



June 3, 2022

To: Columbia Association Board of Directors
CA Management

From: Eric Greenberg, Board Chair

The Columbia Association Board of Directors Hybrid Work Session will be held on Thursday, June 9, 2022 beginning at 7:00 p.m.

AGENDA

	5 min.	Page Nos.
1. Call to Order		
(a) Announce the procedures being used to conduct the hybrid work session		
(b) Roll Call to determine Directors/senior staff in attendance		
(c) Announce that both audio and video of the work session are being broadcast. Anyone using the link on CA's website will be able to see and hear the proceedings.		
2. Approval of Agenda	1 min.	
3. Verbal Resident Speakout will be available to individuals who submit the Resident Speakout form on CA's website by 5:00 p.m. June 8, 2022 . Please note that, due to time constraints, it may be necessary to limit the number of people at Verbal Resident Speakout.		
4. Work Session Topics	120 min.	
(a) Advisory Committees – Additional Discussion on Possible Questions from Board Members on Presentations and/or Proposed Charges	<i>(15 min.)</i>	2 – 27
(b) Village Excess Cash Reserves Exception	<i>(15 min.)</i>	28 – 32
(c) President/CEO's Goals and Objectives	<i>(30 min.)</i>	33 – 38
(d) Draft Ethics Policy Discussion	<i>(30 min.)</i>	39 – 72
(e) Board Policy Compilation – Discussion	<i>(30 min.)</i>	73
5. Questions Only – "Spotlight on Columbia" (Former Development Tracker)	15 min.	74 – 80
6. Proposed New Topics	5 min.	
7. Chair's Remarks	3 min.	
8. Adjournment – Anticipated Ending Time: Approximately 10:00 p.m.		

Next Scheduled (Hybrid) Board of Directors Meeting
June 23, 2022 – Beginning at 7:00 p.m.

CA Mission Statement

Engage our diverse community, cultivate a unique sense of place, and enhance quality of life

CA Vision Statement

CA creates and supports solutions to meet the evolving needs of a dynamic and inclusive community.

**Columbia Aquatics Advisory Committee
Annual Report – FY 22 (FYE April 30, 2022)**

The members of the FY22 Columbia Aquatics Advisory Committee were Eric Kusmaul (Chair), Celeste Huecker, Joan Holloway, Stuart TenHoor, Allan Waschack, Deanna Hearle, Anne Fairbairn, Dave Donovan, and Paige Karras-Delarivas. The staff liaison was Marty Oltmanns. The Committee met five times during FY22.

A. Committee accomplishments for FY22 (Fiscal year just ended):

- Shared with the CA Board the idea of Columbia Card holders getting passes to use for Aquatics programming, which was then implemented by the Aquatics staff
- Completed work with CA staff on making comprehensive adjustments to the indoor pool schedules to better utilize the indoor pool lanes to serve more users.

B. Proposed Charge submitted for approval to the CA Board identifying items to be addressed by Committee in FY23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

- In alignment with the CA's strategic plan and founding principles, strive to ensure the make-up of the committee represents the diversity of the Columbia community and user groups.
- Monitor the progress of the Aquatics Master Plan, and update based on community feedback.
- Provide guidance & recommendations to CA staff and to the CA Board regarding Aquatics and how it can enhance facilities, programs, and membership structure to better serve their respective groups.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Continue to allow the CAAC to work with the Aquatics staff to strategize and solve operational level programming issues.
- CA Board please give consideration to finish funding the proposed 3 remaining wading pool conversions to splash pads or splash grounds, along with the associated upgrades and ADA improvements to bathhouses. This request will reduce the total number of guards needed each summer across CA, lower operating cost of those locations, and improve access to our pools.

Committee Charge approved by CA Board _____, 2022

Climate Change & Sustainability Advisory Committee Annual Report – FY 22

The members of the FY 22 Climate Change and Sustainability Advisory Committee included Tim Lattimer (Committee Chair) and Brooke Abercrombie, Dr. Chiara D'Amore, Kim Drake, John Klein, Tim Lattimer, Dr. Tracey Manning, Bob Marrieta, Roberto Martin, Rachel Matney, Katherine McCarter, Julija Sajauskas, Dr. Sara Via, and Luke Wisniewski. The CA Board liaison was Ginny Thomas. The staff liaison was Jeremy Scharfenberg. The Committee as a whole met monthly (12 times) during FY 22. Members of the Committee also met to engage in strategic planning, advance the work of multiple action teams, and organized public briefings.

A. Committee accomplishments for FY 22:

- **Climate Vulnerability Assessment (CVA):** The Committee completed the initial phase of its support to the CVA effort by organizing a virtual January 26 “town hall” to present the planning-level analysis, projections, and conclusions regarding potential climate impacts on Columbia. This included a presentation by Michael Baker International of the online geographic information system (GIS) tool ([“Story Map”](#)) they developed to support this effort. The Story Map offers an important tool to inform climate resilience planning and decision-making relevant to Columbia. The Committee also organized a follow-on workshop on March 5 with residents of Wilde Lake Village to explore the CVA’s findings in greater detail and to identify potential steps they can take to bolster Wilde Lake’s climate resilience.
- **Regenerative Landscaping:** The Committee supported Yard Alive! (YA), a demonstration project in Oakland Mills Village that encourages residents to consider alternatives to the traditional turf grass yard in favor of ecologically friendly alternatives. YA organized two plant share events during which about 400-500 native plants were given away and residents were engaged in conversations about sustainable landscape practices. A webinar, “Low Impact Landscaping” was presented to an audience of Community Cares groups. The YA Facebook page has 149 members, the Newsletter reaches 98 residents and the YA blog contains lively and educational posts written by Oakland Mills residents. YA requested and received a commitment from the Oakland Mills Village Board for funding to work with residents to plan, design and plant two cul-de-sacs which will demonstrate attractive, sustainable native plantings.

- **Food Waste:** A subcommittee was formed and met several times on food waste disposal in the community. We strategized several options to educate the residents of CA and to pilot a compost program in a multi-family building. However, in the absence of funding to support a pilot initiative, the subcommittee turned its focus to promoting Howard County's curbside compost program.
- **Recruitment:** A subcommittee was formed and met several times to assess the human resource needs of the committee going forward including skill sets desired. An announcement for recruitment will be issued in May 2022 to fill our vacancies.

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY 23 that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

- **Community engagement to increase knowledge and awareness about climate impacts and motivation for climate action.**
 - Further engage the community with CVA results and support interested Village boards and/or CARES groups that wish to engage village stakeholders with information/listening sessions on the CVA results and Story Map information relevant to their village.
 - Organize and facilitate community discussions about climate change impacts and solutions. Inform and engage village-based "CARES" groups and other residents on actions to address climate change in the community, to include community education.
 - Engage other CA advisory committees to identify any of their activities or interests that intersect with climate issues and coordinate further community engagement with them, as appropriate.
 - Build on the CVA and boost engagement with marginalized communities by harnessing additional informational tools and resources, such as the "Tree Equity Score" and the "MD EJScreen v2.0" Tool for Mapping Environmental Justice in Maryland."
 - Inform and advocate for CA to address areas where CA can strengthen Columbia's or CA's climate resiliency, e.g. open space management, transportation, etc.

- Elevate the profile of CA's climate & sustainability actions, e.g, committee posts on social media and other CA platforms drawing more community engagement with the CVA and other related CA activities.
- Designate committee liaisons to collaborate with the Howard County Office of Community Sustainability and the Howard County Environmental Sustainability Board in their preparation of the County's 2030 Climate Action Plan.
- **Regenerative Landscaping:** Yards Alive! (YA) will conduct edible plant share events in Fall 2022 and Spring 2023. We will also implement the aforementioned cul de sac demonstration project. YA will hold a special in-person yard tour that will feature the yards already included on its Google Map yard tour. The homeowners whose yards are highlighted will be available to show their yards to interested residents and talk about their gardens. All have agreed to participate. YA will continue outreach through its website, blog, newsletter, and other social media outlets. YA will also strive to engage with like-minded groups such as Community Cares in the other villages to broaden regenerative landscaping practices elsewhere in Columbia.
- **Compost/Food waste :**Work with Howard County Bureau of environmental services to get information about the Feed the Green Bin program to residents of Columbia in order to increase participation. Educate Columbia residents about reducing food waste.
- **Local development:** Investigate current developments and initiatives potentially affecting Columbia, including further participation, as appropriate, in Howard County's "HoCo By Design" effort and other relevant local & regional development initiatives.
- **Legislation:** Provide input to CA's General Counsel (GC) on legislation affecting climate change or environmental sustainability, as needed, with recommendations for CA consideration whether to support, oppose, or take no position on said legislation. The CCSAC may also develop or propose legislation, in coordination with GC, if needed and appropriate, to advance CA's climate and sustainability interests.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Strengthen coordination between CA and Howard County so Columbia residents have greater clarity on which entities they can turn to for help on issues such as storm drain infrastructure and other community infrastructure/services.
- Seek opportunities for CA to participate in FEMA's Community Rating System (CRS) program, where possible, to enable residents to become eligible for discounts on flood insurance premiums.
- Pursue opportunities where appropriate to secure grants and/or other outside funding sources in support of further action on climate and sustainability.
- Support county and statewide legislation and initiatives that promote climate action and benefit the environment. Likewise, oppose legislation and initiatives that would hamper climate action and/or harm Columbia's environmental interests.

Committee Charge approved by CA Board _____, 2022

Template approved 10/27/2016

Columbia Art Center Advisory Committee
Annual Report – FY22
(May 1, 2021-April 30, 2022)

Members – FY22

Lynn Foehrkolb, Committee Chair	
Liz Henzey, Art Center Director and Staff Liaison	
Janet Evans, CA Board Liaison (Long Reach)	
Trudy Babchak	Nicole Paterson
Chelsea Bork	Doug Satteson
Janet Brady	Chaya Schapiro
Robert Coe	Suzanne Waller
Dennis Gilbert	Carol Zika

The Committee met 3 times during FY22.

A. Committee Accomplishments for FY22 (Fiscal year just ended):

- The Advisory Committee elected a new chair, Lynn Foehrkolb, in June 2021, who represented the Art Center at the July 2021 Columbia Association (CA) Board of Directors meeting by presenting its annual report for the past year.
- The Advisory Committee successfully supported the following events:
 - **In House Events**
 - Fluidity Watercolor Show (Sept)
 - Holiday Ceramics Show (Dec)
 - Black History Month Exhibit (Feb)
 - Visionary Women Themed Show (March)
 - Blossoms of Hope Themed Show (April).
 - **Community Outreach Events**
 - Festival of the Arts in Long Reach (Sept)
 - Columbia Mall's 50th Birthday (Oct)
 - Veterans' Day celebration Card-Making Station at Lake Kittamaquundi (Nov)
- The Advisory Committee provided support to the small team at the Art Center by:
 - Helping with re-organization of studios and storage spaces launched in the 4th quarter of FY22
 - Helping the Art Center offer classes in more spacious, clean, and aesthetically pleasing rooms.
 - Enabling the Art Center team to make more efficient use of its art materials and inventory of supplies.

B. Proposed Charges for FY23

- Provide direction and feedback to CA as it supports the Art Center in creating programs and events that align effectively with CA's mission and goals.
- Support CA's efforts to expand awareness about the Art Center in the community through enhanced promotional and marketing strategies.
- Provide guidance to CA as it develops new and timely Art Center offerings that effectively serve the growing needs of the community and the changing demographics.

C. Committee Recommendations for Consideration by CA Board

1. **Staffing** – Five devoted staff members have held the Art Center together during the pandemic closings and subsequent openings. They have tirelessly devoted many hours, to keep the Art Center going because they believed in its value. We need them to stay on, continue to provide opportunities for our students, and develop even better ways to run our programs. They are essential for the Center, and we are asking that additional qualified staff be hired to support them and excited that there are plans underway to bring on more team members.

D. A Word of Thanks

1. In closing, the Committee would like to thank Janet Evans for her knowledge and guidance as our liaison to the Board over the past years. She's been an invaluable resource to us.
2. And a big thank you for the new kilns. I only wish you could all have seen the delight and gratitude on the faces of the staff and ceramics students as the kilns were delivered and put into use. We so appreciate them!

