



February 21, 2017

**To:** Reg Avery  
Dick Boulton  
Janet Evans  
Milton W. Matthews

**From:** Andrew C. Stack, Board Chair

**cc:** Columbia Association Board of Directors  
Sheri Fanaroff  
Susan Krabbe

**Subject: Board Operations Committee Meeting – Monday, February 27, 2017  
at 7:30 p.m. – CA Board Room – 6310 Hillside Court, Suite 100  
Columbia, MD**

**AGENDA**

1. Call to Order
2. Announcement of Closed/Special Meetings Held/To Be Held **1 min.**
3. Approval of Agenda **1 min.**
4. Resident Speakout
5. Approval of Minutes **January 30, 2017** **2 min.**
6. Administrative Items - None
7. Finalize Proposed Agendas for upcoming Board of Directors  
Work Session and Meeting **30 min.**
  - a. Review Proposed Draft – March 9, 2017 Board Work  
Session
  - b. Review Proposed Draft – March 23, 2017 Board Meeting
8. Review BOC Tracking Form **5 min.**
9. Review Log of Items for Upcoming BOD Work Sessions and  
Meetings **5 min.**
10. Talking Points **2 min.**
11. Adjournment – Approximately 8:30 p.m.

DRAFT MINUTES  
BOARD OPERATIONS COMMITTEE MEETING  
HELD: January 30, 2017

To be approved February 27, 2017

The regular meeting of the Board Operations Committee was held on Monday, January 30, 2017 at Columbia Association headquarters. Present were BOC members Andrew Stack, Nancy McCord (substituting for Gregg Schwind until his arrival), Gregg Schwind (arrived at 7:35 p.m.), Lin Eagan and Dick Boulton. Also present were Vice President/CFO Susan Krabbe and Chief Staff Liaison Janet Loughran.

**1. Call to order**

The meeting was called to order at 7:32 p.m. by the chairman, Andrew Stack.

**2. Announcement of Closed/Special Meetings Held/ To Be Held: None**

**3. Approval of Agenda:** Ms. McCord moved and Mr. Boulton seconded to approve the agenda. The agenda was approved unanimously.

**4. Resident Speakout: None**

**5. Approval of Minutes -January 3, 2017**

Mr. Boulton moved to approve the minutes of the January 30, 2017 meeting. Ms. McCord seconded. (Ms. McCord left the meeting after seconding the motion at 7:33p.m.).

**Action:** The vote to approve the minutes was 3-0-1.

For: Messrs. Stack, Boulton, and Schwind.

Against: None

Abstain: Ms. Eagan

**6. Administrative Items**

**(a) Planning for the President/CEO Annual Review and Compensation Decision**

The BOC discussed the proposed FY-2017 CA President/CEO's Evaluation Form. Mr. Schwind asked that the instructions on how to complete the form be included with the form online. Mr. Boulton requested adding numbers 0 and 4 to the rating scale choices. Mr. Stack added that he would (i) amend the form to include evaluation score numbers 0-Did not meet goal and 4-Greatly exceeded goal; (ii) provide an explanation of how the bonus will be calculate; (iii) reduce the size of the boxes next to each rating number, and (iv) fix the formatting. Mr. Stack will provide the form online to the Board members in early April for completion.

42                   **Action:** Mr. Schwind moved to approve the amended form and Ms. Eagan  
43                   seconded. The amended FY-2017 CA President/CEO's Evaluation Form was  
44                   approved unanimously.  
45

46       **7. Finalize Proposed Agendas for upcoming Board of Directors Work Session and**  
47       **Meeting**

48       **(a) Review Draft Agenda-February 9, 2017 BOD Work Session**

49                   The BOC reviewed the draft agenda for the February 9, 2017 BOD Work Session.

50                   **Action:** Mr. Schwind moved to approve the proposed agenda. Ms. Eagan  
51                   seconded.

52                   The vote to approve the proposed agenda was 3-0-1

53                   For:                   Messrs. Schwind and Stack and Ms. Eagan

54                   Against:           None

55                   Abstain:           Mr. Boulton  
56

57       **(b) Review Draft Agenda-February 23, 2017 BOD Meeting**

58                   The BOC reviewed the draft agenda for the February 23, 2017 BOD meeting. Mr.

59                   Schwind asked how Board members' questions were being tracked. Mr. Stack

60                   stated that recent items did not appear on the Board tracking form in the BOC

61                   meeting materials because they were received after the materials were posted

62                   on the website. Mr. Stack asked that Board members inform him via email if

63                   items were missing from the tracking form and to copy Janet Loughran.

