



oakland mills
we value connections

Oakland Mills Community Association

Village Board Meeting Minutes

The Other Barn ~ 5851 Robert Oliver Place ~ Columbia, MD 21045

Board Members: Jonathan Edelson, Chair ~
Bill McCormack Jr., Vice-chair ~ Andrew Mark Fried, AC Chair ~
Paulette Pettiford-Thomas ~ Dr. Daniel Pierce ~
Karin Emery, Columbia Council Representative

July 8, 2025

OMCA REGULAR BOARD MEETING

This meeting was held hybrid, on Zoom and at The Other Barn.

Link to YouTube recording of the July 8, 2025 OMCA Board Meeting:

<https://youtu.be/QwbBxrxZjA>

Mr. Edelson called the regular meeting of the OMCA Board of Directors to order at 7:04 p.m.

Present: Jonathan Edelson, Board Chair; Bill McCormack, Board Vice-chair; Andrew Mark Fried, AC Chair; Dr. Daniel Pierce; Karin Emery, Columbia Council Representative; Brigitta Warren, Village Manager; Amy Carpenter, Administrative Assistant.

Absent: Paulette Pettiford-Thomas

Quorum Present: Yes

Also Present: Howard County Council District 2 Aide Ashley Alston; Howard County Executive's Strategic Outreach Coordinator Vikki Garcia; see resident list.

Opening of Meeting

- **Mr. McCormack** motioned to approve the June 10, 2025 OMCA Board Meeting minutes (ATTACHMENT A). **Dr. Pierce** seconded, and the motion passed (4-0-0).
- **Mr. McCormack** motioned to approve the July 8, 2025 Board Meeting agenda (ATTACHMENT B). **Dr. Pierce** seconded, and the motion passed (4-0-0).

Resident Remarks

Resident and former CA/OMCA Board member Ginny Thomas thanked the Board for leading the way in resident speak-out and listening to residents' concerns. CA advisory committees used to be made of members recommended by the villages, but she noted that since staff had taken over the committees, many committee members had quit and morale was low. Some committees had ended. Oakland Mills residents were now volunteering for CA advisory committees.

Ms. Thomas also spoke about CA resident speak-outs and changes she viewed as detrimental to CA-resident relations. A proposal for a new policy limiting board members to two turns during a discussion would make it harder for CA board members to discuss issues. She said CA ethics policies were being weaponized to try to oust board members. False ethics complaints cost the residents by generating lawyer fees. And the CA board was seeking the ability to kick members off the board, but Ms. Thomas pointed out that the power to remove CA board members was in the resident's hands, not the CA board's.

Ms. Thomas recommended reverting the CA board to the Columbia Council. The current structure—members elected to the Columbia Council would appoint themselves to the CA Board of Directors at the beginning of the new board year—meant the villages were losing their ability to have effective representation on the board due to a shift in board members’ accountability from the villages to CA.

Ms. Thomas asked the OMCA Board to take a position and send a letter to CA and perhaps to news outlets. The issue would be brought back at a future Board meeting.

Board Chair Report

Mr. Edelson reported that Phil Engelke, former OMCA Board member and Howard County Planning Board member, had been following up about the removal of trees from the Exxon station on the corner of Stevens Forest Road and Broken Land Parkway. The property was part of Owen Brown Community Association, and neither OBCA nor OMCA had covenant authority over the property, so Mr. Engelke had been in contact with Howard County Zoning. County zoning regulations required a tree buffer around business properties. There was an open zoning code enforcement case against the gas station.

Mr. Edelson noted that construction had begun on Oakland Mills Middle School.

CCR Report

Ms. Emery said that the following Sunday would be a free pool day at CA pools. Anyone with a Columbia Card could attend for free. The Coral Reef Encounter was back. Residents were required to register, and she recommended that residents sign up as soon as possible since slots filled up quickly.

Ms. Emery reported that there would be a meeting of the County’s New Town Task Force on July 22 and September 23. Registration was open for the July meeting if residents wanted to attend.

Village Manager Report

Ms. Warren shared her update on village operations (ATTACHMENT C). **Mr. McCormack** recommended sending a thank-you to the County for putting up banners promoting merchants in Oakland Mills. He also asked about the Board goals being put on the next Board meeting agenda. A discussion ensued.

Dr. Pierce said that there had been complaints from the Emerson Hill Townhouse community about traffic in Blandair near the community. He would get back to Ms. Warren about adding a meeting with Howard County Recreation and Parks officials to a future Board meeting agenda.

Mr. Edelson adjourned the regular OMCA Board meeting at 8:10 p.m.

