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**Draft Minutes of the
BOARD OF DIRECTORS MEETING
Held July 23, 2020**

To be Approved September 24, 2020

A virtual meeting of Columbia Association’s Board of Directors was held on Thursday, July 23, 2020. Participating in the meeting were Chairman Andrew Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois, Jessamine Duvall, Lin Eagan, Janet Evans, Alan Klein, President/CEO Milton W. Matthews, Nancy McCord, and Shari Zaret. Also participating were Vice President/CFO Susan Krabbe and CIO Chuck Thompson.

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 in attendance and reminded attendees that the meeting was being live-streamed and recorded.

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

CA’s **Board of Directors** held a closed virtual work session on July 2, 2020. Participating were Chairman Andrew Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois, Jessamine Duvall, Lin Eagan, Alan Klein, Nancy McCord, and Shari Zaret. The vote to close the work session was 9-0-0.

The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111(4)(i), Discussion of matters pertaining to employees and personnel. The meeting was closed from 7:05 p.m. until 8:55 p.m. to discuss a personnel matter.

CA’s **Risk Management Committee** held a closed virtual meeting on July 9, 2020. Participating were Jessamine Duvall, Lin Eagan, Susan Krabbe, Milton W. Matthews, and Richard Shaw. Also present were Renee DuBois, Sheri Fanaroff, Andrew Stack, and Virginia Thomas. The vote to close the meeting was 5-0-0.

The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members, or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 6:02 p.m. until 6:48 p.m. to review the general liability risk management program status and claims activity.

The **Architectural Resource Committee** held a closed virtual meeting on July 13, 2020. Members participating were Deb Bach, Ed Gordon, Anne McKissick, Carl McKinney, and Sheri Fanaroff. Others present were Tina Addo, Lisa Colavita, Debbie Nix, Laura Parrish, and Devora Wilkinson. The vote to close the meeting was 5-0-0.

The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 1:06 p.m. until 2:00 p.m. for discussion of new and ongoing covenant cases.

CA’s **Board of Directors** held a closed virtual work session on July 16, 2020. Participating were Chairman Andrew Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois (joined at 6:05 p.m.), Jessamine Duvall, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, and Shari Zaret (joined at 6:13 p.m.). The vote to close the meeting was 8-0-0.

The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111(4)(iv), Consultation with staff personnel, consultants, attorneys, board members, or other persons in connection with pending or potential litigation or other legal matters; and (vi) Consideration of the terms or conditions of a business transaction in the negotiation state if the disclosure could adversely affect the economic

52 interests of the homeowner association. The meeting was closed from 6:05 p.m. until 6:54 p.m. to discuss a
53 potential contract and legal issue.

54
55 The **Audit Committee** held a closed virtual meeting on July 20, 2020. Participating were Chairman James Young
56 and members Dick Boulton, Renee DuBois, Janet Evans, and Timothy Redmond. The vote to close the meeting
57 was 5-0-0.

58
59 The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property
60 §11B-111(4)(i), Discussion of matters pertaining to employees and personnel; and (iv), Consultation with staff
61 personnel, consultants, attorneys, board members or other persons in connection with pending or potential
62 litigation or other legal matters. The meeting was closed from 8:13 p.m. until 9:54 p.m. for CliftonLarsonAllen’s
63 review of internal controls and other communication with the Office of Audit and Advisory Services.

64
65 **3. Approval of Agenda**

66 **Action:** Ms. Thomas moved to approve the agenda, seconded by Ms. McCord. Prior to the vote, Ms. Zaret
67 requested a change to the draft minutes of the June 25, 2020 Board meeting. The Chair moved approval of the
68 draft minutes of the June 25, 2020 Board meeting from the Consent Agenda to Board Votes to allow further
69 discussion. Mr. Klein also expressed concern regarding the method being used for Resident Speakout. The Chair
70 called for a vote to approve the amended agenda. The amended agenda was approved by a vote of 8-2-0.

71 For: Messrs. Boulton and Stack, and Mmes. Duvall, Eagan, Evans, McCord, Thomas, and Zaret
72 Against: Mr. Klein and Ms. DuBois
73 Abstain: none

74
75 **4. Resident Speakout: name and topic**

- 76 • Kurt Blodgett – Enforcement of mask policy for gym visitors
- 77 • Rosalind Danner – Budget questions about increases in technology supplies/expenses and insurance and
78 taxes expenses
- 79 • Steve Snelgrove – Symphony of Lights

80
81 **5. Consent Agenda**

- 82 b) Approval of the Kings Contrivance Association representative to the Watershed Advisory Committee
- 83 c) Recommendation re: a CA Board Ad Hoc Communications Working Group
- 84 d) Recommendation re: Live Streaming of Open CA Board Work Sessions

85
86 **6. Board Votes**

87 a) Budget Schedule for FY 2022
88 **Action:** Ms. McCord moved to approve the proposed Budget Schedule for FY 2022. Ms. Evans seconded the
89 motion. The Chair asked if there were any objections. Hearing none, the motion was approved unanimously.

90
91 b) Approval of Minutes – June 25, 2020
92 **Action:** Ms. Zaret asked that lines 166-167 be deleted, as her comments were not made at that time in the
93 meeting. Confirming that the change would be made, the Chair asked if there were any objections to the
94 amended minutes. Hearing none, the amended minutes were approved unanimously.

95
96 **7. Board Discussion**

- 97 a) Pre-filed State Legislation – none
- 98 b) CA IT and Virtual Meetings
99 Mr. Thompson described the use of Google Meet for CA’s virtual Board meetings and work sessions. He
100 emphasized best practices in the industry, and noted the importance of security measures implemented by
101 both Google and CA for protection. Discussion centered on whether access to virtual work sessions and
102 meetings should be provided to external participants.

104 **8. Chairman's Remarks**
105 Mr. Stack provided a written report.
106

107 **9. Reports/Presentations**

- 108 a) Report from the President
109 Mr. Matthews provided a report in writing. Mr. Klein inquired about gym participants wearing masks. Mr.
110 Burns provided information on current COVID-19 research and ongoing staff discussions.
111 b) Report from the CA Representatives to the Inner Arbor Trust Board of Directors
112 Ms. Eagan provided a report in writing.
113 c) Financial Reports
114 1) FY 2020 Audited Financial Statements
115 Independent Auditors have audited CA's FY 2020 finances and met with the Audit Committee. The
116 independent auditors provided a clean opinion regarding FY 2020.
117 2) FY 2020 4th Quarter Financial Report
118 Ms. Krabbe referred to her memo, which provided the link on CA's website where the report can
119 be found.
120

121 **10. Tracking Forms**

- 122 a) Board Requests – No comments were received.
123 b) Resident Requests – Concerns of Ms. Danner will be added to the form and addressed by Ms. Krabbe.
124

125 **11. Possible New Topics**

126 Ms. McCord proposed a new topic re: members under the age of 60 attending Senior-designated times of
127 exercise at the Columbia Athletic Club. Discussion ensued, with several Board members suggesting input
128 from CA's medical director and others regarding any issues associated with mixing different age groups in a
129 designated age-specific exercise time.
130 **Action:** The Chair asked if there were any objections to adding this topic to the agenda of an upcoming Board
131 work session and/or meeting. Hearing none, the topic will be added to the Agenda Topics Log.
132

133 **12. Talking Points** – Provided by Ms. Butler.
134

135 **13. Adjournment** – The meeting was adjourned at 9:25 p.m.
136
137

138 Respectfully submitted,
139

140 Bonnie F. Butler
141 Recording Secretary