

**Minutes of the
BOARD OF DIRECTORS MEETING
Held: October 27, 2016**

Approved: December 8, 2016

A meeting of the Columbia Association Board of Directors was held on Thursday, October 27, 2016 at Columbia Association headquarters. Present were Chairman Andrew Stack and members Dick Boulton, Brian Dunn, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, Gregg Schwind, and Chao Wu. Reg Avery was absent. Also present were CA Vice President/CFO Susan Krabbe, and CA General Counsel Sheri Fanaroff.

1. Call to Order: The Board of Directors Meeting was called to order at 7:40 p.m. by the Chairman, Andy Stack.

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

The Columbia Association Board of Directors held a closed meeting on September 22, 2016 at Columbia Association headquarters. Members present were Andrew Stack, Dick Boulton, Brian Dunn, Lin Eagan, Janet Evans, Milton W. Matthews, Nancy McCord, Gregg Schwind, and Chao Wu. The vote to close the meeting was 9-0-0.

The closed meeting was authorized under the Maryland Homeowners Association Act, Md. Code, Real Property §11B-111 (4)(iii), consultation with legal counsel on legal matters; and (iv) consultation with staff personnel, consultants, attorneys, board members or other persons in connection with pending or potential litigation. The purpose of the meeting was to discuss a potential land transfer. The closed meeting took place from 10:15 p.m. until 10:35 p.m.

The Architectural Resource Committee held a closed meeting on October 10, 2016 at Columbia Association headquarters. Members present were Scott Templin, Gordon MacPhee, Eva Lambright, and Gracie Bradford. The vote to close the meeting was 4-0-0.

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. The purpose of the meeting was to discuss new and ongoing covenant cases. The closed meeting took place from 1:02 p.m. until 2:25 p.m.

The Risk Management Committee held a closed meeting on October 27, 2016 at Columbia Association headquarters. Members present were Brian Dunn, Chao Wu, Milton W. Matthews, and Susan Krabbe. The vote to close the meeting was 4-0-0.

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 purpose of the meeting was to discuss general liability incidents and other related matters. The closed meeting took place from 7:03 p.m. until 7:36 p.m.

3. Approval of Agenda:

Action: Mr. Boulton moved to amend the agenda to hold a general discussion on the noise issue at Merriweather Post Pavilion at the end of the meeting. Mr. Klein seconded the motion. The vote to approve the motion was 7-2-0.

For: Messrs. Boulton, Klein, Schwind, and Wu; and Mmes. Eagan, Evans, and McCord
Against: Messrs. Stack and Dunn
Abstain: None

The agenda was amended to hold the discussion after Item 11, For Your Information. The amended agenda was approved unanimously.

4. Disclosure of Conflicts of Interest: None

5. Resident Speakout:

- a) Bob Anantua, Owen Brown, spoke about the Sister City Agreement between Cap-Haitien, Haiti and Columbia, Maryland.
- b) Frank Rhoad, Worthington neighborhood in Ellicott City, spoke about noise from Merriweather Post Pavilion.
- c) Russ Swatek, Long Reach, spoke about noise from Merriweather Post Pavilion.

6. Presentation on Downtown Columbia – Greg Fitchett, The Howard Hughes Corporation:

Mr. Fitchett gave a presentation on the development in downtown Columbia. He reviewed the goals of the development, progress to date, areas under construction, the proposed Tax Increment Financing and Special Taxing District, affordable housing, and proposed public amenities.

7. Approval of Minutes of June 23, 2016

Action: Mr. Wu moved that the minutes of September 22, 2016 be approved as presented. Mr. Boulton seconded the motion. The vote to approve the motion was 8-0-1.

For: Messrs. Boulton, Dunn, Schwind, Stack and Wu; and Mmes. Eagan, Evans, and McCord
Against: None
Abstain: Mr. Klein

8. Chairman’s Remarks: Mr. Stack noted SplashDown reopened October 22 and he thanked staff for their work. Messrs. Stack and Boulton completed their meetings with the village boards of directors on October 18 and Excite Columbia completed its fall session on October 26. Mr. Stack announced the following meetings and events:

October 31: Board Operations Committee meeting

November 5: Meetings with New Residents sponsored by Columbia Association and the Howard County Library System