Committee Charge approved by CA Board _____, 2022

Template approved 10/27/2016

Golf Advisory Committee
Annual Report – FY 22 (FYE April 30, 2022)

The members of the FY21 Golf Advisory Committee were Bill Harris (Committee Chair), Marco DePalma(Vice-Chair), Lin Eagan (CA Board Member), Barbara Collins,, Troy Fitzgerald, Kelli Passalacqua, Tim Cuomo, Mike Doyle, Joan Bowe, Ian Sumner, Vicki Fleming, Bill Duncan, Ron Briggs, Rob Dreischmeier, Jeff Delucia and Kathy Hiatt. The staff liaison was GM Rodney Green. The Committee met four times during FY22.

A. Committee accomplishments

- Improved policies, procedures, and technologies related to tee time reservation lottery system yields greater equity and efficiency.
- Fostered better coordination and communication with maintenance accommodates sharp increase in golf during pandemic
- Engaged the diverse golf community to participate in various activities offered by the golf course, driving range, player development, and restaurant. Due to the pandemic we were not able to fully implement our plans with regards to this goal.
- Helped new General Manager Rodney Green integrate into golf operations at both courses
- Hosted successful league play — group play expanding or at capacity despite clubhouse constraints during pandemic limiting socializing
- Increased efficiency of committee meetings by filling vacant at-large slot, and shortened meetings with pre-meeting reports from committees and leagues

B. Proposed Charge submitted for approval to the CA Board identifying items to be addressed by Committee in FY23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and Objectives:

- Rehabilitation of overall course conditions to an improved baseline, with a keen focus on the bunkers, greens complexes, drainage, and tee boxes at both courses
- Enhanced data analytics on no shows, tee time cancellations, and lottery allocations
- Addition of Assistant PGA Pro to assist the General Manager at both facilities

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Improvement of the short game practice areas, collars/fringes/rough in areas adjacent to and surrounding green complexes, improvement of mulched or stepped walkways to teeing grounds to improve footing/traction, especially when descending from elevated areas.
- Creation of a more symbiotic relationship between the golf community and the TurnHouse restaurant
- More engagement with community, especially general public

Health and Fitness Advisory Committee
Annual Report – FY22
(to be submitted to Board by May)

The members of the FY22 Health and Fitness Advisory Committee were Jessica Rennenkampf (*Committee Chair*), and Dick Boulton (CA Board Member), Rose Batts, Bob Bertlett, Leo Bruette, Dana Haynes-Powell, Steven Hess, Michele Jacobs, Alan Lassman, Jeff Lunder, Mushfiqur “M” Rahman, Jack Sacchetti, Julia Schnorf, Larry Sorkin, and Cathy Weiss. The staff liaisons were Tavia Patusky and Kevin Shaffer. The Committee met five times during FY22.

A. Committee accomplishments for FY22 (Fiscal year just ended):

- Discussed COVID safety, reopening updates and ongoing updates to help inform the fitness club community actively using the facilities and members who inactivated their membership due to the pandemic.
- Provided ongoing member and user feedback to staff and suggestions for service upgrades utilizing experiences, observations and communications in facilities to effect improvements in multiple areas and for various user groups.
- Promoted and utilized Clarabridge customer experience surveys and feedback to further effect improvements. Members helped facilities find and complete small punch-list items, and consistent survey responses helped shape class offerings.

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY23 (Fiscal year just beginning) that align with the Committee’s goals, CA’s strategic plan and the President/CEO’s goals and objectives:

- Encourage community members to reintegrate into the fitness facilities and engage in existing fitness/recreational programs and events as well as provide feedback for future programs and events. Promote and attend facility events and pop-up classes to bolster community engagement and support CA staff.
- Continue to promote and utilize Clarabridge customer experience surveys and feedback received to enhance experiences for all and effect improvements.
- Support CA and the facilities as they work towards improved wellness accessibility for the community by providing feedback on initiatives and

continuing to ensure the make-up of the committee represents the diversity of the Columbia community and user groups.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Support capital renovation requests in efforts to better serve the diverse user groups.

Committee Charge approved by CA Board _____, 2022

Template approved 10/27/2016

International & Multicultural Advisory Committee (IMAC)

Annual Report – FY22

(to be submitted to Board by May 13)

The members of the FY22 International & Multicultural Advisory Committee (IMAC) Committee were Laura Smit (*Committee Chair*), and Bob Anantua, Kim Banks, Mae Beale, Camellia Blackwell-Taffel, Beckie Chapman, Jill Christianson, Magdalena Castro Lewis, Sue DiPaula, Hui Dong, Marcy Gitt, Farida Guzdar, Alexandra Hursky, Elvira McCullough, Momina Malik, Valerie Montague, Arna Rubman, Niti Srivastava, Sherman Taffel, Nancy Targett, Rosie Verratti, and Suzanne Waller. The staff liaison was Grace Chang. The Board Liaison was Ginny Thomas. The Committee met 7 times during FY22.

A. Committee accomplishments for FY22:

1. IMAC Charter Review

- a. At the request of Lakey Boyd, performed a detailed review of the IMAC Charter (last reviewed in 2016) to clarify our mission, our objectives and our membership.
- b. Focused on increasing the diversity of our membership and representation of diverse cultural communities in Columbia/Howard County.

2. Collaboration with County Organizations on Events and Programs

- a. Howard County Library System
 - Living History Event with Howard County Center of African American Culture in honor of Black History Month
 - Talk by Sami Steigmann, Holocaust Survivor
- b. County Executive's office
 - Lunar New Year Celebration
- c. East Columbia 50+ Center
 - Monthly World Languages Cafe
- d. Columbia Mall
 - Dance performances & tables at 50th Anniversary of the Mall
- e. Festival of the Arts
 - Performances & tables at 50th Anniversary of Long Reach Village

3. Sister Cities Activities

- a. Virtual Student PenPal (ePal) programs between two high schools in Columbia and one high school in Cergy-Pontoise (France) and 2 high schools in Tres Cantos (Spain).
- b. Reception for new Ghanaian Ambassador in Washington, D.C. in collaboration with Sister Cities International.
- c. Recording of Chinese Dumpling Class for YouTube video by Liyang Sister City Committee in collaboration with Howard County Library System.
- d. Recording of Chinese Tea Ceremony for YouTube video, by Liyang Sister City Committee in collaboration with Howard County Library System

- e. Assistance with Creating Labels for Exhibits for African Art Museum of MD by Tema Sister City Committee
- f. Hosting of Uganda Tourism Delegation by Tema Sister City Committee in collaboration of African Art Museum of Maryland

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

1. **Community Events:** Continue supporting CA IEMP Program Manager and continue to develop partnerships with local, state and national organizations to run multicultural events and programs for the community. Examples of programs:
 - Asian American & Pacific Islander Heritage Festival at Chrysalis, May 1 with County Executive's Office
 - Lakefront Summer Concert Series, with Open Space
 - June 26 - Teen Talent Showcase
 - July 10 - Latin Night
 - August 14 - Sister Cities Showcase
 - ARTreach - June 4, at Long Reach Village Center with HoCo Arts Council
 - Juneteenth - June 19, collaboration with Howard County Center of African American Culture
 - Hispanic Heritage Month, Sept - Oct, with County Executive's Office
 - Other events, collaborating with Library, School System, Luminus

2. **Sister Cities:** Reconnect with Columbia's five sister cities in China, France, Ghana, Haiti, and Spain, and strengthen the bonds that were greatly affected by the Covid pandemic; expand virtual e-Pal programs for high school students, and create new ways for adults to connect virtually, until in-person exchanges can resume. Examples of programs:
 - Sister Cities Adult French Exchange here, Spring 2023
 - Expansion of e-Pal virtual high school exchange programs

C. Committee recommendations, if any, with justification, for consideration by CA Board:

1. Continue to have a CA Board Liaison to IMAC to keep the Board informed and to receive information from the CA Board. It has been very helpful to have a Board member attend IMAC meetings and provide updates from the Board.
2. Help from Board members to facilitate communication with the ten Village Boards to increase our visibility in Columbia and our collaboration with the Villages.

3. Attend our multicultural community events to connect with our volunteers and the community at large.
4. Install a Sister Cities signpost at the Lakefront with the names of Columbia's five sister cities to increase awareness in the community. This signpost was planned in fall 2019 for installation in spring 2020, but was put on hold due to the Covid Pandemic. The signpost was to be a typical Columbia path signpost with "Columbia Sister Cities" across the top, and 5 horizontal bars for each sister city. (e.g. Cergy-Pontoise, France - 3791 mi)



Committee Charge approved by CA Board _____, 202_
Template approved 10/27/2016

Millennial Advisory Committee Annual Report – FY 22

The members of the FY22 Millennial Advisory Committee were Jason Jannati (Committee Chair), Stephany Bellone, Jordan Hawkins, Brad Hennessie, Jumel Howard, Maria Krull, Collin Sullivan, Justin Jones, Krysta Rinehart, Tara Kimberly. The staff liaison was Jessica Bellah. The Committee met four times during FY22, however, was not able to achieve quorum for three of the meetings.

A. Committee accomplishments for FY 22 (Fiscal year just ended):

- Met with County Council Member Christiana Mercer Rigby on issues of affordable housing, lack of new construction and needed housing types that create opportunities for younger generations to find housing in Howard County.
- Proposed the idea for and provided input to staff on the new CA midnight mini-golf series that now runs every 2nd Friday between May – October.

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY 23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

- Concentrate on revamping how the committee functions and operates to better achieve sustainable engagement and foster meaningful conversation around issues and topics that most impact the 18-35 age group.
- Recruiting new members and developing more diverse and flexible means of engagement.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Ensure that the CA Board proactively reaches out to the advisory committee for feedback and input on topics they are actively discussing and making decisions about. The Board should consider sharing a monthly stakeholder newsletter for the advisory committees to keep them informed on upcoming topics and ensure the Board is hearing our perspective on these issues.

Committee Charge approved by CA Board _____, 20____

Template approved 10/27/2016

Senior Advisory Committee
Annual Report – FY 22
(to be submitted to Board by June 15)

The members of the FY22 Senior Advisory Committee were Sharonlee Vogel (*Committee Chair*), and Genie Wessel (Vice Chair), Pearl Atkinson-Stewart, Roger Chang, John Eberhard, Elizabeth Johnson, George Laniado, Mary McGraw, Jean Salkheld, Celindah Grier, and David Zeitzer.

Darleen Vaseleros (HC Office on Aging)

CA Board liaison was Ginny Thomas

Staff liaison was Leslie Barnett, Assistant Director, Community Programs & Services.

The Committee met five times during FY22 all virtually due to the COVID-19 pandemic.

[Link to review the minutes.](#)

A. Committee accomplishments for FY 22:

- Had presentations about topics of interest to seniors:
 - Howard County's Age Friendly Community Action Plan,
 - Brightview Senior Living
 - CAADA plan
 - CA Aquatics
 - Clinics for vaccines and boosters
 - Community Connector
 - Howard County Local Health Coalition
- Received monthly updates from Office On Aging liaison regarding programs and services that are happening that are of interest to seniors.
- Received monthly updates from CA liaison regarding programs and services that are happening that are of interest to seniors.
- Had a table at Senior Day at the Fair on August 10th, Spoke to various people about Age-Friendly Initiative
- We continue to work toward representation from every village. We currently do not have representation from, River Hill, Harpers Choice or Oakland Mills
- Continued to monitor and support progress of Village in Howard
- At each meeting, each member shared with the committee on what they are hearing/what seniors want in their Village.
- Submitted budget testimony for FY23 to CA board.
- Supported Office on Aging monthly restaurant initiative.
- Many members participated in Howard County Office on Aging Virtual 50+ Expo

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY 23 that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

- Work with CA Staff to plan and implement Walk Columbia or Walktober event
- Visit CA facilities as we return to in person meetings

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- The SAC recommend implementation of the attached [Older Adult Plan](#)

Committee Charge approved by CA Board _____, 2022

Older Adult Plan - Implementation Update: April 2022

The Older Adult Plan was approved by the CA Board and implementation began in May 2014. The CA website has information for this under Comprehensive Plan for Serving the Older Community. The plan outlines CA's commitment to older adult services over the next 20 years. The following report highlights the progress on the implementation of the Older Adult Plan during the fiscal year 2021-2022. Please be aware that the COVID pandemic greatly impacted much of the work of the SAC and CA on implementation of the Older Adult Plan. The SAC encourages CA to resume and direct energy and funds to the Older Adult programs again and to resume working with partners such as the Horizon Foundation, the County's Office on Aging & Independence to revitalize senior programs.

1. Mobility:

C. Senior Events Shuttle: This was discontinued by the CA Board/Council. We would like CA to resume funding this vital connection for seniors in Columbia to events. Transportation is vital to seniors, especially in the evening when fewer and fewer seniors drive.

