

**Minutes of the  
BOARD OF DIRECTORS MEETING  
Held: May 28, 2020**

Approved June 25, 2020

A virtual meeting of the Columbia Association Board of Directors was held on Thursday, May 28, 2020. Participating were Chairman Andy Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois, Jessamine Duvall, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, and Shari Zaret. Other participants were CA Vice President/CFO Susan Krabbe; Director of Finance/Treasurer Lynn Schwartz; Director of Planning and Community Affairs Kristin Russell; Senior Community Planner Jessica Bellah; and Director, Office of Audit and Advisory Services Jackie Tuma.

**1. Call to Order:** The Board of Directors Meeting was called to order at 7:02 p.m. by Chairman Andy Stack. Mr. Stack read prepared remarks outlining how the meeting would be conducted. He then proceeded with a roll call to determine which Directors were participating. Mr. Stack noted that both video and audio of the virtual meeting were being streamed, enabling anyone using the link to the meeting on CA's website to see and hear the proceedings.

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

CA's **Board of Directors** held a virtual closed work session on May 21, 2020. Members participating were Chairman Andy Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Jessamine Duvall, Renee DuBois, Lin Eagan (joined after the vote to close), Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, and Shari Zaret (joined after the vote to close). The vote to close the meeting was 5-3-0.

For: Mr. Stack and Mmes. Duvall, Evans, McCord, and Thomas

Against: Messrs. Boulton and Klein; and Ms. DuBois

Abstain: none

The closed work session 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 work session was closed from 4:35 p.m. until 5:31 p.m. to discuss issues related to the coronavirus pandemic.

CA's **Board of Directors** held a virtual closed work session on May 25, 2020. Members participating were Chairman Andy Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois, Jessamine Duvall, Lin Eagan, Janet Evans (joined at 7:08 p.m.), Alan Klein, Nancy McCord (joined at 7:10 p.m.), and Shari Zaret. The vote to close the meeting was 8-0-0.

For: Messrs. Boulton, Klein, and Stack, and Mmes. DuBois, Duvall, Eagan, Thomas, and Zaret

Against: none

Abstain: none

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. The work session was closed from 7:08 p.m. until 8:10 p.m. to discuss a personnel issue.

**3. Approval of Agenda**

**Action:** Ms. Thomas moved to approve the agenda. Ms. Eagan seconded the motion, which was approved unanimously.

#### **4. Resident Speakout:**

No one registered for resident speakout.

#### **5. Consent Agenda**

- (a) Approval of Minutes – April 23, 2020 BOD Meeting  
The minutes were approved by consent.

#### **6. Board Votes**

- (a) Proposed Revision to the FY 2021 Operating Budget  
Ms. Krabbe gave an overview of the budget approval timeline, beginning with the approval of the initial FY 2021 operating and capital budgets on February 27, 2020 through the approval of the revised FY 2021 capital budget and Proposed 2 operating budget on April 23, 2020.

Since April 23, new information on membership revenue expected after the reopening of closed athletic facilities has become available, and Governor Hogan’s “Roadmap to Recovery” has been announced. These new scenarios resulted in changes to the assumptions used to forecast the operating budget, leading to further reductions in projected income and the need to seek approval for an FY 2021 Proposed 3 operating budget.

The FY 2021 Proposed 3 operating budget projects total income to be \$55,997M, a reduction of approximately \$4M or 6.7% from the \$60,030M projected income in the Proposed 2 operating budget. Offsetting the decrease in projected income are expense reductions in personnel costs, operating costs, and fees, and a proposed 75% reduction in facility credit for three months.

Discussion focused on the proposed 75% reduction in facility credit for three months. Concern was expressed about the impact on the villages’ finances, communications with the villages about the proposed reduction, and whether it necessitated an amendment to the management contract. Other discussion centered on proposed programming changes, extension of the current furlough period for CA employees, additional staff reductions, and other working assumptions.

- (b) Policy on E-Scooters

Local organizations such as The Mall in Columbia, Howard Hughes Corporation, and Howard County General Hospital are advocating the use of e-scooters on their property, which often intersects with CA’s pathways. CA’s Board of Directors is asked to address two policies related to e-scooters – (1) changing current rules and regulations to allow this new transportation device to use CA’s pathways and (2) granting permission for commercial e-scooter companies to operate their products on CA’s pathways.

The first policy seeks to reconcile CA’s existing open space policies, which do not allow the operation of any motorized conveyance, other than class-one electric bicycles and personal mobility devices, with the operation of e-scooters, which have been categorized as bicycles for the purposes of the Maryland Vehicle Law. Discussion focused on safety issues, enforcement of speed limitations, CA’s liability if an individual is injured by an e-scooter on a pathway, and signage needed on pathways.