64                   **Action:** Mr. Boulton moved to approve the proposed agenda. Mr. Schwind  
65                   seconded. The BOC approved the draft agenda unanimously.  
66

67       **8. Review BOC Tracking Form:** The BOC reviewed the tracking form.  
68

69       **9. Review Log of Items for Upcoming BOD Work Sessions and Meetings:**

70                   No changes were made.  
71

72       **10. Talking Points:** The Talking Points were read by Recording Secretary Fenise Dunson.  
73

74       **11. Adjournment:** The meeting adjourned at 8:20 p.m.  
75

76       Respectfully Submitted,  
77

78       Fenise Dunson

79       Recording Secretary



**Agenda - March 9, 2017 BOD Work Session**  
**Draft – As of 2-8-17**

March 3, 2017

To: Columbia Association Board of Directors  
Advisory Committee Chairpersons  
Village Board Chairs  
Village Managers  
Members of the Press  
CA Management

From: Andrew C. Stack, Board Chair

**The Columbia Association Board of Directors Work Session will be held on Thursday, March 9, 2017 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.**

**AGENDA**

- |   |                  |
|---|------------------|
| 1. Call to Order (Announce Directors/Staff in Attendance)   | <b>1 min.</b>    |
| 2. Approval of Agenda   | <b>1 min.</b>    |
| 3. Resident Speakout<br>(Limited to the topics of the work session only, per the "Policy on Conduct of Work Sessions of Board of Directors and Board Committees" adopted by the CA Board of Directors on August 28, 2008) |                  |
| 4. Chairman's Remarks   | <b>3 min.</b>    |
| 5. President's Remarks; Follow-Up Questions from the Board Members  | <b>10 min.</b>   |
| 6. Work Session Topics  | <b>150 min.</b>  |
| (a) Presentation – Village Center Revitalization – Including Greg Reed, Kimco   | <i>(60 min.)</i> |
| (b) Review Changes to Board Governance System   | <i>(60 min.)</i> |
| (c) Minority Business Enterprise Policy-Sunset Provision  | <i>(15 min.)</i> |
| (d) Howard County Easement Request – Intersection of Broken Land Parkway and Cradlerock Way   | <i>(15 min.)</i> |
| 7. Adjournment – Anticipated Ending Time: Approximately <b>10:30 p.m.</b>   |                  |

**Next Board Meeting: March 23, 2017**

**ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.**

**CA Mission Statement**

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

**CA Vision Statement**

Making Columbia the community of choice today and for generations to come.



**Agenda – March 23, 2017 BOD Meeting**  
**Draft – As of 2-15-17**

March 17, 2017

To: Columbia Association Board of Directors  
Advisory Committee Chairpersons  
Village Board Chairs  
Village Managers  
Members of the Press  
CA Management

From: Andrew C. Stack, Board Chair

**The Columbia Association Board of Directors Meeting will be held on Thursday, March 23, 2017 at 7:30 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.**

**AGENDA**

- |    |  |                  |
|----|--|------------------|
| 1. | Call to Order (Announce Directors/Staff in Attendance)   | <b>1 min.</b>    |
| 2. | Announcement of Closed/Special Meetings Held/To Be Held  | <b>1 min.</b>    |
| 3. | Approval of Agenda   | <b>1 min.</b>    |
| 4. | Disclosure of Conflicts of Interest  | <b>1 min.</b>    |
| 5. | Resident Speakout  |                  |
| 6. | Approval of Minutes <b>February 23, 2017</b>   | <b>2 min.</b>    |
| 7. | Chairman's Remarks   | <b>3 min.</b>    |
| 8. | Reports Submitted  |                  |
|    | (a) President's Report – See written report – Follow-up questions from the BOD   | <b>15 min.</b>   |
|    | (b) Financial Reports  | <b>10 min.</b>   |
|    | 1. FY 17 3 <sup>rd</sup> Quarter Financial Report  |                  |
|    | 2. FY 17 3 <sup>rd</sup> Quarter Financial Statements  |                  |
|    | (c) Other Reports  |                  |
|    | 1. Report from the CA Representatives to the Inner Arbor Trust Board of Directors  | <b>5 min.</b>    |
|    | 2. Presentation-Process and Timeline for the Howard County Development Regulations Update – Valdis Lazdins & Amy Gowen                     | <b>45 min.</b>   |
| 9. | Board Action   |                  |
|    | (a) Consent Agenda   |                  |
|    | 1. Approval of Closed Meeting Minutes  | <b>1 min.</b>    |
|    | (b) Board Votes  | <b>30 min.</b>   |
|    | 1. <i>Appoint External Auditors for the FY 17 Annual Audits of CA's Financial Statements and Incentive Savings Plan (check with Audit)</i> | <i>(10 min.)</i> |
|    | 2. <i>Minority Business Enterprise Policy – Sunset Provision</i>   | <i>(10 min.)</i> |
|    | 3. <i>Howard County Easement Request – Intersection of Broken Land Parkway and Cradlerock Way</i>  | <i>(10 min.)</i> |
|    | (c) Board Discussion   |                  |
|    | 1. Board Goals for CY 2017   | <b>15 min.</b>   |