D. Neighbor Ride Support: The SAC recommends a \$5,000 grant in FY22-23. The Volunteer Center is continuing the ongoing partnership with Neighbor Ride in which qualified seniors can use the service at half price for transportation to and from volunteer opportunities. Transportation is vital to seniors to remain active in their communities and CA is needed to make this happen.

2. Helping Older Adults Age in Place

A. Home Repair and Modification Program has been discontinued due to funding, staffing. The SAC encourages CA to resume working with the County on this program.

B. Informational programs about services for older adults are part of the Columbia Community Exchange and the The Village in Howard are vital elements of the Plan. CA has stopped the Exchange – we recommend it be resumed, working hand-in-hand with Howard County..

C. CA awarded the Village in Howard a grant of \$25,000 in FY 19, that was recommended and supported by the Senior Advisory Committee. That was the last time any funds from CA went to TVIH – this is a growing organization that CA has supported from the date it started in the SAC. The SAC recommends that CA grant TVIH \$50,000 to this successful aging-in-community organization.

3. Social/Cultural & Educational Activities

A. Village Association Cultural Events: Outreach to Latin, French, Korean, Ghanaian and Chinese cultures through the CA Multicultural programs, held at various villages community centers and public libraries. Most of these events were put on hold due to COVID pandemic.

B. Village Association Workshops/Classes: Village associations had few events due to the pandemic. The SAC is hopeful the Villages and CA will resume these: art paint nights, Master Garden classes, senior luncheons and senior coffee, among other programs.

C. Informal Village Association Program Opportunities: CA has held Solar Cooperatives, Watershed and mosquito control workshops at the Village buildings.

D. Lifelong Learning: Columbia Community Exchange was discontinued with staff cuts in the pandemic – the SAC recommends these be resumed with at least part-time staff. The program hosted mini workshops, known as skillshare fairs, which are member led and teach do-it-yourself skills.

G. Outings: During the COVID pandemic all the SAC continued its meeting – all via Zoom with presentations. We hope to resume “live” meetings in June 2022.

4. Programming - A Community for all Ages

A. Intergenerational Programming: Intergenerational programming was put on hold during the pandemic.

B. Programming Change within Existing Facilities: Most programs were on hold during the pandemic.

C. Program Monitoring: Pickleball continues to be in full flow year around at CA. The SAC urges CA to continue to expand programs for Columbia seniors such as Body Flow, Body Pump Start, and others.

D. Group Hikes and Walks: CA should resume the Exploring Columbia on Foot provided scheduled walks in 2022-23.

E. Off-Peak Programming: SAC encourages CA to expand Group Fitness class schedules to include classes during the non-peak hours, designing programs appealing to seniors.

5. Facilities - Design and Location

A. Universal Design: Incorporated into the Long Reach Tennis Club, Owen Brown pickleball facility and major renovations to the Swim Center and the Athletic Club. SAC encourages CA to continue UD elements as it updates facilities.

B. Walkable/Livable Communities: Staff advocated for funding of the Howard County Bikeway - a Horizon Foundation organized initiative to create a spinal network of bicycle pathways that would connect more than half of the county's residents to this network. The County and Horizon continue to work on these with good results.

C. Park Furnishings to Serve Older Adults: The major pathways around the three lakes have benches installed since the plan went into effect. Some seating has been updated around the ponds. Additional water fountains have been installed. SAC encourages CA to continue doing these updates and enhancements.

6. Rates and Fees:

A. Financial Assistance: Ten percent senior discount continues to be offered as well as a 50% income qualified discount. Many seniors have for decades supported CA with their lien payments and need to see increased ROI for their contributions.

7. Partnering and Cooperation:

A. Enhance Partnering: CA's Office of Planning and Community Affairs continues to foster partnerships with Howard County Government (Columbia Market Study,

Downtown Columbia to Patuxent Branch Trail Pathway Feasibility Study and Bike Share Feasibility Study, Complete Streets Implementation Team) and the Horizon Foundation (Community Building Speakers Series and planning for the Open Streets event on Little Patuxent Parkway loop), among others.

B. The Older Adult Program Manager partnered with the Horizon Foundation on Speakeasy, Howard County. Created bicultural conversations on Aging between Korean and English speaking seniors. Held a Sweetheart Dance for older adults in cooperation with the Camps department. But these events have slowed considerably during COVID. The SAC encourages CA to revitalize these.

Older adult focused grants were non-existent in 2020, 2021, and 2022. The SAC asks that CA start again to support vital programs such as The Village In Howard, the Senior Events Shuttle, and NeighborRide with financial assistance.

C. Educational Classes: Due to the pandemic these were put on hold; we hope they resume soon, even electronically.

8. Information, Training, Community Engagement and Coordination:

A. Older Adult Guide: The last work was the updated brochure in 2018 as part of the 50 + Expo.

B. Community Engagement: The information sheets and helpful links for Older Adults that is posted on CA's website needs to be updated and updated regularly. Programs and classes that are of interest to the older adult community should be expanded and promoted in the 3x yearly Activities Guide, which is posted online, delivered free to residents, available in CA facilities, and placed at community locations.

C. Website: CA works on its website to make it more user friendly and great strides have been made.

D. Video and Live Streaming: Live streaming of CA Board Meetings is going well. Residents are very happy with the ability to see what is happening from the comfort and safety of their homes. Recorded videos are posted on the website within 3 working days.

E. Older Adult Subject Expert: Due to COVID, the Older Adult Program coordinator cut back their time in participating on Howard County Local Health Improvement Coalition (LHIC) Healthy Aging committee to promote CA's offerings and liaise with community partners to support healthy aging in our community. CA partners with the Horizon Foundation on Speakeasy, Howard County.

9. Health Promotion and Services:

A. Health and Wellness Partnerships: Ongoing medical wellness programs (Optimal Health and Fit Beginnings) with doctors' offices and Howard County General Hospital and various medical practitioners should be resumed and publicized.

B. Healthy Lifestyle: Ongoing and expanded program offerings, facility modifications and ADA accessibility at existing facilities and pools need to be publicized.

C. Medical Advisory Panel: Working with CA's medical director, Dr. Harry Oken, Dr. Jyothi Rao (Shakthi Health and Wellness Center), and Dr. Kevin Carlson (geriatric medicine) established a healthy eating series. The kickoff event reached more than 400 community residents. Planning for future events was put in hold during the pandemic.

D. Encourage Exercise: Marketing materials and campaigns have targeted those with an interest in warm water therapy and options that increase mobility and stability. Information on the Senior Swim Pass continues to be included in communications but is seen by few in Columbia.

Teen And Middle School Advisory Committee

Annual Report – FY 22

(to be submitted to Board by June 15)

The members of the FY22 Teen and Middle School Advisory Committees were Lauren Simms (Teen Advisory *Committee Chair*), AJ Egbunu (Middle School Advisory *Committee Chair*)

Members Teen Advisory

Krista Adams
Julia Baldou
Talia Brown
Emma Cho
AJ Collins
Asha Derstine
Caroline Fetterolf
Alisa Hira
Sophie Hogue
Emily Schmeckpeper
Kara Schmidt
Nithishkumar Sivakumaran
Olivia Struble
Eulalia Voo

Middle School Advisory

Sara Abdi
Tobi Adinyi
Chelsea Kuria
Chloe Kuria

The staff liaison was Tina Horn. The Committees met 4 times during FY22 (both committees resumed meetings since the re-opening of the Youth and Teen center in February 2022).

A. Committee accomplishments for FY 22 (Fiscal year just ended):

Teen Advisory

Collaborating with the CA and using Supreme Sports Facilities to plan the 'Finish The Year Strong' weekly after school program with basketball, games, and tutoring to help students with finals and relieve stress. Also rebuilding the committee and starting up regular meetings for the Columbia Teen Advisory Committee with an executive board to help organize events and programs after COVID.

Middle School Advisory

Hosting a food drive in the community for those in need of food. Rebuilding the committee and starting regular meetings for the Middle School Advisory Committee.

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY 23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

Grow the committee to bring in the perspectives and needs of teenagers all over Columbia.

Provide both volunteer opportunities and a wide range of community activities from sports, academics, technology, art, and more.

With a teenagers' perspective, provide/ offer a panel to what would attract teenagers, and insight on what CA can do to address their needs and wants.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

Both committees have ambitious middle and high schoolers who are looking for leadership experiences organizing events and being involved in helping the Columbia community. We are willing to volunteer our time in any programs/efforts that CA is trying to push. Use connections with the schools, and market the committees to bring awareness of the Teen and Middle School Advisory Committees and the programs we are holding.

Collaborate with different parts of CA to create more well-rounded activities that the committees can participate in and attract members with diverse interests.

Committee Charge approved by CA Board _____, 201__

Template approved 10/27/2016

**Tennis Advisory Committee
Annual Report – FY 22 (FYE April 30, 2022)**

The members of the FY22 Tennis Advisory Committee were Leo Bruette (Committee Chair), Bob Berlett (Vice-Chair), Andrew Stack (CA Board Member), Jim Alvey, Jerry Boyer, Mike Glasgow, Larry Sorkin, David LeDane, Maria LeDane, Gary Roberts, Risa Snyder, Todd Snyder and Laura Violand. The staff liaison was Anish Manrai. The Committee met five times during FY22.

A. Committee accomplishments for FY22 (Fiscal year just ended):

- Promoted and utilized Clarabridge customer experience surveys and feedback to further effect improvements resulting in an increase of 15+ points in the Net Promoter Score in the past year.
- Continued to encourage the racquet sports community to reintegrate and participate in existing and new tennis and pickleball programs and events leading to a strong and sustained growth.
- Participation highs in junior and adult programming and league play in tennis and pickleball in the past 8 years.

B. Proposed Charge submitted for approval to the CA Board identifying items to be addressed by Committee in FY23 (Fiscal year just beginning) that align with the Committee's goals, CA's strategic plan and the President/CEO's goals and objectives:

- Provide feedback for future tennis and pickleball programs and events including diverse and accessible programming.
- In alignment with the CA's strategic plan and founding principles, strive to ensure the make-up of the committee represents the diversity of the Columbia community and user groups.
- Continue to promote and utilize Clarabridge customer experience surveys and feedback received to enhance experiences for all and effect improvements.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Support capital renovation requests and user experience enhancements in efforts to better serve the diverse user groups.

Committee Charge approved by CA Board _____, 2022

Watershed Advisory Committee
Annual Report – FY 22
(to be submitted to Board by May 13)

The members of the FY22 Watershed Advisory Committee were Deborah Wessner (*Committee Chair*)- Hickory Ridge, Bob Moynihan- Town Center, Cara Heilveil – River Hill, Catherine Cradler – Harper’s Choice, Ed Warner– Owen Brown, Janine Grossman – Dorsey Search, John Klein – at large, Kate Reilly- King’s Contrivance, Mandy Elder– Long Reach, Robert Marietta – Oakland Mills, and Susan Tucker – Wilde Lake,.. The staff liaison was John MCCoy. The Committee met 6 times (May, July, Sep, Dec, Feb, Apr)___ during FY22.

A. Committee accomplishments for FY 22 (Fiscal year just ended):

- Wrote a letter to the CA BOD, Maryland Department of the Environment and Army Corps of Engineers supporting the planned Lake Elkhorn stream restoration project.
- Provided written suggestions to several Villages related to updating the Village Guidelines to be in compliance with new state legislation related to HOA restrictions on conservation landscaping.
- Developed a network of Village CARES/WAC groups, modeled after Wilde Lake CARES, that promote environmental stewardship activities.
- Worked with Weed Warriors in several villages to remove invasive vines on trees in Open Space during the winter months.

B. Proposed Charge submitted for approval by the CA Board identifying items to be addressed by Committee in FY 23 (Fiscal year just beginning) that align with the Committee’s goals, CA’s strategic plan and the President/CEO’s goals and objectives:

- Continue to work with Staff and residents to identify potential watershed projects that will help improve the quality of Open Space and Columbia’s water resources. There will be a focus on framing the priorities based on safety issues and equity among the Villages.
- Continue to engage residents and the Village Associations to encourage environmental stewardship. The Watershed Advisory Committee is interested in

working with CA staff to expand existing opportunities and provide new opportunities for residents and organizations to engage in environmental stewardship in open space.

- Provide the CA Sustainability Committee with information/analysis of water related aspects of vulnerability to climate change.

