

DRAFT MINUTES  
BOARD OPERATIONS COMMITTEE MEETING  
SEPTEMBER 4, 2019

To Be Approved: December 2, 2019

The regular meeting of the Board Operations Committee (BOC) was held on Wednesday, September 4, 2019 at Columbia Association headquarters. Present were BOC members Andrew Stack, Ginny Thomas, Milton W. Matthews, Janet Evans (arrived at 7:03 p.m.) and Shari Zaret. Also present were Board member Renee DuBois, 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 7:00 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 to approve the agenda, seconded by Mr. Matthews. The vote to approve the agenda was unanimous.

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

**5. Approval of Minutes – February 25, 2019**

The minutes of the June 3, 2019 BOC meeting were approved by consent.

**6. Finalize Proposed Agendas for upcoming Board of Directors Work Sessions and Meetings**

**(a) Review Proposed Agenda – September 12, 2019 Board of Directors Work Session**

The BOC reviewed the proposed agenda for the June 13, 2019 Board of Directors Work Session. The BOC added the word “First” to the topic 4(a), to read “First Budget Work Session...” and increased the time allocation to 45 minutes. Due to time constraints, the BOC moved topic 4(b), “Village Financials for FY 2019” to the September 26, 2019 Board meeting agenda and decreased the time allocation to 20 minutes. The time allocation for item 4(f), “President/CEO’s Draft Strategic Initiatives for FY 2020” was increased to 30 minutes.

**Action:** Ms. Thomas moved to approve the amended agenda for the September 12, 2019 Board of Directors Work Session. Ms. Evans seconded. The BOC approved the amended agenda unanimously.

**(b) Review Proposed Agenda – September 26, 2019 Board of Directors Meeting**

The BOC reviewed the proposed agenda for the September 26, 2019 Board of Directors meeting. The BOC decided to eliminate the “Board Action” category and list “Consent Agenda” and “Board Votes” as separate line items on the agenda. The BOC asked that “Board Discussion” be added, and include discussion on three topics: “Village Financials for FY 2019” for 20 minutes; “Climate Emergency Document” for 30 minutes; and “Single Use Plastics” for 15 minutes.

45 **Action:** Ms. Thomas moved to approve the amended agenda for the September 26, 2019  
46 Board of Directors meeting. Ms. Zaret seconded. The BOC approved the amended agenda  
47 unanimously.  
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49 *(Ms. Zaret left the meeting at 8:08 p.m.)*  
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51 **(c) Review Proposed Agenda – October 10, 2019 Board of Directors Work Session**

52 The BOC reviewed the proposed agenda for the October 10, 2019 Board of Directors work  
53 session. In response to a question, Mr. Stack noted the discussion on neighborhood centers  
54 would include feedback from the survey, as well as from the meeting to be held on  
55 September 5, 2019.

56 **Action:** Ms. Thomas moved to approve the proposed agenda for the October 10, 2019 Board  
57 of Directors work session. Mr. Matthews seconded. The BOC approved the proposed agenda  
58 unanimously.  
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60 **(d) Review Proposed Agenda – October 17, 2019 Board of Directors Budget Work Session**

61 The BOC reviewed the proposed agenda for the October 17, 2019 Board of Directors budget  
62 work session. Discussion focused on straw votes and whether abstentions counted toward a  
63 majority vote for either inclusion in or exclusion from the draft budgets to be distributed in  
64 December. The BOC asked that a footnote be added to the agenda clarifying who could cast  
65 straw votes and how the majority vote would be determined.

66 **Action:** Ms. Evans moved to approve the annotated agenda for the October 17, 2019 Board of  
67 Directors budget work session. Ms. Thomas seconded. The BOC approved the annotated  
68 agenda unanimously.  
69

70 **(e) Review Proposed Agenda – October 24, 2019 Board of Directors Meeting**

71 The BOC reviewed an updated proposed agenda for the October 24, 2019 Board of Directors  
72 meeting. The updated agenda included a new topic, “Board Discussion-New Indoor Pool  
73 Feasibility Study,” with a time allocation of 45 minutes. The BOC asked that item 5, “Resident  
74 Speakout,” be changed to show that 1 minute is available for response to questions. The BOC  
75 also changed the topic name for item 6(b)1 to “Ratify Straw Votes taken on October 17, 2019  
76 to Include Proposed Major Capital Projects and New Operating Initiatives in the FY 21/FY 22  
77 Budgets.”

78 **Action:** Ms. Thomas moved to approve the amended updated proposed agenda for the  
79 October 24, 2019 Board of Directors meeting. Mr. Matthews seconded. The BOC approved the  
80 amended updated proposed agenda unanimously.  
81

82 **(f) Review Proposed Agenda – November 14, 2019 Board of Directors Work Session and  
83 Meeting**

84 The BOC reviewed the proposed agendas for the November 14, 2019 Board of Directors work  
85 session and meeting. Mr. Stack reminded the BOC that the Board of Directors convenes on the  
86 second Thursday only in both November and December, due to the proximity of holidays to  
87 the fourth Thursday in both months. The BOC asked that item 4(a), “Neighborhood Centers”  
88 be annotated to note there would be discussion only and no votes would be taken.

89           **Action:** Ms. Evans moved to approve the annotated agenda for the November 14, 2019 Board  
90           of Directors work session and meeting. Ms. Thomas seconded. The BOC approved the  
91           annotated agendas unanimously.

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93           **7. Administrative Items - None**

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

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97           **9. Adjournment:** The meeting adjourned at 8:32 p.m.

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100           Respectfully Submitted,

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102           Janet F. Loughran

103           Chief Staff Liaison