

1 **Draft Minutes of the**  
2 **BOARD OF DIRECTORS MEETING**  
3 **Held October 24, 2019**  
4

5 To be Approved: November 14, 2019  
6

7 A meeting of Columbia Association’s Board of Directors was held on Thursday, October 24, 2019 at Columbia  
8 Association headquarters. Present were Chairman Andrew Stack, Vice Chair Virginia Thomas, and members Dick  
9 Boulton, Renee DuBois, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, and Shari  
10 Zaret. Also present was CA General Counsel Sheri Fanaroff. Board member Rafia Siddiqui was not present.  
11

12 **1. Call to Order:** The Board of Directors Meeting was called to order at 7:08 p.m. by Chairman Andrew Stack.  
13 Mr. Stack announced the directors in attendance and reminded attendees that the meeting was being live-  
14 streamed and recorded.  
15

16 Mr. Stack called upon Mr. Matthews to introduce Kristin Russell, director, Planning and Community Affairs.  
17 Ms. Russell, who has several years of planning experience in New Jersey and the metropolitan New York area,  
18 spoke briefly and expressed her enthusiasm about working at CA.  
19

20 **2. Announcement of Closed/Special Meetings Held/To Be Held**

21 CA’s **Board of Directors** held a closed meeting on October 18, 2019 at Columbia Association (CA)  
22 headquarters. Members present were Chairman Andrew Stack, Vice Chair Virginia Thomas, Dick Boulton,  
23 Renee DuBois, Lin Eagan, Alan Klein, Milton W. Matthews, Nancy McCord, and Shari Zaret. The vote to close  
24 the meeting was 7-1-0.  
25

26 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
27 §11B-111(4)(iii), Consultation with legal counsel on legal matters. The meeting was closed from 12:15 a.m. until  
28 12:42 a.m. to review easements.  
29

30 The **Architectural Review Committee** held a closed meeting on October 14, 2019. Members present were Sheri  
31 Fanaroff, Deb Bach, Ed Gordon, Anne McKissick, and Carl McKinney. The vote to close the meeting was 5-0-0.  
32

33 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
34 §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members or other persons in  
35 connection with pending or potential litigation or other legal matters. The meeting was closed from 1:04 p.m.  
36 until 2:25 p.m. to new and ongoing covenant cases.  
37

38 CA’s **Board of Directors** held a closed meeting on October 3, 2019 at the Owen Brown Community Association.  
39 Members present were Chairman Andrew Stack, Vice Chair Virginia Thomas, Dick Boulton, Renee DuBois, Lin  
40 Eagan, Janet Evans (arrived at 8:00 p.m.), Alan Klein, Rafia Siddiqui, and Shari Zaret. The vote to close the  
41 meeting was 8-0-0. (The vote was taken prior to the arrival of Ms. Evans.)  
42

43 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
44 §11B-111(4)(i), Discussion of matters pertaining to employees and personnel and (iii), Consultation with legal  
45 counsel on legal matters. The meeting was closed from 7:10 p.m. until 9:00 p.m. to review easements and the  
46 process for the President/CEO’s evaluation.  
47

48 The **Risk Management Committee** held a closed meeting on September 26, 2019 at CA headquarters. Members  
49 present were Susan Krabbe, Milton W. Matthews, Lin Eagan, Nancy McCord, Rafia Siddiqui, and Shari Zaret.  
50 The vote to close the meeting was 6-0-0.  
51

52 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
53 §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members or other persons in  
54 connection with pending or potential litigation or other legal matters. The meeting was closed from 6:35 p.m.  
55 until 7:00 p.m. to review the general liability self-insurance program and incidents.  
56

57 The **Audit Committee** held a closed meeting on September 23, 2019 at CA headquarters. Members present were  
58 James Young, Dick Boulton, Renee DuBois, Timothy Redmond, and Rafia Siddiqui. The vote to close the  
59 meeting was 5-0-0.  
60

61 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
62 §11B-111(4)(i), Discussion of matters pertaining to employees and personnel and (iv), Consultation with staff  
63 personnel, consultants, attorneys, board members or other persons in connection with pending or potential  
64 litigation or other legal matters. The meeting was closed from 8:02 p.m. until 9:15 p.m. to review several internal  
65 audit reports and to consult with staff personnel on legal matters.  
66

67 The **Architectural Review Committee** held a closed meeting on September 9, 2019. Members present were  
68 Sheri Fanaroff, Deb Bach, Gordon MacPhee, and Anne McKissick. The vote to close the meeting was 4-0-0.  
69