C. Committee recommendations, if any, with justification, for consideration by CA Board:

- Updates to the CA website to show current watershed actions and highlight “before/after” situations to assist residents’ understanding of the benefits of various watershed projects. (Example: removing invasive vines that strangle trees so they can remain part of the carbon sequestration and water absorption needed in Open Space areas.
- Ensure that each Advisory Committee is made aware of all strategic objectives approved by the CA Board that are relevant to the charge of the respective Advisory Committee.

Committee Charge approved by CA Board _____, 2022__

Template approved 10/27/2016



June 3, 2022

To: Members of the Columbia Association Board of Directors

From: Susan Krabbe, Senior Vice President/Chief Financial Officer

Cc: Lakey Boyd, President/CEO
Dennis Matthey, Vice President, Community Operations
Jackie Tuma, Director of Audit and Advisory Services

Subject: Villages' FY22 Excess Cash Reserves

Background

CA has a longstanding practice of allocating a portion of the CA annual charge to the ten village community associations ("villages"). While it is sometimes referenced as "pass through," it is not. It is actually the responsibility and right of CA to assess, bill and collect the annual charge in its entirety. The share of the annual charge paid by CA to the villages is required to be reported to the IRS by all parties as a grant. This distinction is important because it reflects the fiduciary responsibilities that both CA and the villages have for oversight of the funds collected from annual charge payers. The alternative to this practice would be for each village to collect its own fees and assessments in accordance with its individual governing documents.

In addition to the annual charge share, CA provides a substantial amount of additional support such as employee benefits, legal (covenant) fees, repairs and maintenance, depreciation, insurance, taxes, interest, and administrative support. In FY22, this totaled approximately \$6.4 million:

Annual charge share	\$ 3,427,500
Other funding/support	\$ 2,989,000
Total - FY22	\$ 6,416,500

NOTE: CA also provides a wide variety of in-kind support (e.g., rent-free use of the 24 community buildings, event support, snow/trash removal), the value of which is not included above.

The current funding structure was developed through a joint effort between CA staff and village managers and then approved by CA's Board of Directors in FY18. The methodology is designed to fund the villages' mission-related functions and also defray some of the costs associated with occupying CA buildings.

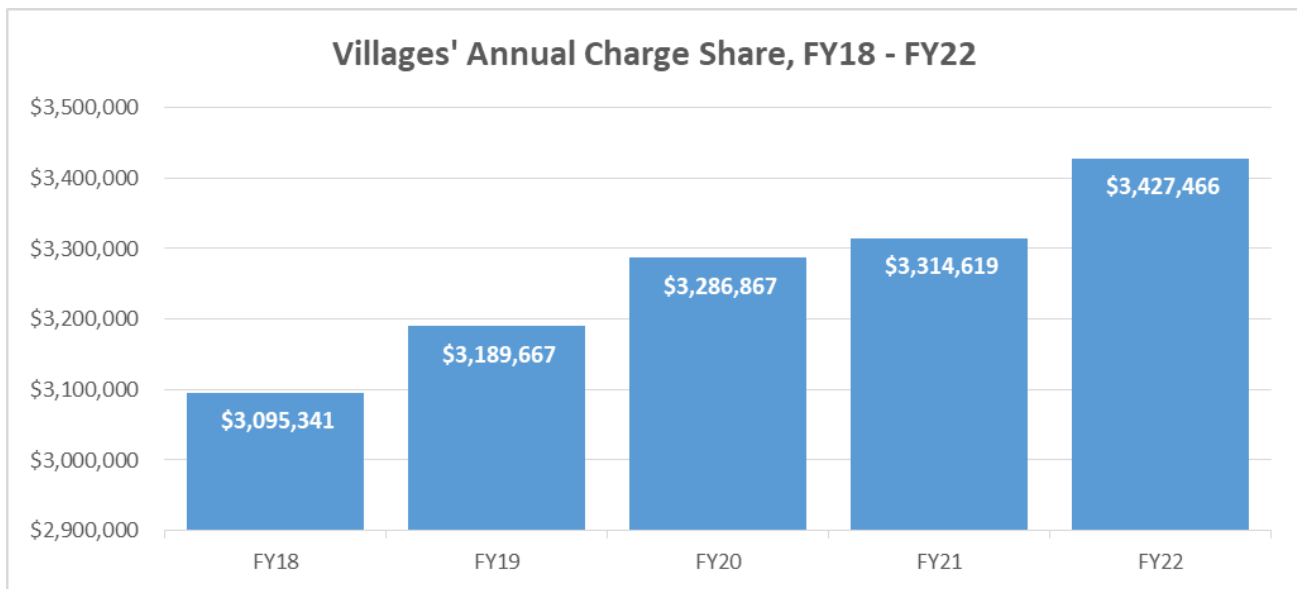
The management contract between CA and each village specifies the amount of cash reserves that can be retained by each village (currently 20% of operating expenses), with any excess beyond that threshold returned to CA. This enables the villages to receive funds needed for operations while retaining reserves for

unexpected expenditures. Any excess returned to CA supports the “other funding/support” noted above and other community-wide activities and projects, such as free community events throughout Columbia, outdoor pools and CA-wide open space maintenance.

In FY19, a contingency fund (excess cash returned to CA but held for the villages’ use in case of significant unusual or unexpected needs) was dissolved due to a lack of use, with CA Board approval. Half of that fund, a total of \$304,000, was distributed to the villages, becoming an additional layer of cash reserves as another exclusion to the excess cash reserves calculation.

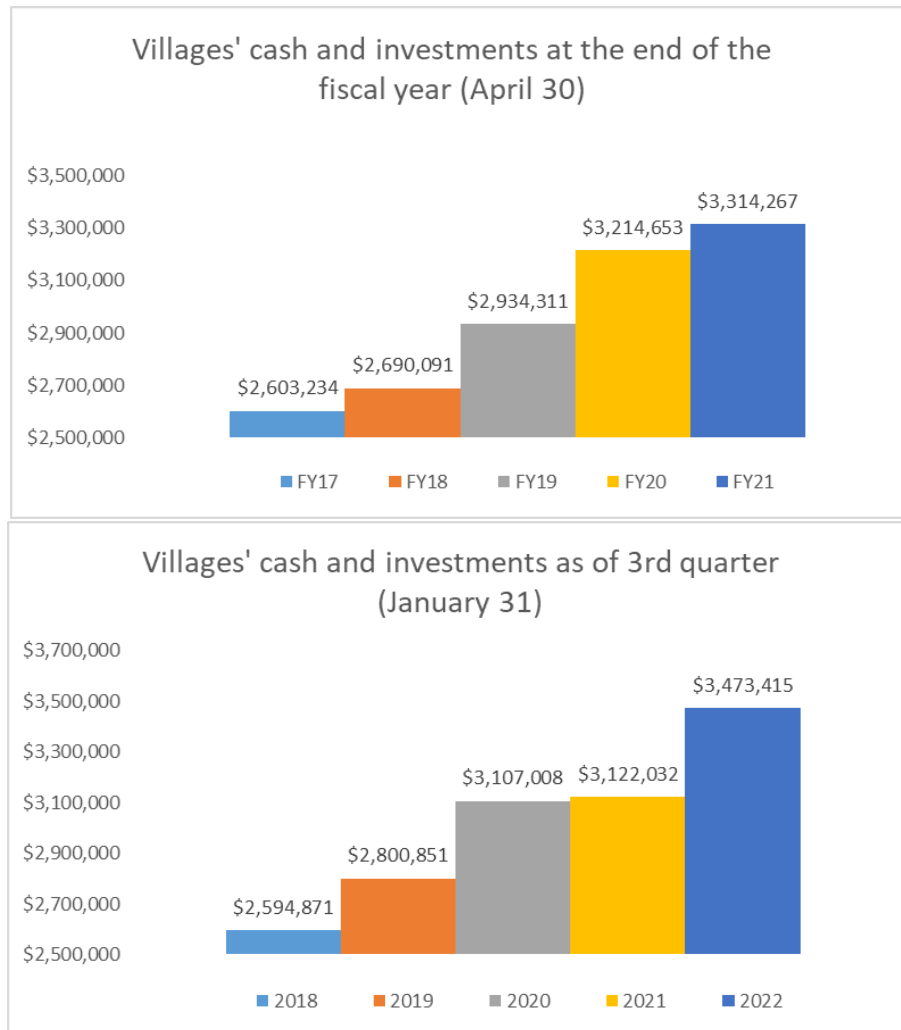
Modifications due to COVID

Because of the impact of the pandemic on CA and the villages, the annual charge share amounts for FY21 and FY22 were initially reduced with many other components of CA’s budget, due to both realized and expected pandemic impacts, as compared to pre-pandemic years. However, once it was determined that CA’s annual charge revenue was not negatively impacted, additional funding more in line with the annual increases pre-COVID was granted to the villages for both FY21 and FY22. A five-year history follows.



Recognizing that the villages were concerned about the impact of the pandemic on operations, CA’s Board of Directors also approved modifications to the excess cash reserves requirements in FY21 and FY22.

While the villages experienced a significant decrease in lease and rental revenue, operating expenditures were also lower, yet the annual charge share from CA remained largely at pre-pandemic levels. Some villages also obtained CARES grants and/or loans. As a result, villages’ cash and investments have actually increased since FY19 (pre-pandemic).



Note: Certain cash and investment balances are adjusted for comparability due to timing of the quarterly distributions.

Recommendation for FY22 excess cash reserves

As all of our organizations pivot to a new normal, CA's commitment to the villages remains clear. It is also incumbent upon both CA and the villages to exercise good stewardship of the annual charge share, including being able to justify expenditures and the need/extent of cash reserves.

The village managers sent CA a memo in February 2022 requesting several modifications to the FY22 excess cash reserves (see attached). Based on financial data, trends, and the structure in place to enable the villages to retain a healthy and sufficient amount of cash reserves, staff recommends that any excess cash for FY22 be returned to CA, with four exceptions:

1. Use an average of FY20 and FY22 operating expenses (excluding depreciation) to calculate the 20% operating reserve. The request from the village managers was to use an average of FY19, FY20 and FY22. CA staff agrees that FY21 should be excluded, because it was a fully COVID year and

therefore an unrealistic predictor of cash needs. However, FY19, as a fully pre-COVID year, is also an unrealistic predictor for cash needs and should also be excluded.

2. Exclude grants, tax credits and CARES Act distributions received in FY22 from the FY22 excess cash reserves calculation. To be clear, all unpaid loans are already excluded from the excess cash reserves calculation. These grants, tax credits and other government distributions were intended to address immediate, urgent needs created by the pandemic at that time of distribution. Thus, we recommend and agree that any such grants, tax credits and CARES Act loan proceeds or distributions received in FY22 should be excluded from the FY22 excess cash reserves calculation.
3. Exclude the FY22 annual charge share grant increase (\$356,000 in total) from the excess cash reserves calculation. This increase of 10.7% over the final actual FY21 annual charge share grant amount brings the amount more in line with pre-COVID years. Since this is being distributed at the end of the fiscal year, we recommend this amount be excluded from the FY22 excess cash reserves calculation. Note: This was not part of the village managers' request; they submitted their request before this additional distribution was determined and communicated. CA staff is recommending that this amount be excluded for FY22.
4. CA will invest any excess funds in the village from which it came with a focus on promoting environmental projects. This was not part of the village managers' request. CA staff is making this recommendation, identical to the motion passed by the CA Board in July 2021 to support further community priorities around environmental stewardship and sustainability.

As a result of exceptions approved last year and the generally favorable impact of the pandemic on villages' cash balances, the second chart on page 3 demonstrates that the overall amount of cash and investments for which the village community associations are responsible has increased almost 34% since FY18. If such policies are not already in place, CA staff strongly urges the village community associations to develop cash reserves policies and investment policies based on best practices and their organization's risk profile and cash needs, so that there are clear, up-to-date guidelines for the responsible stewardship of these community resources.



Kings Contrivance Community Association

Amherst House 7251 Eden Brook Drive, Columbia, Maryland 21046

(410) 381-9600 Kings@VillageOfKC.org

February 17, 2022

Dear Susan and Jackie,

FY22 has continued to be an anomaly year with the continued disruption of village operations due to the Covid pandemic.

The village managers discussed this at length, and request that the CA Board pass a similar resolution for FY22 to the one passed for FY21 for the excess cash reserve calculation:

1. Use an average of the FY19, FY20 and FY22 expenses to calculate excess cash reserves in light of the fact that just like FY21, FY22 continues to be an unusual year for village expenses.
2. Exclude in the FY22 Cash Reserves calculation any grants, loans, tax credits or CARES ACT distributions to the villages.