November 10: CA Board Work Session followed by a CA Board Meeting

November 11: Veterans Day Event at the Lakefront

9. Reports Submitted:

(a) President’s Report: In response to a question from Mr. Klein regarding commercial covenants, Mr. Matthews and Ms. Fanaroff said staff will come back to the Board on this topic in early CY 2017. Mr. Klein would also like CA to champion the focus on Columbia’s diversity and inclusion values. A meeting was held with the Howard County Veterans Foundation, Inc. regarding the proposed veterans monument. The Foundation is considering the parcel of land owned by Howard Hughes next to Whole Foods, combined with some CA land, as a possible location of the monument. Mr. Schwind asked about major construction projects. Construction of the indoor tennis facility and the Athletic Club renovations are two major projects. Ms. Eagan inquired about a plan to develop the Lakefront. Mr. Matthews would like CA to work with other landowners in developing such a plan. Mr. Dunn inquired about renovations for ADA compliance. Those renovations are usually scheduled during facility shutdowns and/or major renovations. Mr. Matthews noted the Volunteer Center will celebrate its 15th anniversary on November 15 at a reception at Historic Oakland Manor. The new website for Haven on the Lake will go live on Monday, October 31.

(b) Financial Reports - None

(c) Other Reports

1. Report from the CA Representatives to the Inner Arbor Trust Board of Directors
Mr. Stack called the Board's attention to the written report. Representatives from the Columbia 50th Birthday Celebration Committee plan to meet with Mr. McCall to discuss ways in which the Chrysalis can be used during the celebration.
2. Report from the Columbia 50th Birthday Celebration Committee
The official kick-off event for the 50th Birthday Celebration is scheduled for Sunday, March 19, 2017. It will be held in The Mall in Columbia.

10. Board Action:

(a) Consent Agenda

1. Approval of Appointments to the Watershed Committee
Hearing no objection, the Board approved the appointment of Deborah Wessner to the CA Watershed Committee.

(b) Board Votes

1. Advisory Committees

The Board approved the following items regarding Advisory Committees:

(a) Eliminate the Sport and Fitness Committee. The vote to eliminate this committee was 8-1-0.

For: Messrs. Boulton, Dunn, Schwind, Stack and Wu; and Mmes. Eagan, Evans, and McCord

Against: Mr. Klein

Abstain: None

(b) Give staff the ability to suspend the Health and Fitness Committee in the event they cannot get a quorum of members. The vote was unanimous.

(c) Combine the Golf Committee and the Green Committee. The vote was unanimous.

(d) Approve all recommended changes to all Advisory Committee charters and include the following in Article VIII, Reports and Presentations (or similar article in each Charter):

a. The written report to the CA Board will be due by June 15 of each year; and

b. Add the phrase "stating its recommendations, if any;" after the word "accomplishments;"

The vote to approve was unanimous.

(e) Approve Addendum C (the recommended format/template for the Annual Report) with the following changes:

a. Add ", with justification" at the wording at the end of Section C, and

b. Eliminate the note in brackets.

The vote to approve was unanimous.

(f) Approve the requirement that each Advisory Committee be visited by a Board member at least once per fiscal year and that the Board Operations Committee be responsible for assigning Board members to attend specific committees' meetings and for monitoring such attendance. The vote to approve was unanimous.

(g) Approve the recommendations regarding staff liaisons to advisory committees:

- a. The staff liaison for each advisory committee will forward to all of the committee's members any e-mails or other communications received by the liaison that are addressed to the committee;
 - b. The staff liaison to each advisory committee will be responsible for submitting requests to the Communications & Marketing Department ("C&M") to post online:
 - i. The Committee's meeting dates, times, and locations;
 - ii. The Committee's meeting agendas and minutes;
 - iii. The staff liaison's name and e-mail address; and
 - iv. The Committee's current charter and charge; and
 - c. Each staff liaison will have a set of responsibilities that include the matters listed above. The responsibilities are reflected in a document entitled "Responsibilities of Staff Liaisons for Columbia Association Resident Advisory Committees."
- The vote to approve was unanimous.

11. For Your Information: Mr. Stack called the Board's attention to the letter from The Village in Howard.

12. Noise at Merriweather Post Pavilion

The Board discussed the next steps it wished to take on this issue. The Chair will ask staff to gather material from previous discussions on the issue and to obtain a summary of the September 20 public hearing hosted by the Howard County Council.

13. Tracking Forms

(a) Tracking Form for Board Requests – No items were added.

(b) Tracking Form for Resident Requests – No items were added.

14. Talking Points: The talking points were not read and will be sent at a later date.

15. Adjournment: The meeting was adjourned at 10:50 p.m.

Respectfully submitted,

Janet F. Loughran
Executive Assistant to the President/CEO