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Minutes of the Board of Directors Meeting March 11, 2010

Approved: March 25, 2010

14 The regular meeting of the Columbia Association Board of Directors was held on Wednesday,
15 March 11, 2010, at 7:32 p.m. at the Columbia Association building. Present were the Chair, Phil
16 Kirsch, and members Cynthia A.S.H. Coyle, Russell Swatek, Alex Hekimian, Pearl Atkinson-
17 Stewart, Kathleen Dragovich, Suzanne Waller, Shari Zaret, and Gregg Schwind (arrived at 7:37
18 p.m.); Staff Liaisons Rob Goldman, Steve Sattler, Chick Rhodehamel, and Susan Krabbe
19 substituting for Rafia Siddiqui; and President Phillip Nelson.

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2. Board Monitoring Form The Chair reminded the Board members to complete the Board Monitoring Form.

4. Approval of the Agenda

Action: Ms. Coyle moved to approve the agenda and Ms. Waller seconded. The Chair stated there would be a short closed meeting to discuss a personnel issue following the regular meeting. The Board unanimously approved the agenda as presented.

Vote: 8-0-0

For: Mses. Coyle, Atkinson-Stewart, Dragovich, Waller, and Zaret; and Messrs. Kirsch, Swatek, and Hekimian.

Against: None

Abstain: None

5. Approval of the Minutes

February 17, 2010

Action: Mr. Hekimian moved and Mr. Swatek seconded approval of the minutes for February 17, 2010. The minutes were approved as written.

Vote: 7-0-1

For: Mses. Coyle, Atkinson-Stewart, Dragovich, and Zaret; and Messrs. Kirsch, Hekimian, and Swatek.

Against: None

Abstain: Ms. Waller

3. Closed Meetings

a. The Architectural Resource Committee held a closed meeting on Monday, March 1, 2010. The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property § 11B-111 (4) (iv) consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation. The vote to close was 4-0-0, with members Michelle Miller, Gracie Bradford, Pat Loeber, and Kristin Shulder all voting for closure. The meeting was closed from 1:13 p.m. until 1:50 p.m.

44 b. The Chair announced during the approval of the agenda that there would be a short
45 closed meeting to discuss a personnel issue following the regular meeting.
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47 **5. Approval of the Minutes (continued)**
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49 **February 24, 2010**

50 **Action:** Ms. Waller moved and Ms. Coyle seconded approval of the minutes for February
51 24, 2010.

52 The following corrections to the minutes were made:

53 by Ms. Coyle—line 39, should read, “Passed 8-1-0. For: Ms. Coyle, Ms. Dragovich, Mr.
54 Hekimian, Mr. Kirsch, Mr. Swatek, Ms. Waller, Mr. Cornell, and Ms. Zaret; Opposed:
55 Mr. Schwind.”
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57 At 7:37 p.m., Mr. Schwind arrived at the meeting.
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59 (continued) —line 36, should read, ““Passed 8-1-0. For: Ms. Coyle, Ms. Dragovich, Mr.
60 Hekimian, Mr. Kirsch, Mr. Swatek, Ms. Waller, Mr. Cornell, and Ms. Zaret; Opposed:
61 Mr. Schwind.”

62 by Mr. Swatek—lines 1 and 2, title should read, “Budget Worksession and Board of
63 Directors Meeting”

64 by Ms. Atkinson-Stewart—the time of adjournment from worksession to regular meeting
65 should be included on line 29. Mr. Swatek advised it was 11:00 p.m.

66 The minutes were approved as amended.

67 Vote: 8-0-1

68 For: Mses. Coyle, Waller, Dragovich, and Zaret; and Messrs. Kirsch, Hekimian,
69 Schwind, and Swatek.

70 Against: None

71 Abstain: Ms. Atkinson-Stewart (absent from that meeting)
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73 **February 25, 2010**

74 **Action:** Ms. Waller moved and Mr. Swatek seconded approval of the minutes for February
75 25, 2010.