- |   |               |
|---|---------------|
| 10. Tracking Forms  | <b>5 min.</b> |
| (a) Tracking Form for Board Requests                                |               |
| (b) Tracking Form for Resident Requests                             |               |
| 11. Talking Points  | <b>2 min.</b> |
| 12. Adjournment – Anticipated Ending Time: Approximately 10:00 p.m. |               |

**Next Board Work Session and Meeting**  
**Thursday, April 13, 2017 – Board Work Session**  
**Thursday, April 27, 2017 – Board Meeting**

**ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.**

**CA Mission Statement**

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

**CA Vision Statement**

Making Columbia the community of choice today and for generations to come.

**FY 17 Tracking Form  
Board Operations Committee  
February 21, 2017**

	A	B	C	D	E	F	G	H	I
1	Submitted to Committee by (name):	Date sent to Committee	Description of Topic	1st Discussion	Date Due to Board	Extensions	Date sent to CA Board	Recommendation of the Committee	Board Action
2	BOC	5/1/2016	Discuss President/CEO's Proposed Goals and Objectives for FY 17	To be placed on the 7/5/16 agenda.				Discussed on 7/5/16. Vote to be taken at the 8/29/16 BOC meeting. Goals approved 8/29/16.	N/A
3	BOC	5/1/2016	Planning for the President/CEO Mid-Year Review	Discussed on 10/03/16. Review to be held 11/28/16.					Review was held on November 28, 2016.
4	BOC	5/1/2016	Planning for the President/CEO Annual Review and Compensation Decision	Discussed on 1/30/17. Form was approved and will be sent to the BOD members in early April.					N/A
5	BOC	5/1/2016	Review General Counsel's recommendations re: Release of Closed Meeting minutes	To be placed on the 4/3/17 agenda.					
6	Chao Wu	5/26/2016	Proposed amendment to the current Board election process to including "counting and announcing the votes" when there is a contested election	To be included as part of the governance structure discussion on 3/09/17 & 4/13/17					
7	BOC	5/31/2016	Noise Issue at Merriweather Post Pavilion	Note: Howard County held a public hearing on 9-20-16 on this issue.			Discussed on 10-27-16 & 11-10-16. Vote on letter scheduled for 12-8-16.		Board reviewed the draft letter and made edits. The amended letter was sent to the Howard County State Delegation.

**FY 17 Tracking Form  
Board Operations Committee  
February 21, 2017**

	A	B	C	D	E	F	G	H	I
1	Submitted to Committee by (name):	Date sent to Committee	Description of Topic	1st Discussion	Date Due to Board	Extensions	Date sent to CA Board	Recommendation of the Committee	Board Action
8	BOD	6/9/2016	Discussion re: establishing an Open Space Advisory Committee	On Hold pending the Open Space Assessment presentation on 4-13-17					
9	BOC	8/29/2016	Ethics, Conflicts of Interest, Whistleblower, and Special Requirements-BOD Members Policies	Discussed by the BOC on 8/29/16 & 10/3/16.			BOC voted on 10/3/16 to send the four policies to the BOD.	BOD recommended further discussion by the BOD.	11/10/16 BOD Wk Session-Discussion. Amendments request to first 3 policies. 12/8/16: BOD approved the suggested amendments and requested formatting changes. 1/26/17: BOD voted to approve Boulton versions with changes suggested by CA BOD Chair and CA General Counsel.
10	Dick Boulton	8/29/2016	Geese problem	Open Space will move forward this spring with a new initiative to reduce the number of eggs hatched.	N/A				N/A
11	Alan Klein	8/29/2016	Board-level focal point for community outreach	To be included as part of the governance structure discussion on 3/09/17 & 4/13/17					