Thank you for your consideration and presenting this to the CA Board as soon as possible.

Sincerely,

Village Managers

Dorsey's Search Community Association

Harper's Choice Community Association

Hickory Ridge Community Association

Kings Contrivance Community Association

Long Reach Community Association

Oakland Mills Community Association

Owen Brown Community Association

River Hill Community Association

Town Center Community Association

Wilde Lake Community Association

FY23 Goals + Objectives

Columbia Association President / CEO: Lakey Boyd



June 3, 2022



CA's Stewardship of Resources

Update CA's resource allocation process to enhance functionality.

- Align CA's responsible and responsive fiscal stewardship of resources by managing costs to revenue and implementing capital improvements.
- Implement creative approaches to address challenges of supply chain, inflation, and staffing, including increasing supplier diversity.
- Achieve FY23 budgeted goals, as global challenges and impacts persist and intensify.
- Solicit feedback from residents and commercial property owners in budget-related surveys for community priorities around CA's resource allocation.



CA's Relevance as Key Partner

Re-establish CA as progressive community organization and leader.

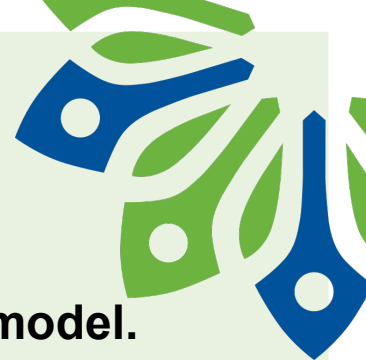
- Formalize initiatives with respected partners around understanding, improving, and enhancing diversity, equity, and inclusion within CA and across community.
- Update management contract with village community associations and continue to strengthen relationships.
- Expand connections with community stakeholders and organizations, both long-established and those not historically engaged, for Columbia's benefit.
- Create more intentional and strategic partnerships with mission-aligned organizations.



CA's Role in Community Engagement

Increase CA's engagement directly with our community stakeholders.

- Solicit more direct feedback from community members through mailings, events, and online.
- Progress CA's digital experience for all stakeholders across existing and new platforms and channels.
- Continue CA's engagement in Howard County planning processes in public forums and support resident awareness.
- Expand interactive sessions around important community topics that CA has a role in and conduct in all 10 villages for resident education.



CA's Next Normal in Operations

Create next iteration of CA's pandemic-influenced business model.

- Lead Senior Leadership Team in ensuring operations are functioning well and team structure / positions align with desired outcomes.
- Expand the use of collaborative and cross-functional programs and work groups to deliver more relevant outcomes.
- Continue to express gratitude and support for CA team members, to support team member engagement and retention.
- Increase purposeful use of data across programs, teams, and operations.





CA Team --

This entire Ethics Policy could be distilled to a single statement:

Do the right thing, whether or not someone is watching.

It would be ideal if we could all live in a world where this is always true and we did not need to spell out specifics in policies. However, we live in a world, and serve in an organization, with complex and interconnected human behaviors. In fact, each of us might have differing perspectives on what “the right thing” might be in a particular situation. The reality is that we do need clearly stated, widely published, and openly recognized guidelines, recommendations, and even requirements, to ensure that we are all operating, engaging, and leading in the same manner.

I commit to serving this organization in my capacity while holding to the standards contained within this Ethics Policy. I expect the same from you in your service to CA.

Respectfully,

Lakey Boyd
President / CEO

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SECTION I. ETHICS AND BUSINESS CONDUCT

A. Introduction

This ~~Code of Ethics and Business Conduct~~ section of the ~~is~~ Ethics Policy ("Policy") is designed to promote honest, ethical, and lawful conduct by all CA employees, Board members, officers, ~~Senior Management~~, volunteers, and affiliates, and is intended to help you understand CA's standards of ethical business practices. This section describes the types of ethical conduct that CA expects from everyone in the organization and provides that all CA ~~Personnel~~ and Board members will be held responsible for acting accordingly. You are expected to conduct yourself in accordance with the underlying policies and procedures so as to avoid even the appearance of improper behavior.

The underlying policies cover a wide range of business practices and procedures. While the policies cannot cover every conceivable issue that may arise, they do set out basic principles to guide you in your day-to-day CA business activities. Some of these principles are also set forth in more detail in CA's *Team Member Handbook* and *Purchasing Policies and Procedures*. These ethics policies should also be provided to CA's agents, consultants, and representatives who are expected to apply the same high ethical standards while working on CA business.

If a policy conflicts with the law, you must comply with the law. Where a custom conflicts with a policy, however, you are expected to comply with the policy. These policies supersede any past policies, practices, or customs. Questions about any such conflicts can be directed to CA's principal ethics officer ("PEO"), who is CA's General Counsel.

The PEO has overall responsibility for providing oversight of these policies and assisting you regarding the application of these policies and related laws, regulations, policies, and procedures. If you believe a situation may involve, or lead to, a violation of these policies, you have a duty to act by seeking guidance and reporting such concerns or violations. You may also want to consult with or seek guidance from your immediate supervisor, a team leader, the Director of Human Resources, Diversity and Inclusion, or the PEO. The PEO can be reached at 410-715-3115. You may report violations anonymously by calling the Ethical Advocate Ethics Hotline at 877-619-7909 or by submitting your complaint online at ca.ethicaladvocate.com.

Violators of this ~~Ethics~~ Policy will be subject to disciplinary action up to and including termination of your service with CA. If you find yourself in a situation that you believe may violate, or lead to a violation of, these policies, you must follow the procedures described in Section IV, Reporting Ethics Violations, [of this Policy](#).

In certain circumstances, misconduct may also be reported to the appropriate law enforcement authorities.

B. Compliance with Laws, Rules, and Regulations

Obeying the law, both in letter and in spirit, is the foundation of CA's ethical standards. You are expected to comply with, and obey, all federal, state, and local laws, rules, and regulations. While it is no small task to know the details of the laws, rules, and regulations that may affect CA's daily

business operations, these policies, along with other CA policies, provide important guidance in making decisions.

These policies are part of a broader set of organizational policies, including without limitation, CA's ***Drug and Alcohol Policy, Equal Opportunity and Sexual Harassment Policy, and Workplace Violence Prevention Policy.***

If you have any doubt as to the lawfulness of any proposed activity, you should seek advice from the PEO.

C. Equal Opportunity

Columbia Association is an Equal Opportunity Employer, and embraces team members and volunteers who can contribute to the diversity of ~~the organization~~CA. Over and above non-discrimination, CA's mission includes engaging its diverse community and meeting the evolving needs of a dynamic and inclusive community. That ~~is~~ why CA welcomes people of diverse or marginalized backgrounds and abilities as part of ~~the~~its team.

CA is committed to providing equal employment opportunities and maintaining a work environment that is free of offensive conduct, discrimination, hostility, harassment, or intimidation based on race, sex, religion, color, age, national origin, pregnancy, gender identity, and any other factors protected by federal, state, and local laws. Accordingly, abusive, harassing, or other offensive conduct, whether verbal, physical, or visual is strictly prohibited.

If you believe that you have been subjected to, or observe others being subjected to, unlawful discrimination, harassment, or intimidation by other CA ~~P~~ersonnel, including Board members, or contractors, vendors, customers, or other individuals with whom CA has, or expects to have, a business relationship, you are expected to report such conduct in accordance with the procedures described in Section IV, Reporting Ethics Violations, of this Policy.

D. Drug-Free Workplace

CA prohibits the inappropriate or illegal use of drugs and alcohol. The illegal possession, distribution, or use of any controlled substances on CA's premises, or at CA functions, is strictly prohibited. Similarly, reporting to work under the influence of illegal drugs or alcohol and/or the abuse of alcohol or medications in the workplace are violations of this Policy and the law.

E. Conflicts of Interest

All CA Personnel (which includes Senior Management, ~~and CA~~team members, and committee members), and ~~the~~Board members, are expected to be mindful of possible conflicts of interest.

A conflict of interest exists when a person's private activities, agreements, business investments or interests, or other situations, whether paid or unpaid, could reasonably be expected to interfere with the person's objectivity, job performance, judgment, or diligence in protecting and promoting the interests of CA to the extent that such person would place ~~his or her~~their personal interests, or those of another, above the interests of CA. While it is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, a conflict of interest is likely to arise when:

1. You take action or have interests that impede your ability to perform your work objectively or effectively;
2. You have a financial or personal interest in a contract or transaction to which CA is a party;
3. You or a family member receive improper personal benefits as a result of your CA position;
4. You work simultaneously for CA and a competitor of or vendor to CA. You should avoid any direct or indirect business connection with CA's competitors and vendors, except on CA's behalf;
5. CA purchases property, materials, supplies, equipment, or services from you or from any business or company that is owned or controlled by you or a family member; or
6. You receive a personal loan from CA.

An actual or perceived conflict of interest may not always be obvious. Care should be taken about the appearance of a conflict of interest since such appearance might impair the reputation of CA even when there is no actual conflict and no wrongdoing. You have an obligation to avoid any conflict of interest and, where avoidance is not feasible, to disclose the situation to a manager, the Director of Human Resources, the PEO, the Chair of the Board of Directors, or the Chair of the Audit Committee of the Board of Directors as applicable. If you have a question, you should consult with one of these parties. If you become aware of any potential, actual or apparent conflict of interest, whether involving you or any other party, you must follow the procedures described in section IV, Reporting Ethics Violations, of this Policy.

F. Gifts and Entertainment, Gratuities, and Illegal Payments

The purpose of business entertainment and gifts is to create goodwill and sound working relationships, not to gain unfair advantage. You, your family members, and agents of CA are prohibited from accepting, offering, or providing gifts or entertainment. CA ~~P~~ersonnel and Board members are prohibited from accepting any gift with a value exceeding \$~~25~~50.00 or a series of gifts with a total value exceeding \$~~4~~200.00 in a one-year period from any one person or entity as such gifts are deemed excessive in value. If you receive a request for such a gift, you must report it to the PEO. Any CA team member that is offered tips should consult with a team leader, the Director of Human Resources, or the PEO. Anyone with questions about whether accepting, offering, or providing gifts or entertainment is prohibited in any particular situation should contact an immediate supervisor, a team leader, the Director of Human Resources, or the PEO.

Kickbacks to or from any person are prohibited. No illegal payments of any kind are to be made to any local, state, or Federal Government officials, or to officials of any other country, territory, or municipality at any time or under any circumstances. Moreover, no funds or other assets of CA are to be paid, directly or indirectly, to government officials or persons acting on their behalf or to representatives of other businesses for the purpose of influencing decisions or actions with respect to CA's activities.

Also, you may not use agents, consultants, independent contractors, or other representatives to do indirectly what you could not do directly under ~~this Code Policy~~ these Code Policies or any other applicable law, rules, and regulations.

G. Contest Awards

You, and your family, are not eligible to win any type of prize or award associated with any contest, drawing, raffle, sweepstakes, or other competition open to the public that is sponsored or run by CA. However, part-time and seasonal CA team members – excluding family members of the CA Board of Directors and Senior Management – are eligible to apply for the Spirit of Columbia Scholarship and to be awarded such Scholarship if they are determined to meet the criteria for such award.

H. Misuse of Assets

You have an obligation to protect CA's assets from misuse or misappropriation. CA's assets include tangible assets, such as products, equipment, and facilities, as well as intangible assets, such as intellectual property, trade secrets, reputation, and business information. ~~The Organization~~CA's assets may only be used for business purposes and such other purposes as are approved by ~~the Organization~~CA. You must not take, make use of, or knowingly misappropriate the assets of ~~the Organization~~CA for personal use, for use by another, or for an improper or illegal purpose. You may not remove, dispose of, or destroy anything of value belonging to CA without CA's express written consent, including both physical items and electronic information. Any suspected incident of fraud or theft should be immediately reported for investigation as per Section IV, Reporting Ethics Violations, of this Policy.

I. Corporate Opportunities

You owe a duty to CA to advance its legitimate interests when the opportunity to do so arises. Without the consent of CA's Board of Directors, you are prohibited from taking for yourself, or directing to others, business opportunities that are made known to you or obtained through the use of corporate property, information or your position.

J. Confidential or Proprietary Information

You must not use, or disclose, any confidential or proprietary information to any person or entity outside of CA, either during or after service with CA, except with written authorization or as may be required by law. You may not use confidential or proprietary information for your own personal benefit or the benefit of persons or entities outside ~~the Organization~~CA.