70 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property  
71 §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members or other persons in  
72 connection with pending or potential litigation or other legal matters. The meeting was closed from 1:00 p.m.  
73 until 2:35 p.m. to new and ongoing covenant cases.  
74

### 75 **3. Approval of Agenda**

76 **Action:** Ms. Thomas moved to approve the agenda. Mr. Boulton seconded the motion, which passed  
77 unanimously.  
78

### 79 **4. Disclosure of Conflict of Interest: none**

### 80 **5. Resident Speakout:**

- 81 (a) Joan Lancos, Hickory Ridge, spoke about funding for the Downtown Columbia Partnership.
- 82 (b) Patrick Harrington, Oakland Mills, spoke about an indoor pool.
- 83 (c) Children + Company Preschool, Long Reach, spoke about the Phelps Luck Community Center.
- 84 (d) Bill Santos, representing the Columbia Aquatics Advisory Committee, spoke about pools.
- 85 (e) Ray LeVesque, Long Reach, spoke about an indoor pool.
- 86 (f) Ginger Scott, Wilde Lake, spoke about Haven on the Lake.
- 87 (g) Ed Coleman, Long Reach, spoke about pools and neighborhood centers.
- 88 (h) Pamela Kumar, Dorsey's Search, spoke about Haven on the Lake.
- 89 (i) James Forest, Ellicott City, spoke about an indoor pool.
- 90 (j) Nina Basu, Inner Arbor Trust, spoke about CA's budget.
- 91 (k) Rhonda-Cheree Johnson, Long Reach, spoke about neighborhood centers and an indoor pool.  
92

### 93 **6. Consent Agenda**

- 94 (a) Approval of Minutes – September 26, 2019 Board Meeting and October 10, 2019 Special Board Meeting –  
95 Approved by consent
- 96 (b) Appointment to the Architectural Review Committee – Approved by consent  
97

### 98 **7. Board Votes**

- 99 1. Ratify Straw Votes taken on October 17, 2019 to Include Proposed Major Capital Projects and New  
100 Operating Initiatives in the FY 21/FY 22 Budgets  
101 Mr. Stack asked Board members to identify those initiatives which they wished to discuss further that  
102 evening. The initiatives identified by the Board were:

103 Capital Requests  
104 3; 1-10 – Neighborhood Center Renovations pending completion of Neighborhood Centers Study  
105 10; 1-17 – Long Reach Regional Pathway  
106 13; 1-20 – Town Center Lakefront Renovations  
107 14; 1-21 – Columbia-Wide Tot Lot Renovations pending CA Board Approval of the Tot Lot Policy  
108

109 Operating Requests  
110 4; 3-8 – Community Services – Community Outreach Position for diverse communities  
111 5; 3-10 – Community Services – Temporary Funding for Arts Festival  
112 6; 3-12 – Community Services – Temporary Funding for Downtown Columbia Partnership  
113 7; 3-14 – Community Services – Temporary Funding for Inner Arbor Trust Operations  
114

115 Mr. Stack then suggested those proposed major capital projects and new operating initiatives for FY21/FY  
116 22 not designated for discussion be approved for inclusion in the draft FY 21/FY 22 budget in a single vote.  
117

118 Mr. Boulton moved that the major capital projects and new operating initiatives not designated for further  
119 discussion at the October 24, 2019 Board meeting be included in the FY 21/FY22 draft budget to be  
120 submitted to CA’s Board of Directors and the community in December 2019. Ms. McCord seconded the  
121 motion. The motion passed by a vote of 8-1-0.

122 For: Messrs. Boulton, Klein, and Stack; and Mmes. Eagan, Evans, McCord, Thomas, and Zaret  
123 Against: Ms. DuBois  
124 Abstain: None  
125

126 Mr. Boulton moved that capital request 3; 1-10, Neighborhood Center Renovations pending completion of  
127 Neighborhood Centers Study, be included in the FY 21/FY 22 draft budget to be submitted to CA’s Board of  
128 Directors and the community in December 2019. Ms. McCord seconded the motion.  
129

130 Ms. Evans moved to add an amendment to the motion to stipulate “if the two originally designated  
131 neighborhood centers pass the criteria for renovation, that they go first.” Ms. Eagan seconded the motion.  
132 The motion was approved unanimously.  
133

134 Mr. Stack called for a vote on Mr. Boulton’s original motion, now including the amendment. The vote to  
135 approve the amended original motion was unanimous.  
136

137 Ms. Evans moved that capital request 10; 1-17, Long Reach Regional Pathway, be included in the  
138 FY21/FY22 draft budget to be submitted to CA’s Board of Directors and the community in December 2019.  
139 Ms. Eagan seconded the motion.  
140