Respectfully submitted: Amy Carpenter, Administrative Assistant



Oakland Mills Board of Directors Meeting Agenda

Board Members: Jonathan Edelson, Chair, Bill McCormack Jr, Vice-Chair; Andrew Mark Fried, Architecture Chair, Paulette Pettiford-Thomas, Daniel Pierce; **Columbia Council Representative:** Karin Emery

Tuesday, July 22, 2025
7:00 p.m. Hybrid Meeting
In-person at The Other Barn

5851 Robert Oliver Place, Columbia, MD, 21045

OR Online via Zoom (participation not guaranteed due to possible tech issues):**

Join Zoom Meeting

<https://us02web.zoom.us/j/85496349120>

Meeting ID: 854 9634 9120

Dial by your location

+1 301 715 8592 US (Washington DC)

Meeting ID: 854 9634 9120

Find your local number: <https://us02web.zoom.us/u/kegDheQSnz>

Oakland Mills Board of Directors

7:00 p.m.	Opening of Meeting (5 min) <ul style="list-style-type: none"> Approve Minutes from July 8, 2025 Board Meeting Approve Agenda for July 22, 2025 Board Meeting 	Jonathan Edelson, Board Chair
7:05 p.m.	Resident Remarks (3 minutes per resident, 10 minutes) Please note that meeting attendee's audio is muted. If you wish to participate in Resident Remarks please "raise your hand" which is one of the options available for participants and appears as an icon on the screen.	
7:15 p.m.	NEW BUSINESS <ul style="list-style-type: none"> New CA Board Meeting Policies, Discussion (15 min) 	
7:30 p.m.	Board Chair Report, (10 min)	Jonathan Edelson, Board Chair
7:40 p.m.	Columbia Council Rep Report (10 min)	Karin Emery, CCR Rep
7:50 p.m.	Village Manager Report (10 min)	Brigitta Warren, Village Manager

8:00 p.m.

Committee Reports (20 min)

- **Architecture**, (5 min)
- **Education**, (5 min)
- **Public Space** (5 min)
- **Tenant** (5 min)

Andrew Fried, Chair
Jonathan Edelson, Chair
Daniel Pierce, Chair
Paulette Pettiford-Thomas

8:20 p.m.

Board Bulletin Board

8:25 p.m.

Adjourn

Upcoming Events

Oakland Mills Community Pool Party

Monday, August 4th,
6:30pm-8:30pm

Jazz in the Mills featuring Tiya Ade'

Sunday, September 14th,
5pm-7:30 pm

DRAFT



MEMORANDUM

DATE: July 17, 2025
TO: Columbia Association Board of Directors
FROM: Judge John J. Kuchno, General Counsel
Caroline Payton, Assistant General Counsel
Subject: **Ethics Governance**

Executive Summary

On June 26, 2025, the CA Board was presented with 10 concepts for consideration to enhance transparency, promote accountability, and reinforce public trust in CA's leadership as it relates to ethics governance. Following the Board's June 26 discussion the following five (5) concepts appeared to require further consideration.

The concepts identified herein reflect modern governance standards for civic organizations and are legally supportable under the governing documents, with proposed changes directed primarily to the Amended and Restated Charter (the "Charter"), By-Laws, the Code of Business Conduct and Policies (the "Code") and Policy for Reporting Violations (the "Reporting Policy") and the Ethics Panel Charter.

Key Themes

Transparency

- ❖ Make ethics enforcement visible and understandable to the public
- ❖ Increase trust in Board decision-making
- ❖ Clarify how ethical standards are applied, investigated, and enforced

Accountability

- ❖ Ensure meaningful consequences for misconduct
- ❖ Establish clear procedures and expectations
- ❖ Prevent repeat or retaliatory abuse of the system

Concepts for Consideration

1. Establish Tiered Sanctions with "Three Strikes and You're Out" Rule

Goal: Ensure consistent, transparent, progressive accountability with defined consequences for unethical behavior.



Documents to Update: Code, Bylaws § 2.03 (Removal); Ethics Panel Charter

What to Add:

- Create a tiered discipline structure: e.g., written reprimand → public censure → removal.
- Disinterested Board members vote on sanctions.
- Board members with three substantiated violations, as determined by the Ethics Panel, are automatically brought before the Board for a removal vote.
- Board members who commit “egregious” violations of the Code (as determined by the Board) may be subject to escalated sanctions immediately and would not be required to go through the tiered discipline process.

2. Disqualify Removed Board Members from Future Service

Goal: Prevent unethical actors from returning to leadership roles. Reinforce the seriousness of removal and prevent repeat ethical breaches.

Documents to Update: Bylaws § 2.03 (Removal); Code

What to Add: Once removed for ethical violations, based on the findings and recommendations of the Ethics Panel, a Board member is permanently ineligible for re-appointment. If elected or appointed by the Village, any permanently disqualified individual will be seated and automatically brought before the Board for a removal vote.

3. Add Sanctions for Frivolous or Weaponized Ethics Complaints

Goal: Protect the integrity of the ethics process and prevent abuse.

Documents to Update: Code; Reporting Policy

What to Add:

- Define bad-faith reporting: false claims, repetitive meritless complaints, retaliatory reporting as follows:
 - False claim – a knowingly inaccurate or deliberately misleading allegation made in an ethics complaint where the complainant asserts facts known to be untrue, fabricates information, or omits critical context in a manner intended to deceive, harm or manipulate.