Proprietary information includes, but is not limited to, non-public information relating to the CA's operations, documents identified as confidential, non-public information about discussions and deliberations, relating to business issues and decisions, between and among employees, volunteers, officers and directors, and intellectual property. Proprietary information may be encountered in many forms, such as documents, electronic media, or even business conversations. Proprietary information **does not** include information that:

1. is or becomes publicly available without breach of [this e-Policy Code](#);
2. is or becomes known or available from a third party who did not acquire or disclose such information by breach of a duty of confidentiality or by a wrongful or illegal act;
3. is subject to disclosure under the Maryland Homeowners Association Act; or
4. is independently developed by you or others without reference to CA's proprietary information.

Unauthorized use or distribution of proprietary information may be illegal and result in civil or criminal penalties. In general, proprietary information shall not be used for your personal benefit and can be distributed within CA only on the basis of business necessity. Proprietary information may not be disclosed outside CA unless required by law or specifically authorized by the appropriate team leader or officer, and only after the recipient of the information executes a non-disclosure agreement acceptable to CA. You are expected to take reasonable measures to protect proprietary information from being disclosed outside CA. If third parties seek to compel disclosure of proprietary information, CA's General Counsel must be notified. Proprietary information that belongs to a third party and is covered by a non-disclosure agreement or similar agreement also must be protected accordingly.

Additionally, you are required to protect the confidentiality of all proprietary information after your relationship with CA ends. You shall not retain any proprietary information after termination, and you shall not disclose any proprietary information, or use it for any purpose, at any time thereafter. You shall cooperate with CA after termination in any effort to control disclosure of proprietary information or to retrieve information from others and to enforce the terms of any nondisclosure agreement or similar agreement against third parties.

Questions about the proprietary nature of any information should be directed to your immediate supervisor, a team leader, the Director of Human Resources, Diversity, and Inclusion, or the PEO.

K. Competition and Fair Dealing

CA seeks to provide its services to the Columbia community fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Theft or unauthorized use or disclosure of confidential or proprietary information, or the possession of trade secret information that was obtained without the owner's consent, is prohibited. CA Personnel, and Board members, should endeavor to respect the rights of, and deal fairly with, the residents and businesses of Columbia, and CA's customers, vendors, competitors, and personnel. CA Personnel, and Board members, shall not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

L. Outside Communication

CA is committed to providing full, fair, and accurate disclosure in all public communications and to being in compliance with all applicable law, regulations, and rules. For this reason, ***unless you are specifically authorized to do so***, you may not speak or act on CA's behalf or make any appearance of doing so. Never answer questions from the media or other members of the public without making it clear you are speaking solely as an individual. If you should receive such an inquiry, it is best to obtain the name and contact information of the person and immediately notify CA's Director of Communications and Marketing.

As a private individual, you have the right to speak out on issues in any public forum or on social media, websites, and other vehicles. However, when you speak as an individual, it is critical that you expressly state that you are not speaking in your role as a CA employee or Board member and not give the appearance of speaking or acting on CA's behalf as a private individual, or give the appearance of doing so. You should be especially aware of the broad reach of social networking and similar media and the potential organizational harm that comes from making public statements. Such vehicles are increasingly monitored by customers, regulators, and

colleagues, and your comments may be attributed to CA, even though you did not intend for them to be taken that way.

M. Network Use, Integrity, and Security

CA reserves the right to monitor and review any information contained on a CA computer or other electronic device issued by CA. In addition, CA reserves the right to monitor and review any use of the internet and CA e-mail or any other electronic communications without notice. Access to CA systems may be revoked, and disciplinary action taken, in the event such systems are used to commit illegal acts or to violate the nondiscrimination, harassment, solicitation, proprietary information, or any other terms of the Code.

In order to maintain systems integrity and protect CA's network, you must not divulge any passwords used to access CA computers or databases. You also must avoid using or distributing unauthorized software that could damage or disrupt CA's work environment by transmitting viruses or conflicting with CA systems. You shall not engage in the unauthorized use, copying, distribution, or alteration of computer software whether obtained from outside sources or developed internally. All software, including "shareware," contains terms of use to which you must adhere.

Any suspected breach of CA's network security systems or misuse of the system should be reported immediately to the IT department and [the PEO also pursuant to the Policy for Reporting Violations](#).

N. Health and Safety

CA strives to provide a safe and healthy work environment. All CA Personnel, and Board members, have a responsibility to follow safety and health rules and practices, and to report accidents, injuries, and unsafe equipment, practices, or conditions.

O. Financial Management and Record-Keeping

Public disclosure of certain CA information is our practice and may also be required by law. We make full, fair, accurate, timely, and understandable disclosures in periodic reports and in public statements such as news releases. CA requires honest, timely, and accurate recording and reporting of information involving CA accounts, payroll, business expenses, and time recording in order to make truthful public disclosures and support responsible business decisions. Falsifying business records is a serious offense that may result in criminal prosecution, civil action, and/or disciplinary action, up to and including termination. If you are authorized to make expenditures or enter into transactions on behalf of CA, you must ensure that all transactions are recorded properly.

All of CA's books, records, accounts, and financial statements must be maintained in reasonable detail, must appropriately reflect CA's transactions, and must conform both to applicable legal requirements and to CA's system of internal controls. All records are to fairly and accurately reflect, in reasonable detail, CA's assets, liabilities, revenues, and expenses. All transactions are to be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period. No transactions should be intentionally misclassified as to accounts, departments, or accounting periods. No information should be concealed from CA's internal or independent auditors. CA Personnel involved in the preparation, accumulation,

summarization, and reporting of financial information must ensure there are no false or misleading entries, material misstatements, or fraudulent activities that would directly or indirectly impact our financial statements or business operations. Personnel involved in systems, processes, and reporting mechanisms, both financial and non-financial in nature, have a responsibility to ascertain that they are operating effectively.

Anyone aware of issues that might impact the financial statements or business operations of CA must make full disclosure to their immediate supervisor, a team leader, ~~and the~~ ~~ed~~ Director of ~~Human Resources~~, Diversity, and Inclusion, or the PEO. If you are involved in establishing or maintaining internal controls, you must make sure such controls are operating effectively and are sufficient to ensure that information generated is accurately recorded and reported on a timely basis. As requested by management, you may be required to certify on a periodic basis the integrity of financial reports for which you are responsible.

Business records and communications often become public, so exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies should be avoided. This applies equally to email, internal memos, website and social media postings, blogs, and formal reports. Records should always be retained or destroyed in accordance with CA's ***Record Retention and Disposal Policy ("Retention Policy")***. Destroying or altering a document with the intent to impair the document's integrity or availability for use in any potential official proceeding is a crime. **Documents relevant to any pending, threatened, or anticipated litigation, investigation, or audit shall not be destroyed for any reason.** In accordance with the Retention Policy, in the event of litigation or governmental investigation, consult CA's General Counsel. If you believe that CA records are being improperly altered or destroyed, you should report it as per Section IV, Reporting Ethics Violations, of this Policy.

P. Business Expenses

You may incur business expenses, which must be documented and recorded accurately. If you are not sure whether a certain expense is legitimate, ask your immediate supervisor, a team leader, the Director of Human Resources, Diversity, and Inclusion, or the PEO. Rules and guidelines are set forth in CA's ***Procurement Card Policy*** and ***Travel Policy***, and are available from the Finance and Purchasing Departments.

Q. Audits and Investigations

CA ~~P~~ersonnel, and Board members, shall cooperate with CA representatives and relevant authorities in matters of internal and external audits, government investigations, and other activities to the fullest extent of the law. On occasion, government auditors or investigators may contact individual CA Personnel, and Board members, directly. Any request for information, complaint, or other inquiry from a governmental organization shall be forwarded directly to our General Counsel. If you are in doubt about how to proceed, contact the General Counsel. Failure to cooperate fully in an investigation or audit shall be grounds for discipline, up to and including termination.

R. Reporting Illegal or Unethical Behavior

You are required to report any circumstance that you believe in good faith may constitute a violation of ~~the Code~~ this Policy, or any other CA policy, applicable law, regulations, or rules. If you are in a situation that you believe may involve or lead to a violation of the Code, you ~~should~~ must

report it according to the procedures described in Section IV, Reporting Ethics Violations, [of this Policy](#). You may also consult with and/or seek guidance from your immediate supervisor, a team leader, the Director of Human Resources, Diversity, and Inclusion, or the PEO.

It is CA's policy to encourage the communication of bona fide concerns relating to the lawful and ethical conduct of business, and audit and accounting procedures or related matters. It is also the policy of CA to protect those who communicate bona fide concerns from any retaliation for such reporting. [Pursuant to, among other things, the Policy for Reporting Violations](#), CA does not permit retaliation of any kind for good faith reports of misconduct. CA Personnel, and Board members are expected to cooperate in investigations of misconduct.

S. Political Activity

CA ~~P~~ersonnel, and Board members, are free to engage in political activity, including endorsement of candidates for political office, when the member is acting in ~~his/her~~their individual capacity. In no way, however, should the activities of CA ~~P~~ersonnel, or Board members, be performed in such a manner as to indicate that CA supports a specific candidate. All political activities must be carried out on a strictly personal basis and supported only by personal, not CA, resources. CA ~~P~~ersonnel, and Board members, may not endorse candidates for political office while the member is acting as a representative of CA and shall not use ~~his or her~~their CA title in connection with any political endorsement. CA ~~P~~ersonnel, and Board members, will be considered to be acting as a representative of CA when:

1. Carrying out work or volunteer duties on behalf of CA~~;~~
2. Attending a CA meeting or event sponsored by CA~~;~~
3. Attending a meeting as a representative of CA~~;~~
4. Wearing a name badge or clothing designating ~~him/her~~them as a representative of CA~~;~~ or
5. Communicating with a CA email account.

~~T. Commitment and Certification~~

~~Your commitment to conduct yourself in accordance with this Code is essential to its success. CA requires that all CA Personnel, and Board members, certify that he/she has received and read this Policy and understand its contents.~~

SECTION II. BOARD OF DIRECTORS – DUTIES AND RESPONSIBILITIES

A. Introduction

Board members ~~also~~ are subject to unique duties and responsibilities in addition to the other provisions of this Policy. The purpose of this section of the Policy is to outline duties and responsibilities of Board members that are in addition to the other provisions of the Policy. The provisions of these duties and responsibilities are intended to supplement and expand upon the other sections of this Policy.

~~If a policy in these Special Requirements conflicts with the law, you must comply with the law.~~ Where a custom conflicts with these additional requirements for Board members, however, you are expected to comply with these additional requirements. Questions about any such conflicts should be directed to CA's principal ethics officer (the "**PEO**"), who is CA's General Counsel.

B. Fiduciary Duties

1. The Duty of Care. Compliance with a standard of care is required by the Annotated Code of Maryland, Corporation and Associations Article, Section 2-405.1. That standard of care requires that a director act in good faith, in a manner the director reasonably believes to be in the best interests of the corporation, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances. To adhere to the duty of care when making decisions, board members must assess all available and pertinent information, act in good faith to further the ~~organization's CA's~~ interests, and act as a reasonably prudent person would under the same or similar circumstances. A board member may not act simply as a representative of a particular village or constituency. Once all constituent perspectives are established and acknowledged, they must be considered in relation to the perspective of the entire community of Columbia and decisions and votes made accordingly.

1.2. The Duty of Loyalty. The duty of loyalty requires board members to act in the best interest of the corporation and to avoid, or disclose, conflicts of interest or transactions that might appear to create conflicts of interest. ~~Board members'~~ primary loyalties must lie with ~~the organizationCA~~ and not with their own personal or business interests. ~~you~~ Board members must act in, or not opposed to, the best interest of ~~the organizationCA~~. The duty of loyalty requires that, in the regular course of business, a director not disclose information about the corporation's legitimate activities unless they are already known by the public or are public record. Board members should not disclose confidential and privileged communication with legal counsel (GC or outside counsel) such as contract negotiations and personnel matters. ~~Keep confidential all non-public information that relates to the Organization's CA's business, unless disclosure and/or use of such information is otherwise authorized. Directors may not use such information for personal benefit or the benefit of persons or entities outside the OrganizationCA, nor may they disclose this information for any purpose.~~

2.3. The Duty of Obedience. The duty of obedience requires board members to be faithful to the ~~organization's CA's~~ purpose and mission and to the law. ~~Directors must put CA's interests above their own individual interests or the interests of other organizations, and~~

act in a way that is consistent with the central goals of ~~the organization~~ CA and with the law.

C. Obligations of Board Members

~~4.~~ Responsibilities of Board Members.