141 In response to a question, it was noted that funding for this request is included in the FY22 budget.  
142

143 Mr. Stack called for a vote. The motion was approved unanimously.  
144

145 Ms. Thomas moved that capital request 13; 1-20, Town Center Lakefront Renovations, be included in the  
146 FY 21/FY 22 draft budget to be submitted to CA’s Board of Directors and the community in December  
147 2019. Ms. McCord seconded the motion.  
148

149 It was noted this request includes funds to repair the seawall at the Lakefront.  
150

151 Mr. Stack called for a vote. The motion was approved unanimously.  
152

153 Ms. DuBois moved that capital request 14; 1-21, Columbia-Wide Tot Lot Renovations pending CA Board  
154 Approval of the Tot Lot Policy, be included in the FY 21/FY 22 draft budget to be submitted to CA’s Board  
155 of Directors and the community in December 2019. Mr. Boulton seconded the motion.  
156

157 Discussion centered on the need to develop a policy for tot lot renovations.  
158

159 Mr. Stack called for a vote. The motion was approved by a vote of 8-1-0.

160 For: Messrs. Boulton, Klein, and Stack; and Mmes. DuBois, Eagan, McCord, Thomas, and Zaret

161 Against: Ms. Evans

162 Abstain: None  
163

164 Ms. McCord moved that operating request 4; 3-8, Community Services – Community Outreach Position for  
165 diverse communities, be included in the FY 21/FY 22 draft budget to be submitted to CA’s Board of  
166 Directors and the community in December 2019. Ms. Zaret seconded the motion.  
167

168 The proposed funds include money for salary and supplies. Outreach will be made to a variety of community  
169 groups.  
170

171 Mr. Stack called for a vote. The motion was approved by a vote of 8-1-0.

172 For: Messrs. Boulton, Klein, and Stack; and Mmes. DuBois, Eagan, Evans, McCord, and Zaret

173 Against: Ms. Thomas

174 Abstain: None  
175

176 Mr. Boulton moved that operating initiative 5; 3-10, Community Services – Temporary Funding for Arts  
177 Festival,” be included in the FY 21/FY 22 draft budget to be submitted to CA’s Board of Directors and the  
178 community in December 2019. Ms. Eagan seconded the motion.  
179

180 Ms. Miller noted that this three-day, free event sponsored by CA is a major component of the annual  
181 Festival of the Arts.  
182

183 Mr. Stack called for a vote. The motion was approved unanimously.  
184

185 Ms. Eagan moved that operating initiative 6; 3-12, Community Services – Temporary Funding for  
186 Downtown Columbia Partnership be included in the FY 21/FY 22 draft budget to be submitted to CA’s  
187 Board of Directors and the community in December 2019. Mr. Stack seconded the motion.  
188

189 Discussion focused on the purpose of the Downtown Columbia Partnership; why CA has only one seat on its  
190 board of directors; other sources of its funding; and how its money is used.  
191

192 Mr. Boulton moved to amend the original motion to reduce the amount of funding in FY21 to \$100K,  
193 contingent upon CA Board’s review of the Downtown Columbia Partnership’s budget. Ms. DuBois  
194 seconded the motion. The motion failed by a vote of 4-5-0.

195 For: Messrs. Boulton and Stack, and Mmes. Eagan and McCord

196 Against: Mr. Klein and Mmes. DuBois, Evans, Thomas, and Zaret

197 Abstain: None  
198

199 Ms. McCord moved that the amount of funding be reduced to \$100K for FY21 and that funding for FY22 be  
200 contingent upon CA Board’s review of the Downtown Columbia Partnership’s budget. Ms. Eagan seconded  
201 the motion. The motion failed by a vote of 4-5-0.

202 For: Mr. Stack and Mmes. Eagan, McCord, and Zaret

203 Against: Messrs. Boulton and Klein, and Mmes. DuBois, Evans, and Thomas

204 Abstain: None

205 Mr. Stack called for a vote of Ms. Eagan’s original motion to include the operating initiative in the draft  
206 budget to be presented in December 2019. The motion failed by a vote of 2-7-0.

207 For: Mr. Stack and Ms. Eagan

208 Against: Messrs. Boulton and Klein, and Mmes. DuBois, Evans, McCord, Thomas, and Zaret,

209 Abstain: None

210  
211 Ms. McCord moved that operating initiative 7; 3-14, Community Services – Temporary Funding for Inner  
212 Arbor Trust Operations, be included in the FY 21/FY 22 draft budget to be submitted to CA’s Board of  
213 Directors and the community in December 2019. Ms. Eagan seconded the motion.