The second policy seeks permission from CA to allow commercial e-scooter companies to operate on CA’s pathways. Howard County’s Office of Transportation is developing guidelines for commercial e-scooter companies that address registration of commercial e-scooters; limitations on where e-scooters can travel and enforcement of those limitations; speed limits; safety concerns including use of helmets; docking stations for pick-up and return; and retrieval of e-scooters not properly returned to docking stations. Commercial companies would be required to abide by these guidelines, which would also indemnify CA against any liability caused by improper use of commercial e-scooters on its pathways.

(c) Update on the Howard County General Plan

Ms. Russell reviewed the draft of the “HoCo By Design General Plan Guidelines: A Strategic Framework” prepared by the Planning Board. The draft, which is dated May 7, 2020, will be submitted to the County Council on June 1, a public hearing is scheduled for June 15, and a vote on the guidelines will be held in July. Once approved, an 18-member General Plan Advisory Committee will begin meeting. Ms. Russell will be CA’s representative on the Advisory Committee.

Ms. Russell outlined the five planning cycles of the process to update the General Plan:

- Phase 1 – Initial project research and general guidelines development;
- Phase 2 – Identify and refine emerging important planning themes;
- Phase 3 – Scenario modeling and testing;
- Phase 4 – Develop and refine growth framework; and
- Phase 5 – Draft, present, and revise the “HoCo By Design” document.

The Advisory Committee will be chaired by Ms. Mary Kendall, recently hired as Deputy Director, Department of Planning and Zoning, reporting to Director Amy Gowan. Ms. Russell will provide the names of the committee members when they are available.

Columbia Association has hired Mahan Rykiel, a consulting firm with an international team of experts, as the firm to assist CA in providing input and feedback to the General Plan Advisory Committee throughout the planning process.

## 7. Board Votes

**Action:** Ms. DuBois moved that the Board of Directors waived the Three-Reading rule to vote on the FY 2021 Proposed 3 Operating Budget. Ms. McCord seconded the motion.

Mr. Klein offered an amendment to the motion, proposing that a Two-Reading rule apply for the overall budget, but not to a vote on the budget. After discussion by the Board members regarding the timing of a second meeting and the need to vote on the FY 2021 Proposed 3 Operating Budget quickly, Mr. Klein was asked to restate his amendment.

The restated amendment proposed that a Two-Reading rule apply to the overall budget and that the Three-Reading rule be waived, leading to a vote on the budget on Thursday, June 4. The amendment was accepted by Ms. DuBois

The amended motion passed unanimously.

**Action:** Ms. DuBois moved that the Board of Directors hold a closed meeting on the FY 2021 Proposed 3 Operating Budget no later than Thursday, June 4, 2020 to discuss the personnel implications of the proposed budget, on a project-by-project basis. Mr. Boulton seconded the motion, which was approved without objection.

**Action:** Ms. DuBois made a motion, as a first reading, that the Board of Directors freeze the FY 2021 Capital Budget until further notice. The motion did not receive a second and thus failed.

**Action:** Ms. DuBois moved that a working group composed of three CA staff members, three CA Board members, and three village managers be established to enhance communications between the villages, CA staff, and CA’s Board of Directors. Ms. DuBois seconded the motion. After discussion by the Board, the motion was withdrawn.

**Action:** Mr. Klein moved that the Board of Directors put a bracket around the proposed three-month facility credit reductions and require a meeting of village managers, staff, and CA Board members to give staff

the opportunity to make a case-by-case reason for the reductions, thus giving the Board an opportunity to make a decision on the proposed facility credit reductions. Ms. DuBois seconded the motion, which failed by a vote of 2 – 7 – 1.

For: Messrs. Boulton and Klein

Against: Mr. Stack and Mmes. Duvall, Eagan, Evans, McCord, Thomas, and Zaret

Abstain: Ms. DuBois

#### **8. Chairman's Remarks**

Mr. Stack called the Board's attention to his written report.

#### **9. Reports/Presentations**

- (a) President's Report - Mr. Matthews submitted a written report.
- (b) Report from the CA Representatives to the Inner Arbor Trust Board of Directors – A written report was submitted.
- (c) Financial Reports – None

#### **10. Tracking Forms**

- (a) Board Requests – No submissions have been received.
- (b) Resident Requests – No submissions have been received.

#### **11. Proposed New Topics**

- (a) Nancy McCord - Communications should be sent to the community as soon as possible
- (b) Alan Klein – Working group between the villages and CA

#### **12. Talking Points - Deferred**

**13. Adjournment:** Without objection, the meeting was adjourned at 10:30 p.m.

Respectfully submitted,

Janet F. Loughran

Executive Assistant to the President/CEO