~~2.1.~~ In complying with the requirements of the Code, and in fulfilling their fiduciary duties, each Board ~~m~~Member shall:

- a. Be informed regarding CA's governing documents including its Charter, Bylaws, and such policies as the Board of Directors may adopt, as well as applicable Maryland law, so that each Board ~~m~~Member can assist the Board of Directors in the decision-making process;
- b. Be informed regarding the purposes of CA;
- c. Be informed about the services and programs provided by CA;
- d. Share equitably in the work of the Board of Directors;
- e. Formulate CA strategic policies;
- f. Exercise independent and informed judgment on all corporate decisions;
- g. Carry out fiduciary responsibilities of the Board of Directors, including oversight and approval of the CA budget and review of CA financial statements;
- h. Serve on committees of the Board of Directors;
- i. Regularly attend meetings and work sessions of the Board of Directors and applicable committees;
- j. Review agendas, supporting materials, and prior meeting minutes before meetings and work sessions of the Board of Directors and applicable Board committees, and otherwise prepare for such meetings and work sessions;
- k. Take responsibility for, and follow through on, assignments arising from meetings and work sessions of the Board of Directors and applicable Board committees;
- l. Participate in formulating the strategic plan for CA, including review of data;
- m. Attend special events and functions of the Board of Directors and individual Village Community Associations, as well as community-wide CA events;
- n. Present reports of actions of the CA Board of Directors at village board meetings;
- o. Work with CA's President to establish performance objectives;
- p. Evaluate the performance of CA's President, while providing the necessary support for CA's President to further CA's goals; and

- q. Remain in good standing with respect to all financial obligations, covenants, and regulations contained in CA's Declaration and in the governing documents of the Village Community Association that elected the Board ~~m~~Member as a Columbia Council Representative.

~~1.~~ **2. Restrictions on Board Member Activity.** In addition to the other requirements of the Code, no Board member shall:

2. In addition to the other requirements of the Code, no Board Member shall:

- a. Engage in any writing, publishing, or speech-making on behalf of CA that defames any other Board ~~m~~Member or CA team member;
- b. Discuss the confidential proceedings of the Board of Directors or release confidential information;
- c. Act in a way that is intended to intimidate another person in the conduct of their office or which a reasonable person would conclude had such intent and which, in fact, did intimidate;
- d. Undermine the authority of the Board of Directors, the Chair of the Board of Directors, or CA's President to perform ~~his/her~~their duties, or interfere with the duties of CA's management and staff;
- e. Knowingly misrepresent facts, or the Board of Director's position, on an issue to a resident or property owner in the Columbia community for the purpose of advancing the Board ~~m~~Member's personal cause or influencing the Columbia community to place pressure on the Board of Directors to advance the Board ~~m~~Member's personal cause;
- f. Speak for, or act on behalf of, CA unless specifically authorized to do so by the Board;
- g. Conduct themselves in a manner that assumes any greater rights and privileges than any other resident in the Columbia community;
- h. Within one (1) year following termination of their term on the Board of Directors, assist or represent another party for compensation in a case, contract, or other specific matter involving CA if that matter is one in which the member participated while affiliated with CA;
- i. While serving on the Board and within one (1) year following termination of their term on the Board of Directors be employed by or enter into any contract for compensation in excess of \$2,500 with CA either personally or in a manner from which they would so benefit directly;
- j. Simultaneously serve on the Board of Directors and as a sworn partisan public officer;

- k. Allow any family member to receive remuneration for any work performed for CA, except when the family member is a dependent child employed on a seasonal basis or is already a CA employee at the time of the Board ~~m~~Member's election to the board, unless the family member is part of ~~s~~Senior ~~M~~management (defined as the President, Department Directors, Division Directors, the internal auditors, the treasurer, the controller, and the general counsel); or
- l. Use their personal email address to conduct CA business, or use their CA email address to conduct personal business or to express their personal opinions on matters that impact CA to the public.

E. Board Compensation

Any action by the Board of Directors to provide for or increase the compensation for Board ~~m~~Members for expenses incurred for attendance at meetings of the Board of Directors or for other expenses associated with the performance of the duties of a Board ~~m~~Member shall not become effective until two (2) years after the date of the public meeting at which such action was approved. Board ~~m~~Members are entitled, however, to receive without such passage of time such indirect benefits as attendance at relevant conferences and meetings, and other such benefits as are reasonably related to the conduct of CA's affairs and activities as shall be approved in a public meeting in accordance with federal and state laws and regulations.

F. Commitment and Certification

~~Board Members are required to provide Confidential Conflicts of Interest Financial Disclosure Reports in accordance with the provisions of this Ethics Policy. The Confidential Financial Disclosure Report requires the Board member to provide information concerning the sources of a Board member's assets and income, liabilities, and outside positions held.~~

~~Your commitment to conduct yourself in accordance with all components of this Ethics Policy contained herein is essential to their success. CA requires that each Board Member certify that he/she has received and read this full Ethics Policy and understands their contents and agrees to conduct him/herself in accordance with their standards.~~

~~Each Board member will be provided with a copy of this document annually, in advance of the Organizational Meeting in held in May. At the Organizational Meeting, each Board member will be required to accept and sign an acknowledgement form before being allowed to vote in an open meeting or being allowed to participate in a closed meeting.~~

SECTION III. CONFLICTS OF INTEREST – SENIOR MANAGEMENT AND THE BOARD OF DIRECTORS

A. Introduction

CA acknowledges the importance of having this ~~comprehensive section of the p~~Policy for identifying and effectively handling actual or potential conflicts of interest. ~~The purpose of this policy section~~ is to set forth procedures for monitoring, reporting, reviewing, and addressing conflicts of interest and related party transactions. ~~Full compliance with this policy is mandatory.~~

The adoption of this ~~section of the p~~Policy is an important measure to assure that Board members and Senior Management act in accordance with their fiduciary duties under Maryland law, that rules applicable to tax-exempt organizations are not violated, and that sanctions for “excess benefit transactions” under Section 4958 of the Internal Revenue Code are avoided.

Individuals covered as Senior Management under this Conflicts of Interest ~~p~~Policy are:

1. President/CEO
2. Officers
3. Department Directors
4. Assistant Department Directors
5. General Counsel/Principal Ethics Officer
6. Legal Assistant
7. Director of Human Resources, Diversity, and Inclusion
8. Human Resources Manager
9. Director of Information Technology
10. Members of Purchasing Division
11. Members of Office of Audit and Advisory Services
12. Treasurer
13. Controller
14. Construction Contracts Administrator
15. Assistant Construction Contracts Administrator

B. Requirements and Duties

~~The~~CA Board members and Senior Management are expected to be mindful of possible conflicts of interest. A conflict of interest exists when a person’s private activities, agreements, business investments or interests, or other situations, whether paid or unpaid, could reasonably be expected to interfere with the person’s objectivity, job performance, judgment, or diligence in protecting and promoting the interests of CA to the extent that such person would place ~~his or her~~their personal interests, or those of another, above the interests of CA.

Any position or connection, whether paid or unpaid, that might reasonably be expected to interfere with your objectivity, job performance, judgment or diligence in protecting and promoting the interests of CA creates a conflict to the extent that you might place your own interests or those of another above the interests of CA.

Mere service without compensation as a director or officer of a non-profit 501(c)(3) charitable corporation or volunteer service as a member of a governmental task force or committee does

not constitute a financial interest engendering a conflict of interest. -However, a conflict of interest occurs when a Board member places the interests of the other organization above CA's interests.

It is understood that the CA Board members also serve as representatives for their respective Village Community Associations, as established in CA's governing documents, which creates a unique and complex relationship as it pertains to conflicts of interest. -Given that each CA Board member holds a dual role as the representative for his/her/their Village Community Association, each CA Board member must take measures to ensure that they disclose potential conflicts between their role as a CA Board member and as a Village Community Association representative when required there is a clear divergence of interests.

Care should be taken about the appearance of a conflict of interest since such appearance might impair the reputation of CA even when there is no actual conflict and no wrongdoing. All persons covered by this Policy shall exercise good faith in all transactions relating to their duties to CA and shall not use their positions in any manner that is contrary to the best interests of CA or to promote their own business interests or those of family, friends, or business partners. Reasonable efforts must be made by Senior Management and Board members to avoid conflicts of interest, and where conflicts may arise, to disclose them properly. CA Board members and Senior Management have an obligation to avoid any conflict of interest and, where avoidance is not feasible, to disclose the situation to your immediate supervisor, a team leader, the Director of Human Resources, Diversity, and Inclusion, the PEO, the Chair of the Board of Directors, or the Chair of the Audit Committee of the Board of Directors, as applicable.

While it is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, a conflict of interest is likely to arise when:

1. You take action or have interests that may make it difficult to perform your work objectively or effectively;
2. You have a financial or personal interest in a contract or transaction to which CA is a party;
3. You, or a family member, receive improper personal benefits as a result of your CA position; ~~Improper~~ benefits do not include Tokens of Respect (defined below);
4. You work simultaneously for CA and a competitor of or vendor to CA. You should avoid any direct or indirect business connection with CA's competitors and vendors, except on CA's behalf;
5. CA purchases property, materials, supplies, equipment, or services from you, or from any business or company that is owned or controlled by you, or a family member;
6. You receive a personal loan from CA;
7. there is a compensation or other financial arrangement with a person or entity involved in a specific transaction with CA or with which CA is negotiating or contemplating negotiating a transaction;
8. ~~There~~ there is a compensation or other arrangement or affiliation with an entity or individual selling goods or services to or purchasing goods or services from CA;

9. ~~There~~ there is a compensation or other arrangement or affiliation with an entity that competes with CA;
10. ~~There~~ there is the ability to use one's position, or confidential information or the assets of CA, to one's ~~or~~ or an affiliated party's ~~personal advantage or for an improper or illegal purpose~~;
11. ~~The~~ The acquisition of any property ~~or other rights~~ in which CA has an interest ~~or that one knows or has reason to believe~~ at the time of acquisition that CA is likely to have an interest;
12. ~~There~~ there is an opportunity related to the activities of CA and available to CA (unless the Board of Directors has made an informed decision that CA will not pursue that opportunity); ~~or~~
13. ~~There~~ there is a debt to CA, other than for amounts due, for ordinary travel and expense advances.

A financial conflict of interest exists when any CA Senior Management or Board member has a financial interest or has a family or social relationship with someone who has a financial interest in a contract or a business dealing with CA. ~~A financial interest also exists when a Senior Management or Board member has an investment in, or is a director, trustee, officer, employee, or agent of, or has an ability to control or otherwise direct the actions of an outside entity that is contracting or dealing with CA. That entity may be private, public or governmental, regardless of form.~~

If you have a question, you should consult with one of these parties. If you become aware of any potential, actual or apparent conflict of interest, whether involving you or any other party, you must follow the procedures described in Section IV, Reporting Ethics Violations, [of this Policy](#).

C. Implementation

Disclosures should be made in advance, before any action is taken. Conflict identification and analysis can be difficult, so Senior Management and Board members are expected to err on the side of caution and disclose all instances where a conflict, or the appearance of a conflict, might be present.

CA's Principal Ethics Officer (**PEO**), who is CA's General Counsel, shall be responsible for implementing these provisions and advising persons as to their application. Any questions or issues should be directed to the PEO and/or the Chair of the Board of Directors for resolution.

Senior Management and Board members are required to submit to the PEO at least once per year (and updated as appropriate) the **Confidential Conflicts of Interest Financial Disclosure Report** ("Report") form. The PEO shall review and maintain a file of all Reports. The Report completed by the PEO shall be reviewed by the President/CEO.

D. Compliance

If a Senior Management or Board member fails to comply with these policies or any other relevant CA policies or applicable laws, that person will be subject to disciplinary measures up to and including immediate discharge.

E. Procedure Regarding Disclosure, Review, and Handling of Conflicts

An individual subject to this Policy shall:

1. promptly and fully disclose all known and potential conflicts of interest to the PEO and the Board of Directors, who will then consider the matter and any relevant facts;
2. remove oneself from any discussions, deliberations, or voting on the matter by the Board; and
3. refrain from influencing, participating in, or acting on any matter in which a conflict, or the appearance of a conflict, is determined to exist by the Board of Directors.

A determination by the Board of Directors regarding a conflict of interest shall be made by majority vote in accordance with the voting procedure stated in the Bylaws of CA.