76 The following corrections to the minutes were made:

77 by Mr. Swatek—line 23, should read, “Paperless Packets,” not “Paperless Package”
78 line 32, eliminate remainder of sentence after tot lot issues (line 31)

79 by Mr. Schwind—line 23, should read, “**(HR)**,” not “**(RH)**”

80 by Ms. Atkinson-Stewart—line 63, should read, “Moved to send Purchasing Policies
81 back to the Performance Oversight Committee for recommendation to the Board on
82 March 25, 2010.”

83 by Mr. Swatek—line 84, should read, “Discussed new language,” not “Developed new
84 language”

85 The minutes were approved unanimously as amended.
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- 87 **6. Resident Speakout** There were nine residents who spoke during Resident Speakout.
- 88 a. John Martin of Oakland Mills spoke about a State Highway Administration (SHA) notice
- 89 regarding field survey activities relative to studies on the widening of Route 29 from the
- 90 Middle Patuxent River to Route 175.
- 91 b. Jose Rengel of Oakland Mills expressed concern about the lack of information given to
- 92 his community about the SHA project and the impending impact to the community from
- 93 that project.
- 94 c. Alex Reid of Oakland Mills also spoke about the SHA project and told about a previous
- 95 understanding of the proposed access road to Old Columbia Road that now appears to
- 96 have changed.
- 97 d. Arnold Bruckner of Oakland Mills spoke favorably about the original location of the
- 98 proposed access road.
- 99 e. Elizabeth Bickell of Oakland Mills expressed concern about the location of the proposed
- 100 road.
- 101 f. Barbara Russell of Oakland Mills asked that CA not give permission to the State
- 102 Highway Administration to put an access road on CA's property as it may result in the
- 103 loss of her property.
- 104 g. Thomas Stanton of Oakland Mills spoke about the SHA project and the lack of
- 105 information given to the community.

106 Chick Rhodehamel gave a report on his and Alex Hekimian's meeting with the SHA project

107 manager.

- 108 h. Madelaine Lamb of Oakland Mills spoke about her concerns for the environmental area
- 109 in light of the proposed road.

110 The Board asked that staff follow up on the issue and report back to the residents and the

111 Board.

- 112 i. Tom Scott of Wilde Lake returned with four recommendations to improve the
- 113 performance of Fairway Hills Golf Course.

114 An additional resident's name (Francis Higgins of Oakland Mills) was added to the Speakout

115 list just to receive information as it becomes available.

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- 117 **7. Chairman's Remarks** The Chair stated he had no remarks.

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- 119 **8. Committee Agendas**

120 **(a) Planning and Strategy Committee**

121 **1. Strategy Sketch—Pathway Connectivity** The committee discussed a new Strategic

122 Issue on Pathway Connectivity

123 **Action:** Mr. Schwind moved and Mr. Swatek seconded that the Pathway

124 Connectivity go forward as a new Strategic Issue. The motion passed.

125 **Vote:** 2-1-0

126 **For:** Messrs. Schwind, and Swatek

127 **Against:** Ms. Coyle

128 **Abstain:** None

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130 **2. Strategy Discussion—Aging Infrastructure**

131 The committee discussed Phil Nelson’s Infrastructure Analysis report.

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133 **Point of Order** At 9:45 p.m., the Chair pointed out that the meeting had gone past its
134 expected adjournment time and asked the Board to continue the meeting until 10:30 p.m.
135 The Board approved by consensus.

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137 **(b) Performance Oversight Committee**

138 **1. Chair’s Report** The Chair, Mr. Hekimian, briefly outlined the SHA’s 3 options for
139 the access road in Oakland Mills. The consensus was that staff needs to evaluate the
140 impact of these options on CA’s property, and the Board needs to contact its state
141 delegates and also discuss the issue with the Oakland Mills Village Board.
142 Additionally, the Board needs to communicate with the SHA regarding the inadequacy
143 of its notification to the community.