**Topics for Upcoming BOD  
Work Sessions and Meetings - FY 17  
As of February 21, 2017**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
2	CA Staff (PSC)	New Membership Structure	N/A	N/A	03/10/16	Continue work on proposed changes to membership structures.	3/24/16-Guidance	4/28/2016 - Structure approved with the exception of the Recreation Plus and Senior Aqua Pass proposed plans. Recreation Plus and Senior Aqua Pass Plans to be discussed on 5-26-16. On 5-26-16 BOD did not vote to approve the Req Plus option. Senior Aqua Pass was approved.
3	CA Staff (PSC)	New Rate Structure	N/A	N/A	04/14/16			4/28/2016 - No vote taken. On the agenda for the 5-26-16 BOD mtg. Approved on 5-26-16.
4	CA President/CEO	Demonstration of Live Streaming of BOD Meetings	N/A	N/A	4/14/2016- Postponed. Currently scheduled for 5/25/2017.			N/A

**Topics for Upcoming BOD  
Work Sessions and Meetings - FY 17  
As of February 21, 2017**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
5	BOD	Proposed Guidance to CA Representatives on the Inner Arbor Trust Board of Directors	10/25/15; 1/4/16	Sent to BOD and discussed on 1/14/16. Revised guidelines to be brought back to BOD for further discussion.	04/14/16			4/28/2016 - Approved
6	Alan Klein	Discussion re: Advisory Committees	02/01/16	Discuss further	10/13/2016	Revision suggested for Addendum C.		10/27/2016- Approved
7	BOC	Board Work Plan for Calendar Year 2016	01/14/16	Develop work plan for BOD for CY 16	03/10/16	Send suggested work plan to BOD for vote.		3/24/2016 - Amended Work Plan Approved
8	BOD	Change current BOD committee structure and format of BOD meetings	N/A	N/A	02/04/16	BOD to vote on 2/25/16 to approve a trial suspension of operating committees for 2 months. Trial suspension approved. BOC to discuss permanent adoption on 4/4/16 and make recommendation to BOD.		4/24/2016 - Approved
9	Open Space	Howard County Plan to Extend the Managed Deer Hunt Program to CA Open Space	N/A	N/A	N/A			5/26/2016 - Approved
10	Open Space	Discuss Eight Reports from the Facilities Assessment Survey	N/A	N/A	06/09/16			N/A

**Topics for Upcoming BOD  
Work Sessions and Meetings - FY 17  
As of February 21, 2017**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
11	CA President/CEO	Discuss Five Year Rolling Capital Plan	N/A	N/A	6/9/2016			N/A
12	Open Space	Howard Hughes Easement Requests	N/A	N/A	6/9/2016			6/23/2016 - Approved
13	CA President/CEO	Downtown Columbia Partnership	N/A	N/A	7/14/2016; 9/08/16	To be discussed further during the budget process.		11/10/2016
14	Open Space	Bell Tower Construction Funding Request	N/A	N/A	7/14/2016	Funding to be included in future capital budgets for restoring the bell tower.		N/A
15	Open Space	Village Identification Signage Design Guidelines	N/A	N/A	7/14/2016	Staff to explore developing consistent signage for villages.		N/A
16	CA President/CEO	Pond Management Strategy	N/A	N/A	9/8/2016	Staff to create a list prioritizing the order in which specific ponds should be restored, based upon their current condition. Discussed at the 01/12/2017 Work Session.		N/A

**Topics for Upcoming BOD  
Work Sessions and Meetings - FY 17  
As of February 21, 2017**

	A	B	C	D	E	F	G	H
1	Originator	Topic	Date Discussed by BOC	Decision of BOC	Proposed Date for Discussion at BOD Work Session	Result of Discussion at Work Session	Proposed Date for Further Discussion/ Guidance by BOD	Proposed Date for Final Decision by BOD
17	CA President/CEO	Veterans Memorial on the Lakefront	N/A	N/A	9/8/2016	Update - The Veterans Memorial Commission is working with Howard Hughes Corporation to place the veterans memorial on Howard Hughes Corporation property.		N/A
18	CA President/CEO	CA Dashboard	N/A	N/A	1/12/2017			01-26-17 - Approved
19	VP & CFO	Minority Business Enterprise Policy-Sunset Provision	N/A	N/A	2/9/2017 & 3/9/2017			3/23/2017
20	President/CEO	Overview-Clarabridge Client Management System	N/A	N/A	2/9/2017			N/A
21	Open Space	Use of FY 15 Capital Funds-Repairs to the Jackson Pond Forebay	N/A	N/A	2/9/2017			2/23/2017
22	BOD	Village Center Revitalization	N/A	N/A	3/9/2017			N/A
23	BOD	BOD Goals for CY 2017	N/A	N/A	3/9/2017			3/23/2017
24	BOD	Review Changes to Governance System	N/A	N/A	3/9/2017 & 4/13/2017			4/27/2017
25	BOD	Commercial Covenants	N/A	N/A	4/13/2017			TBD
26	Planning & Community Affairs	Open Space Assessment	N/A	N/A	4/13/2017			N/A