

DRAFT MINUTES
BOARD OPERATIONS COMMITTEE MEETING
FEBRUARY 28, 2022

To Be Approved May 23, 2022

A meeting of the Board Operations Committee (BOC) was held on Monday, February 28, 2022. Voting members of the BOC participating in the meeting were Janet Evans, Virginia Thomas, Lakey Boyd, Dick Boulton, and Tina Horn. Also present were CA Board member Andy Stack; Senior Vice President, Administrative Services/CFO Susan Krabbe; General Counsel Michael W. Aniton; and Chief Staff Liaison Janet Loughran.

1. Call to Order

The meeting was called to order at 7:01 p.m. by the chair, Janet Evans. Ms. Evans read prepared remarks outlining how the meeting would be conducted, and proceeded with a roll call to verify the Directors participating as voting members of the BOC.

2. Approval of Agenda

Mr. Boulton moved to approve the agenda, seconded by Ms. Horn. Hearing no objections, the agenda was approved unanimously.

3. Residents who wished to send comments to the BOC were asked to send them to the hyperlink provided on the agenda.

4. Approval of Minutes – November 29, 2021

The minutes of the November 29, 2021 BOC meeting were approved by consent.

5. Finalize Proposed Topics for Inclusion on Upcoming Agendas for Board of Directors Work Sessions and Meetings

(a) Topics for Inclusion – March 10, 2022 Board of Directors Work Session

The Topics for Discussion list was reviewed. Ms. Thomas expressed a concern about use of CA's space to the right of the former site of Clyde's and the Sundry, plus the Pavilion area, by new tenants for "for-profit" activities. Mr. Boulton made a motion to add a five-minute discussion to the March 10 agenda to allow CA's General Counsel to brief the Board on any existing agreements, leases, etc. on property adjacent to Clydes and in the Pavilion area. Ms. Thomas seconded the motion. Following discussion, Mr. Boulton withdrew the motion.

Ms. Evans asked for suggestions for other topics to be discussed on upcoming March and April agendas, if time permitted. Suggestions included (i) discussion on whether there are any existing contracts on the space vacated by Clyde's and the Sundry; and a request that any future contracts on that space, plus the Pavilion area, be brought to CA's Board of Directors for approval; (ii) advisory committees and their optimal use by CA; (iii) ethics policies, including a situational analysis encompassing a brief history, policy requirements, and best practices; (iv) bamboo and its proliferation and impact upon the environment; (v) terms of dispersal for the Inner Arbor Trust grant; (vi) pronouns training for the Board; and (vii) Lakefront Design.

47 Mr. Stack suggested adding the “Advisory Committees and Their Optimal Use” topic to an
48 upcoming March or April agenda. Mr. Stack agreed to chair a Board subcommittee on advisory
49 committees. Ms. Evans will send a survey to the Board asking for ideas regarding advisory
50 committees and for volunteers to serve on the subcommittee with Mr. Stack. Ms. Thomas
51 urged that advisory committees present their annual report to the Board in May rather than
52 July to have ample time to work on their recommendations for the upcoming fiscal year.
53

54 In order to determine possible placement of suggested topics on the March and April
55 agendas, Ms. Evans reviewed the “Topics for Inclusion” lists for each work session and
56 meeting. BOC members were asked if they had any objection to the suggested topics to
57 decide how much, if any, time was available for discussion.
58

59 March 10, 2022 – No objections.

60 March 24, 2022 – Four thumbs up and one thumbs down for Grants Policy. No
61 objections to remaining suggested topics.

62 April 14, 2022 – Three thumbs down and two thumbs up for Grants Policy. No
63 objections to the remaining suggested topics.

64 April 28, 2022 – No objections.
65

66 Mr. Stack suggested adding the “Advisory Committees and Their Optimal Use” topic to the
67 April 14 work session agenda for discussion (30 minutes) and to the April 28 Board meeting
68 agenda for a vote (10 minutes).
69

70 Ms. Evans then reviewed the list of other suggested topics and took a thumbs up-thumbs
71 down vote on whether to add them on a March and/or April agenda.

72 Inner Arbor Trust Grant Parameters – 30 minutes – Thumbs up.

73 Ethics Process – Situational Analysis – Can be addressed on via discussions on April 14
74 and April 28 – No additional discussion needed.

75 Bamboo Education – Thumbs down – Multiple organizations are needed to address the
76 Issue.

77 Policy Book – Questions Only re: Next Steps – Policies are still being assessed. Request
78 was withdrawn.

79 Pronouns Training for Diversity – Thumbs down. The BOC declined to add this topic to
80 a March or April Board work session or meeting due to the length of time for the
81 training (approximately 60 minutes).

82 Lakefront Design – Funding in the budget is for a targeted topic in the short- to mid-
83 term, such as railing repair. An update will be given in the future.
84

85 **Action:** Based upon the thumbs up, thumbs down decision, “Parameters for the Inner Arbor
86 Trust Grant” was added to the March 10, 2022 BOD work session agenda, with a time
87 allocation of 35 minutes. In addition, the words “Medical Office Building” will be added to
88 identify the location of the “Public Sewer Easement and Private Storm Drain & Pathway
89 Easement.” “Pre-filed State Legislation” will be changed to “State and County Legislation” with
90 the (July-March/April) modifier deleted on this and subsequent agendas.
91
92

93 **(b) Topics for Inclusion – March 24, 2022 Board of Directors Meeting**

94 **Action:** The BOC added “Parameters for the Inner Arbor Trust Grant” to the Board Votes
95 section of the agenda, with a time allocation of five minutes.
96

97 **(c) Topics for Inclusion – April 14, 2022 Board of Directors Budget Work Session**

98 **Action:** The BOC removed “Grants Policy” from the draft agenda and replaced it with
99 “Advisory Committees”, with a time allocation of 30 minutes.
100

101 **(d) Topics for Inclusion – April 28, 2022 Board of Directors Meeting**

102 **Action:** The BOC added “Advisory Committees” to the Board Votes section of the agenda,
103 with a time allocation of 10 minutes. The BOC added a presentation by Ms. Boyd on “End-of-
104 Year Highlights”, with a time allocation of 30 minutes, to the Board Discussion section of the
105 agenda.
106

107 Mr. Boulton made a motion to approve the amended agendas for March and April, seconded by
108 Ms. Thomas. Ms. Evans asked if there were any objections. Hearing none, the amended agendas
109 were approved.
110

111 **6. Administrative Items – None**
112

113 **7. Talking Points - Deferred**
114

115 **8. Adjournment**

116 Ms. Thomas moved to adjourn the meeting, seconded by Mr. Boulton. Hearing no objections, the
117 meeting adjourned at 8:45 p.m.
118
119

120 Respectfully Submitted,
121

122 Janet F. Loughran

123 Chief Staff Liaison