214  
215 Board members expressed their support of the Inner Arbor Trust’s (IAT) programming and their desire to  
216 help fund IAT’s operating expenses.

217  
218 Mr. Stack called for a vote. The motion passed by a vote of 7-2-0.

219 For: Mr. Stack and Mmes. DuBois, Eagan, Evans, McCord, Thomas, and Zaret

220 Against: Messrs. Boulton and Klein

221 Abstain: None

222  
223 Ms. McCord moved that the Board discuss increasing the annual charge rate from 68¢ to 69¢, costing the  
224 average homeowner about \$20 per year and increasing revenue by an extra \$500K per year, allowing CA to  
225 fund other initiatives. Ms. Zaret seconded the motion.

226  
227 Concern was expressed that such a decision needed public input, and that no advance notice had been given  
228 regarding potential discussion of this subject. There was also concern that such an increase might be  
229 financially difficult for some residents.

230  
231 The motion failed by a vote of 3-4-2.

232 For: Mr. Klein and Mmes. Eagan and McCord

233 Against: Messrs. Boulton and Stack, and Mmes. Evans and Thomas

234 Abstain: Mmes. DuBois and Zaret

235  
236 2. Next Steps for Haven on the Lake, including Recommendations

237 Dan Burns, director, Sport & Fitness, briefed the Board on Haven on the Lake (HOTL). HOTL continues to  
238 progress and positive changes have made in the last two years. The facility serves a population wanting a  
239 mind/body, healing-environment facility, as opposed to a gym-type fitness facility. Mr. Burns recommends  
240 that HOTL be given an opportunity to continue operating as a wellness-based facility, and that spa services  
241 be reintroduced. An organization uniquely positioned to manage a spa for CA has been identified. Mr. Burns  
242 believes a two-year period is needed to evaluate the efficacy of the recommendation.

243  
244 Mr. Boulton made a motion to accept staff’s recommendation to continue to provide spa services and  
245 enhance the programming to further maximize the wellness opportunities that are beginning to define Haven  
246 on the Lake. Ms. McCord seconded the motion.

247  
248 Mr. Stack proposed an amendment to Mr. Boulton’s motion that, at the end of FY 2022 that staff come back  
249 to the Board with a comparison between the actual financials against the pro forma financials. Discussion  
250 ensued and Mr. Stack withdrew his amendment.

251  
252 Ms. Evans made a motion to add the following clause to the end of Mr. Boulton’s motion - “that a quarterly  
253 statement comparing actuals to the pro formas be provided beginning six months after the start of the spa.”  
254 Ms. Thomas seconded the motion. The motion passed unanimously.

256 Mr. Stack called for a vote on Mr. Boulton’s motion, now including the amendment. The vote to approve the  
257 amended original motion was unanimous.

258  
259 Ms. Zaret called the Board’s attention to the late hour of the evening (10:30 p.m.), and noted several topics  
260 remained on the agenda. The Board agreed to discuss the New Indoor Pool Feasibility Study and to adjourn at  
261 11:00 p.m.

262  
263 **8. Board Discussion – New Indoor Pool Feasibility Study**

264 Mr. Burns presented a summary of the Indoor Pool Feasibility Study updated in October 2019. The Locust Park  
265 outdoor pool location was identified as the most suitable site for development, and would require removing the  
266 current outdoor pool; neighborhood center; and some, or all of the tennis courts. Development would include an  
267 eight-lane, 25-yard lap pool, locker rooms with lockers and showers, offices for coaches, storage, lobby, and  
268 utility space. Three scenarios for building options were presented, as were pre-construction and construction  
269 costs, annual net operating costs for the new indoor facility, annual net operating costs for the Swim Center, and  
270 the combined annual net operating costs for the new indoor facility and Swim Center.

271  
272 Board members discussed the information, noted the expenditures involved, and asked questions. Funding issues  
273 were of concern.

274  
275 **Adjournment:** The meeting was adjourned at 11:03 p.m.

276  
277 Due to the length of the meeting and the desire to end the meeting at 11:00 p.m., the following topics on the agenda  
278 for the October 24, 2019 Board of Directors meeting were not addressed:

279  
280 **9. Chairman’s Remarks**

281  
282 **10. Reports/Presentations**

283  
284 **11. Tracking Forms**

285  
286 **12. Possible New Topics.**

287  
288 **13. Talking Points**

289  
290  
291 Respectfully submitted,

292  
293 Janet F. Loughran  
294 Executive Assistant to the President/CEO