

**Minutes of the  
BOARD OF DIRECTORS MEETING  
Held: March 24, 2016**

Approved: April 28, 2016

A meeting of the Columbia Association Board of Directors was held on Thursday, March 24, 2016, at the Columbia Association Building. Present were Chairman Andrew Stack and members Reg Avery, Dick Boulton, Brian Dunn, Janet Evans, Jeanne Ketley (via phone), Alan Klein (via phone, then in person), Nancy McCord, Gregg Schwind and Chao Wu. Also present were CA President/CEO Milton Matthews, Chief Staff Liaison Norma Heim, and General Counsel Sheri Fanaroff.

**1. Call to Order:** The Board of Directors Meeting was called to order at 7:33 p.m. by the Chairman, Andrew Stack.

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

The **Audit Committee** held a closed meeting at the Columbia Association Building on March 7, 2016. Members present were: Edward Berman, Nancy McCord, Gregg Schwind, Andrew Stack and James Young. The vote to close the meeting was 5-0-0.

For: Messrs. Berman, Schwind, Stack and Young, and Ms. McCord  
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; and (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 9:29 p.m. until 10:20 p.m.

The **Board of Directors** held a closed meeting at the Columbia Association Building on March 14, 2016. Members present were: Reg Avery, Dick Boulton, Brian Dunn, Janet Evans, Jeanne Ketley, Alan Klein, Nancy McCord, Gregg Schwind, Andy Stack, and Chao Wu. The vote to close the meeting was 10-0-0.

For: Messrs. Avery, Boulton, Dunn, Klein, Schwind, Stack and Wu; and Mses. Evans, Ketley and McCord  
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 meeting was closed from 7:10 p.m. until 8:55 p.m.

The **Architectural Resource Committee** held a closed meeting at the Columbia Association Building on March 14, 2016. Members present were: Jane Dembner, Craig Garrison, Michael Shaw, and Gordon MacPhee. Also present were: Carole MacPhee, Laura Parrish, Maryann Cohea, Pat Loeber, Carl McKinney, Karen Turcan, Dale Wasmus, Sheri Fanaroff and Susan Sloan. The vote to close the meeting was 4-0-0.

For: Ms. Dembner and Messrs. Garrison, Shaw and MacPhee  
Against: None  
Abstain: None

The closed meeting was authorized under the Maryland Homeowners 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 1:10 p.m. until 1:55 p.m.

**3. Approval of Agenda for Open Board of Directors Meeting:**

**Action:** Ms. McCord moved that the agenda be approved as presented. Mr. Avery seconded the motion, which passed unanimously. Vote: 10-0-0.

**4. Disclosure of Conflicts of Interest:** None

**5. Resident Speakout:**

- (a) Joel Hurewitz, Harpers Choice, spoke about the Howard County Watershed Fee.
- (b) Lanny Hartman, Owen Brown, spoke about signage at electric car charging stations on CA property.

**6. Approval of Minutes** of February 25, 2016

**Action:** Ms. McCord moved that the minutes of February 25, 2016 be approved as presented. Mr. Wu seconded the motion, which passed unanimously. Vote: 10-0-0.

**7. Chairman's Remarks:** Mr. Stack announced upcoming events:

- March 28: Stakeholders dinner at Oakland Manor with the boards of the League of Women Voters and Howard County Citizens Association
- April 4: BOC meeting at 7:30 p.m. at CA
- April 10: CultureFest at Miller Library; focus is on Eastern Europe and Russia
- April 11: Stakeholders dinner with village board chairs and village managers
- April 14: Board work session at 7:30 p.m. at CA
- April 14: Planning Board holds its first meeting regarding two affordable housing proposals introduced by County Executive Allan Kittleman and Councilwoman Jen Teresa. The CA Board should schedule time to discuss these bills.
- April 28: Final Board meeting of this fiscal year
- April 30: Village elections

**8. Reports Submitted**

**(a) President's Report:** Mr. Matthews said CA has testified in favor of the Howard County master plan being considered by the county council.

In response to a question from Mr. Wu, Mr. Stack said the only contested village election for CA Board members is in Harpers Choice. Oakland Mills, Owen Brown, Hickory Ridge and Wilde Lake have uncontested elections. The Town Center representative is stepping down, and that village has selected a new representative.

Mr. Matthews also said CA staff attended a meeting regarding redevelopment of the Hickory Ridge Village Center and will attend future meetings to provide input. Mr. Stack noted that summaries about the redevelopment meetings and process are posted on the Hickory Ridge Village Association's website.

Lastly, Mr. Matthews informed the Board that CA is transitioning to a new website. Norma Hein, Erin McPhail and Lafate Smith gave an overview of the new website.

(b) Financial Reports – None

(c) Other Reports

1. Report from the CA Representatives to the Inner Arbor Trust Board of Directors

Mr. Schwind said the next IAT board meeting is on April 6. In response to a question from Mr. Boulton, Mr. Stack said the guidelines for CA representatives to the IAT will be discussed during the CA Board meeting in April.

## 9. Board Action

### (a) Consent Agenda

1. Approval of Draft Minutes of Closed Board of Directors Meetings held on April 23, 2015; April 27, 2015; July 23, 2015; September 24, 2015; January 11, 2016; January 14, 2016; February 25, 2016  
The draft minutes were approved without dissent.

### (b) Board Votes

1. Appoint External Auditors for the FY 16 Annual Audits of CA's Financial Statements and Incentive Savings Plan

**Action:** The Board unanimously approved the Audit Committee's recommendation to re-appoint CohnReznick as external auditors for the FY 16 annual audits of CA's financial statements and Incentive Savings Plan.

*Mr. Klein arrived at 8:25 p.m.*

2. Review and Approval of Board Work Plan for Calendar Year 2016

Board members discussed Strategic Issues to work on for the balance of Calendar Year 2016. Mr. Schwind suggested that the desired outcome for Strategic Issue B include specific implementation steps and metrics. Sports and Fitness Director Dan Burns said the outcome was written intentionally to be less precise because CA doesn't yet know what the data will show in terms of what would attract young adults and because CA might not be able to develop and implement new programs for young adults by the end of December.

**Action:** Mr. Wu moved that CA develop an implementation plan to attract and retain young adults. Mr. Avery seconded the motion, which passed unanimously.

**Action:** The Board unanimously approved the amended work plan.

### (c) Board Guidance

1. Provide Guidance to Staff on the Proposed New Membership Structures

The Board said the following should guide the discussion and process of revising CA's membership structure:

- Continue to sell memberships to non-residents.
- Monitor the amount of assessment revenue used to subsidize operating costs of CA sports and fitness facilities.
- Develop membership pricing that offers a "significant" difference between resident and non-resident membership prices.
- Provide an interactive spreadsheet that allows the Board to see various pricing scenarios.
- Develop a new membership structure and process that is less complex and works easily on the web.

Mr. Stack noted that pricing, options and milestones may be discussed during the Board's April 14 work session.

## 10. Tracking Forms

- (a) Tracking Form for Board Requests
- (b) Tracking Form for Resident Requests

**11. Talking Points:** Recording Secretary Valerie Montague read the Talking Points.

**12. Adjournment:** The meeting was adjourned at 10:05 p.m.

Respectfully submitted,

Valerie Montague  
Recording Secretary