144 Mr. Hekimian also reported that the following topics will be on the agenda for the next
145 Board meeting on March 25, 2010:

- 146 (1) an update on the “going green” plan
- 147 (2) the status of the formation of a 501 (c)(3) organization
- 148 (3) purchasing policy amendments
- 149 (4) the Athletic Club parking lot plan and information on parking demand
- 150 (5) the CSS update
- 151 (6) CA’s monthly financials

152 Also, on April 8th, POC will present its quality improvement methods.

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154 **(c) External Relations Committee**

155 **1. Chair’s Report** The Chair, Ms. Waller, gave a report on Gregg Hamm’s attendance
156 at Town Center’s Village Board meeting, and the information he shared on GGP’s
157 future. She also report on a meeting she attended in River Hill on public safety and
158 shared information obtained there from the Southern District police captain.
159 Additionally, the Village Board roundtable will be held in May and Phil Nelson has
160 been asked to speak about the difference between master plans and other types of
161 planning.

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163 **(d) Board Operations Committee**

164 **1. Consent Agenda**

165 **a. Recommendation to approve timeline for President/CEO Evaluation**

166 There was an objection to this item on the consent agenda, so after discussion, the
167 Board approved the timeline for the President/CEO’s annual evaluation.

168 Vote: 7-2-0

169 For: Mses. Coyle, Waller, Dragovich, and Zaret; and Messrs. Kirsch,
170 Hekimian, and Swatek.

171 Against: Ms. Atkinson-Stewart and Mr. Schwind

172 Abstain: None

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2. Discussion

a. Recommendation to approve revisions to By-laws, Policy, and Special Rules of Order related to minimal meeting minutes

The committee began discussions on changes to the By-laws, Policy, and Special Rules to support the Board’s desire for minimal minutes.

Point of Order: At 10:30 p.m., Mr. Hekimian raised a point of order with regards to the meeting running past its extended adjournment time. The Chair asked if the Board wanted to extend the time and Mr. Hekimian moved to extend the time until 11:00 p.m.; Mr. Swatek seconded. Ms. Coyle suggested that the meeting be closed and deal with the issue at a later meeting, and the Chair agreed to bring up the closed meeting item at the closed meeting on March 25, 2010.

12. Adjournment

With the consensus of the Board, the meeting adjourned at 10:32 p.m.

Respectfully submitted,
Erin Gilland Roby
Recording Secretary

Process for President/CEO Evaluation

As you all know, the end of the fiscal year is near and we need to prepare the President's evaluation. The process for this evaluation is outlined below.

1. No later than **March 19, 2010**, the President will prepare an executive summary that outlines how he believes he has met the criteria set forth by the Board at the beginning of the fiscal year. This summary should cover discussions of his performance with regard to both Part I (Annual Strategic Goals) and Part II (Performance Goals) of the Evaluation Form.
2. On **March 25, 2010 at 6:00pm**, the **BOC will host** a special meeting of the Board. The President will meet to discuss any questions or concerns that either the Board members or the President have following submission of the President's summary.
3. No later than **April 2, 2010**, Board members (as individuals) will prepare and submit their personal evaluation of the President. Each individual Board member will then **email the completed forms** to the BOC-designated member who will create a composite form. This year, the designated BOC member is Cindy Coyle.
4. The BOC-designated member will create a composite of all evaluation forms in preparation of a special BOC meeting.
5. On **April 8, 2010 at 6:00pm**, the **BOC will hold a special meeting** for the purpose of discussing the final evaluation and any potential summary that the committee may want to recommend to the Board. Additionally, the committee will discuss recommendations for the President's bonus. If necessary, a second BOC meeting will be held on Monday, April 12th.
6. On **April 15, 2010 at 7:30pm**, the **Board will convene a special meeting** to discuss the recommendations prepared by the BOC. This meeting is intended to produce the final evaluation product that will be presented to the President.
7. On **April 22, 2010 at 6:00pm**, the **Board will convene a special meeting** to present to the President a Final Evaluation Form and approved bonus.

Phil Kirsch
Chair, CA Board of Directors