MEMORANDUM
DATE: July 17, 2025
TO: CA Board of Directors
FROM: Judge John J. Kuchno
Caroline Payton
SUBJECT: Ethics Governance

- Repetitive meritless complaints – two or more ethics complaint filed by the same individual that (1) reassert substantially similar allegations previously reviewed and dismissed, (2) lack sufficient factual support or specificity to warrant investigation, or (3) are submitted in a pattern suggesting an improper motive, such as harassment or disruption of Board or staff operations
- Retaliatory reporting – an ethics complaint that is not submitted to report genuine misconduct but instead to punish, intimidate, or discredit another person in response to a protected activity, such as making a prior complaint, participating in an investigation, voting in a particular way, or fulfilling their official duties
 - Allow sanctions for bad-faith reporting.

4. Enforce a “Speak with One Voice” Rule for the Board

Goal: Promote unity and strengthen public confidence in Board decisions and the institution’s credibility.

Documents to Update: Code; By-Laws (via a new section in Article II)

What to Add:

- A Board member may explain his or her position or vote on a matter but may not do so in a manner that calls into question the competence and integrity of the institution.
- Board members must clearly identify when they are offering an opinion and not present opinion as fact.
- Board members may not publicly criticize other individual Board members or staff members by name.
- Board members may not publish false or misleading information about CA, other Board members or staff members.

5. Limit Indemnification for Ethical Misconduct

Goal: Enhance personal accountability for ethical misconduct by removing or limiting the broad indemnification extended to Board members and officers. Align with nonprofit best practices of excluding indemnification for intentional or egregious misconduct.

Documents to Update: Charter Article V(5)



MEMORANDUM

DATE: July 17, 2025

TO: CA Board of Directors

FROM: Judge John J. Kuchno

Caroline Payton

SUBJECT: Ethics Governance

What to Add: CA will not indemnify directors and officers for acts or omissions that are determined by the Ethics Panel to constitute a breach of the Code. The carveouts on indemnification will follow the Corporations & Associations Article of the Maryland Code.

Additional Notes: Amending the Charter will require the affirmative vote of 2/3 of the members of CA. The public must be notified no less than thirty (30) days prior to the adoption of the amendment(s), which must be done in a public meeting.



Oakland Mills Community Association

The Other Barn | 5851 Robert Oliver Place

Columbia, MD 21045

410-730-4610 | oaklandmills.org

July 23, 2025

To: CA Board Members

Re: The Importance of Speech

Our Oakland Mills Board has reviewed potential changes in CA Board meeting protocol and ethics policy. We would like to briefly relate our experience with speech at our meetings.

Our OM Board, according to our by-laws, exists to work for the welfare of the Oakland Mills Community Association members. Oakland Mills has a proud tradition of two board meetings per month open to the public. We have always had resident speak-out at the beginning of the meetings for the village board to listen to issues and concerns and dialog with our residents. At times resident speak-out has gone far beyond the time allotted in the agenda, but it has been very fruitful. Last board year such interactive speak-out sessions made us aware of issues renters were facing and led the board to create the Tenant Committee. Board involvement also led to the changeout of the management company at one of our apartment complexes. The result was a far better response to and resolution of tenant complaints.

Over the years our board has dealt with some complex issues. Our board members and residents have had a great diversity of thoughts, feelings, and opinions. We have expressed them firmly and respectfully, and everyone has been heard. We have found this diversity to be a major strength. We get a fuller understanding of the issues and a better range of potential courses of action through two-way communication with our residents during speak-out as well as through differences of opinion and debate amongst ourselves.

Our board urges CA board members to continue the proud tradition of listening to residents and each other, carefully and respectfully. Columbia residents' annual charge fees provide over a third of CA revenue. They deserve to be heard and to influence the direction of CA, and CA's leadership deserves to learn from its community. Columbia's residents also deserve to know the thoughts of each CA board member along with the majority decisions of the board.

Sincerely,

Oakland Mills Community Association Board of Directors

Cc: Columbia's Village Associations

**Manager's Report
Oakland Mills Community Association
July 22, 2025**

Event Update

- Jazz in the Mills featuring Tiya Ade' is on Sunday, September 14th. Tickets are on sale now online and at The Other Barn and are \$25/ticket.
- Our next event is the Community Pool Party on Monday, August 4th. Tickets are \$3 and are on sale on Eventbrite. Tickets are advanced sale only and you must have a ticket to enter.
- Amy has put out the request for vendors for the 2025 Fall Festival. The Festival will be held on Saturday, October 4th, from 11 am to 3 pm. (Please note that we have shortened it by one hour). She has already booked the performers and is looking for a couple more food trucks.
- Amy is also working on our 2025-2026 Lively Arts performances.

Audit

- The auditors are here this week.

Community Resource Officer

- Oakland Mills has a new Community Resource Officer. His name is Pfc. Matthew Paul.