134 For: Messrs. Boulton, Klein and Stack; and Mses. DuBois and Eagan and McCord
135 Against: Mr. Schwind
136 Abstain: Mses. Evans, Thomas, and Zaret
137

138 The proposed FY20 Conditional Capital Budget includes \$100,000 for Lakefront Master Plan Design
139 and Implementation. Mr. Stack suggested that \$50,000 be reserved to potentially make improvements
140 to a neighborhood square proposed by Howard Hughes Corp. (HHC) instead of being added to funds
141 already in the conditional budget for design of a Lakefront Master Plan.
142

143 CA Open Space and Facilities Services Director Dennis Matthey explained that such improvements
144 would be on CA property adjacent to the neighborhood square land owned by HHC.
145

146 The Board voted on the following items without making separate motions for each one.

147 **Action:** Approve an additional \$50,000 for Lakefront master plan design and implementation. The
148 motion failed. Vote: 3-6-1
149 For: Mses. Eagan and Evans, and Mr. Schwind
150 Against: Mses. DuBois, Thomas, McCord and Zaret; and Messrs. Boulton and Klein
151 Abstain: Mr. Stack
152

153 **Action:** Approve the rest of the proposed amendments to the FY 20 Capital Budget. The motion
154 passed unanimously.
155

156 **Action:** Ms. Dubois moved to increase the Aquatics Department budget by the \$50,000 amount
157 originally proposed for Lakefront master plan design. The funds would be used for a design
158 to convert an outdoor pool to an indoor pool. Ms. Thomas seconded the motion, which
159 passed. Vote: 7-3-0.
160 For: Messrs. Boulton, Klein and Schwind; and Meses. DuBois, Evans, Thomas and Zaret
161 Against: Meses., Eagan, and McCord; and Mr. Stack
162 Abstain: none
163

164 3. Approve Changes to the Conditional FY 2020 Operating Budget

165 The Board voted on the following items without making separate motions for each one.
166

167 **Action:** Approval of changes to income. The motion passed unanimously.
168

169 **Action:** Approve \$22,500 for website redevelopment. The motion passed unanimously.
170

171 **Action:** Approve a \$157,000 grant to the Inner Arbor Trust for its overhead operations cost. The
172 motion passed. Vote: 8-2-0.

173 For: Meses. DuBois, Eagan, Evans, McCord, Thomas and Zaret; and Messrs. Schwind and
174 Stack

175 Against: Messrs. Boulton and Klein

176 Abstain: none
177

178 **Action:** Approve reducing the Open Space Salary and Wages budget by \$65,000. The motion passed
179 unanimously.
180

181 **Action:** Approve reducing the Open Space “other fees” expense category by \$55,000. The motion
182 passed unanimously.
183

184 **Action:** Approve a \$5,000 decrease in the “Repairs and Maintenance” category, for each of CA’s three
185 fitness clubs (totaling \$15,000). The motion passed. Vote: 8-1-1.

186 For: Meses., Eagan, Evans, McCord, Thomas and Zaret; and Messrs. Boulton, Klein and Stack

187 Against: Mr. Schwind

188 Abstain: Ms. DuBois
189

190 **Action:** Mr. Schwind moved to remove a \$20,000 request for consulting fees. Mr. Boulton seconded
191 the motion, which failed. Vote: 3-6-1.

192 For: Ms. DuBois, and Messrs. Boulton and Schwind

193 Against: Meses. Eagan, Evans, McCord, Thomas and Zaret; and Mr. Stack

194 Abstain: Mr. Klein
195

196 **Action:** Mr. Schwind moved that the Board must approve use of the \$20,000 before a consulting
197 contractor is selected. Mr. Klein seconded the motion, which passed. Vote: 8-1-1.

198 For: Meses. DuBois, Eagan, Evans, and McCord, and Messrs. Boulton, Klein, Schwind and
199 Stack

200 Against: Ms. Zaret

201 Abstain: Ms. Thomas
202

203 **Action:** Approve the rest of the proposed amendments to the FY20 Operating Budget. The motion
204 passed unanimously.
205

206 The Board discussed the application form/process for CA’s Community Services grants. CA also gives the
207 Community Foundation of Howard County funds that the foundation grants to other groups. Director Michelle

208 Miller will be asked to explain to the Board the grants process and the rationale for giving grants via the
209 Community Foundation of Howard County.

210
211 4. Potential Vote on Howard County State Delegation Legislation – none

212
213 5. Approval of the Charter for the Millennial Advisory Committee

214 **Action:** Ms. Thomas moved to approve the charter for the new Millennial Advisory Committee. Ms.
215 DuBois seconded the motion, which passed unanimously.

216
217 6. CBA Legislation

218 **Action:** Ms. McCord moved to approve staff’s recommendation to disclose documents to the public
219 related to proposed legislation that would recognize CA as a Community Benefit Association
220 rather than a Homeowners Association. Ms. DuBois seconded the motion, which passed
221 unanimously.

222
223 **9. Tracking Forms**

224 (a) Tracking Form for Board Requests

225 (b) Tracking Form for Resident Requests

226

227 **10. Talking Points:** The Talking Points were read by Recording Secretary Valerie Montague.

228 **11. Adjournment:** The meeting was adjourned at 10:30 p.m.

229 Respectfully submitted,

230

231 Valerie Montague

232 Recording Secretary