

Mr. Klein,

I have received the complaint included at the bottom of this message claiming that you have violated CA's *Code of Ethics and Conflicts of Interest Policy*.

Apart from your opinion as to the merits of this claim, do you agree that the description of the actions attributed to you in points 1., 2., and 3. below are correct?

To the extent that any of the descriptions of the actions attributed to you in points 1., 2. and 3. below are correct, did you ever speak as, or claim the authority of being, a CA Board of Directors member when performing these actions?

Russ Swatek  
Chair, CA Board of Directors

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In accordance with the CA Policy for Reporting Violations of the Code of Business Conduct and Ethics, we would like to report violations of the Code of Ethics and Conflicts of Interest Policy (the Code) by CA Board member Alan Klein.

According to the Code, Board members “shall exercise good faith in all transactions relating to their duties to CA and shall not use their positions on any manner that is contrary to the best interests of CA.” Page 3. The Code also includes the ethical responsibility for Board members to adhere to the Duty of Loyalty. Page 7. This duty includes acting “in the best interests of CA rather than their own interest.” The Code specifically states that a Board member may state his or her disagreement with an action by CA, but only “as long as such disagreement does not interfere with the execution of the action.” Page 6. Finally, the Code prohibits any Board member from acting so as to “undermine the authority of the Board, its Chair or the CA President to perform his/her duties.”

We believe that the following actions by Alan Klein violated the Code:

1. On November 1, Alan sent a group email to “supporters” of his entity, called the “The Coalition for Columbia’s Downtown,” or CCD. The text of the email is reprinted below. The email exhorted readers to attend the November 6 Planning Board meeting and oppose the Inner Arbor Plan / SDP. Alan stated “It is important that you come to this meeting and/or send an e-mail to [planningboard@howardcountymd.gov](mailto:planningboard@howardcountymd.gov) insisting that the Inner Arbor plan not be approved.” Although it is unknown how many persons received Alan’s email, CCD claims on its website to have over 400 supporters.

2. On November 6, Alan testified to the Planning Board in opposition to the SDP filed by the Inner Arbor Trust for Symphony Woods Park. In his testimony, Alan told the Planning Board that the CA President, who minutes before had testified in support of the SDP, did not have the Board’s authority to make his statement. Alan then asked the Planning Board to disapprove the

SDP based on his personal disagreement with the project. Because of the volume of testimony on the SDP, the Planning Board tabled the discussion on the Inner Arbor SDP until its next meeting scheduled for November 20.

3. On November 19, Alan posted a letter on the Harper's Choice Village website stating that, according to an attorney hired by opponents of the Inner Arbor Plan, the Inner Arbor easement is illegal. <http://harperschoice.org/ca-reps-corner-november-2014/> Alan asked concerned residents to testify at the Planning Board meeting on November 20 or send the Planning Board an email. The web posting, which Alan signed as "Columbia Council Representative," did not acknowledge that CA's General Counsel had responded to and refuted the outside attorney's interpretation of the easement agreement. Alan later (days after the Planning Board meeting) added a link to a self-created site containing the November 5 memo from CA's General Counsel.

For these reasons, we ask that Alan's conduct be investigated and that appropriate corrective action be taken.

Thank you.