Meetings of the Board of Directors regarding conflicts of interest shall be held in closed session in accordance with the provisions of the Maryland Homeowners Association Act, all other applicable laws, and CA's Charter and Bylaws. Information, documents, and records obtained by the Board of Directors shall be withheld from public disclosure in accordance with the Maryland Homeowners Association Act and all applicable laws. The PEO shall participate as an advisor in meetings of the Board of Directors under this Policy, unless the PEO is the subject of the meeting. The Board of Directors may also retain outside counsel to attend such meetings.

F. Record Keeping

The Board of Directors considering a known or potential conflict of interest shall maintain detailed minutes and records regarding the matter. Such minutes shall reflect the name of the individual involved and any disclosure made, the vote on whether a conflict of interest is present, the names of the persons participating in any discussions and deliberations with regard to approving or rejecting any contract involving that individual, the substance of discussions and deliberations, adherence with procedures, the abstention from voting and participation by the specified individual, and that a quorum was present. The PEO, President/CEO, or Board Chair considering a complaint alleging a violation of the Policy and/or a request for an advisory opinion regarding interpretation of the provisions of the Policy and its application also shall maintain detailed records regarding the matter.

G. Corrective Action

In the event a member of Senior Management other than the President/CEO fails to act in accordance with this section of the policy, the PEO may recommend corrective action to the President/CEO, up to and including termination. The Board of Directors may take corrective action if the individual involved is the President/CEO or a member of the Board. In the event a Board member fails to act in accordance with this section of the Policy, the PEO may recommend corrective action to the Board of Directors, up to and including termination. In the event that a formal reprimand or other action is proposed, the recommendation must be presented with

supporting documentation. The individual involved shall be given an opportunity to be heard prior to the final decision on the matter.

SECTION IV. REPORTING ETHICS VIOLATIONS

A. Introduction

1. The procedures under this [section of the pPolicy](#) are intended to:
 - a. Provide avenues to report alleged illegal or unethical activities to management and the Board of Directors.
 - b. Enable management and the Audit Committee of the Board of Directors to be informed at an early stage regarding alleged illegal or unethical activities.
 - c. Reassure those who make good faith complaints that they will be protected from discriminatory or retaliatory treatment.
 - d. Maintain a culture of openness, accountability, and integrity at CA.
2. In order to further CA's commitment to a legal and ethical workplace, this [section of the pPolicy](#):
 - a. Establishes a procedure for making verbal or written complaints and reports regarding CA's operational practices or alleged fraudulent and/or unethical business practices;
 - b. Establishes a procedure for the receipt, review, and possible investigation of and response to such complaints;
 - c. Establishes a procedure for the retention of records concerning all such complaints and any investigation, resolution, or report regarding the complaint; and
 - d. Makes clear CA's intention to discipline by appropriate means, up to and including termination, any person whom CA determines engaged in discriminatory or retaliatory conduct toward a person making a complaint or impeded any investigation of a complaint of illegal or unethical conduct.

Please note that issues related to individual employment, including claims of discrimination, harassment, or other allegedly unfair or improper treatment, are covered by the applicable policies set forth in CA's ***Team Member Handbook***.

B. Making a Complaint

Any person may report allegations of suspected illegal or unethical conduct. CA encourages that all complaints be made in writing, using CA's complaint form, so as to assure a clear understanding of the issues raised; however, complaints may also be made orally and by email. Complaints should be factual rather than speculative or conclusory and should contain as much specific information as possible to allow for proper assessment and to facilitate the investigative process. Complaints are encouraged to be filed at the earliest possible time relative to the alleged misconduct so that timely investigation and, if appropriate, action may be taken.

Any complaint made under this Policy, any and all investigations, and/or proceedings pertaining to the complaint, and any outcome of such investigations and/or proceedings – other than a public reprimand, suspension, expulsion or other outcome that necessarily involves disclosure – shall be considered confidential.

1. Complaints by CA Personnel

Any CA ~~P~~ersonnel (which includes any CA team member, team leader, or officer) or Board member who becomes aware of illegal conduct, such as misuse of CA funds, a possible criminal act, or a significant threat to the health and safety of others, or believes that illegal conduct may take place in the future, **must promptly report** the matter.

CA Personnel, including Board members, have a duty to report any unethical conduct, such as a conflict of interest. ~~Members of the Board of Directors, officers, and members of Senior Management~~ **are required** to report such matters.

Complaints should be directed to the following designees:

- a. Complaints ~~should ordinarily~~shall be made to CA's Principal Ethics Officer ("PEO"). The PEO is CA's General Counsel. The PEO shall make CA's President and the Chair of the Board of Directors aware.
- b. If a complaint concerns the PEO, it ~~should~~shall be made directly to CA's President. CA's President shall make the Chair of the Board of Directors aware.
- c. If a complaint concerns CA's President or a Board ~~m~~Member, the complaint ~~should~~shall be made directly to the Chair of the Board of Directors for consideration. ~~The Chair of the Board of Directors shall make the PEO~~ the PEO should be made aware.
- d. If a complaint concerns the Chair of the Board of Directors, it ~~should~~shall be made directly to the Chair and Vice Chair of the Board's Audit Committee for consideration by the full committee. ~~The Chair and Vice Chair of the Audit Committee shall make the PEO~~ the PEO should be made aware.
- e. ~~In the case of~~if a complaint is filed against the full Board of Directors, it shall be made directly to the PEO who shall ~~should~~ make the CA President aware and refer it to outside counsel.
- f. Complaints involving human resources matters ~~should~~shall be reported to the Director of Human Resources, Diversity, and Inclusion. The Director of Human Resources, Diversity, and Inclusion shall make the PEO ~~should be made~~ aware.

If a complaint is received by a person other than the one designated above, it must be referred by the recipient to the appropriate designated person.

2. Complaints by Persons Other Than CA Personnel

Individuals who are not CA Personnel may report these matters through the same channels outlined above.

C. Investigating Reports of Ethics Violations

All complaints are to be considered as serious and shall be promptly addressed.

The checks and balances built into these procedures are designed to strike the proper balance between ensuring full compliance with legal obligations and ensuring the integrity and efficacy of the policy on the one hand, and protecting members of the Board, through the use of reasonable due process procedures, against patently false, malicious or groundless accusations that could result in significant business or personal harm if not properly handled. -To ensure that an investigation is successful, it must be thorough, objective, accurate, timely, and credible.

1. Receipt of Complaint

Within 24 hours of receipt of a complaint (or no later than the next business day if the complaint is received on a weekend or over a holiday), the PEO, or other designee, shall confirm with the complainant that the complaint has been received. -Within 24 hours of receipt of a complaint (or no later than the next business day if the complaint is received on a weekend or over a holiday) the PEO, or other designee, shall inform the subject of the complaint that a complaint has been filed and summarize the ~~complaint~~allegations. Within 3 business days of receipt of a complaint, the PEO, or other designee shall provide the subject of the complaint with a copy of the complaint (with redactions as required). The subject of the complaint shall be given an opportunity to respond to the complaint, in writing, within 14 calendar days of receipt of a copy of the complaint.

The PEO, or other designee, shall review the complaint, response thereto, and other relevant information and shall make an initial determination of whether an investigation of the allegations in the complaint is warranted within 30 calendar days of receipt of the complaint. -Failure of the PEO, or other designee, to make an initial determination shall result in the automatic initiation of an investigation.

2. Dismissal of Complaint

The PEO or other designee may determine that no investigation is warranted because, among other reasons:

- a. The allegations in the complaint, even if true, do not amount to a violation of any of the Ethics Policies;
- b. The party about whom the allegations are made is no longer with CA, and no other circumstances nor the nature of the allegations suggest that an investigation is warranted;
- c. The allegations are so vague and unspecific that they are not credible or are not capable of being efficiently investigated;
- d. The allegations contain facially unreliable or insufficient information;
- e. The complaint is patently frivolous or trivial; or
- f. The value of CA assets involved in the complaint is negligible.

If the PEO or other designee determines that an investigation is not warranted, she or he shall submit a written report explaining the reasons for the determination not to investigate to the complainant, the subject of the complaint, the Audit Committee of the Board of

Directors, and CA's President, or other person as appropriate. ~~At this point, the matter will be considered closed/resolved.~~

3. Conducting an Investigation

If the PEO, or other designee, determines that an investigation is warranted, ~~he or she~~they must provide written notice to the complainant, the subject of the complaint, and appropriate parties that an investigation will be initiated and explaining how the investigation will be conducted. The appropriate parties for purposes of this paragraph are as follows:

- a. PEO will inform the CA President, the Chair of the Board of Directors, and the Audit Committee~~;~~
- b. CA President will inform the Chair of the Board of Directors and the Audit Committee~~;~~
- c. Chair of the CA Board will inform the CA Board and the PEO; and
- d. Chair/Vice Chair of the Audit Committee will inform the CA Board and the PEO~~;~~

An exception to these reporting requirements may be made only in cases where one of these individuals is the subject of the investigation.

The PEO or other designated person will determine the manner in which the investigation will be conducted, and the extent of any communications with the person reporting the violation and any person whose conduct or actions are the subject of the report. The PEO, or other designee, shall conduct the investigation or shall assign one or more appropriate individuals from within or outside of CA to assist with and/or to conduct the investigation. CA may retain outside legal counsel to advise the investigator(s) and/or to conduct the investigation. If an investigation by the Board or Audit Committee requires the assistance of an outside entity in conducting the investigation, such assistance should be obtained from individuals or entities with whom CA does not have an ongoing business/working relationship.

The investigator(s) shall interview or take a written witness statement from the person reporting the violation, any person whose conduct or actions are the subject of the complaint, and all relevant witnesses~~;~~.—Other persons with information that may be relevant may be interviewed at the discretion of the investigator(s). Interviews shall be documented in writing by noting, at a minimum, the date and time of the interview, location or method (phone or video) of the interview, the names of the interviewer and the person being interviewed, and a summary of the interview. ~~In the event that a witness is unwilling to be interviewed or to submit a written witness statement, the investigator(s) shall document the date and time that~~ ~~he/she/they~~ attempted to interview or obtain a written statement from the witness and that the witness declined to give a statement.

The investigator(s) shall not be governed or bound by technical rules of evidence or procedure. Persons and entities may be asked to provide documentation and oral, written, and/or transcribed statements. The investigator(s) shall conduct further inquiries as they deem appropriate in order to review and address the concerns raised by the complaint or resulting from information learned during the investigation. The PEO, or other person designated as responsible for the investigation, will closely monitor the investigation to help facilitate timely and thorough review of the allegations.

The investigation shall be completed within 60 calendar days of the date that the PEO, or other designee, notified the complainant and subject of the complaint that an investigation was being initiated. -The investigator(s) may submit a written request for a 30 calendar day extension to the PEO, or other person designated as responsible for the investigation. The request for extension must state the reason that an extension is necessary. -The request for extension should only be granted under exceptional circumstances where additional time is needed to ensure a fair and comprehensive consideration of the complaint. - The decision whether to grant or deny the request for extension must be made within 5 calendar days.

Following the completion of the investigation, the PEO, or other designee, shall prepare written findings of fact, conclusions concerning whether the subject of the complaint violated the Ethics Policies, or any other CA policy, and recommendations, if appropriate. The findings of fact, conclusions, and recommendations shall be submitted as follows:

- a. When the findings and recommendations are issued by the PEO, they shall be submitted to CA's President and the Chair of the Board of Directors. The Audit Committee of the Board of Directors shall be notified and provided a summary of the results. CA's President shall determine what, if any, corrective action to take.
- b. When the findings and recommendations are issued by CA's President, the Chair of the Board of Directors and the Audit Committee of the Board of Directors shall be notified and provided a summary of the results. CA's President shall determine what, if any, corrective action to take.
- c. When the findings and recommendations are issued by the Chair of the Board of Directors or the Chair of the Audit Committee of the Board of Directors, they shall be submitted to the Board of Directors, which shall determine what, if any, corrective action to take. Such determination shall be made by majority vote in accordance with the voting procedure stated in the Bylaws of CA. If the subject of the complaint is a Board mMember, ~~he/she/they~~ will not be permitted to vote. -If the complainant is a Board mMember, ~~he/she/they~~ will not be permitted to vote. The Audit Committee of the Board of Directors and the PEO shall be notified and provided a summary of the results.

Any corrective action taken pursuant to this Policy shall be set forth in writing and records of the corrective action shall be maintained by CA.

All CA Personnel, and Board members, have an obligation to cooperate with these investigations.

D. Corrective Action

Corrective action for violation of the Ethics Policyies, for impeding the filing of a complaint or the conduct of an investigation pursuant to this Policy, or for retaliation for protected conduct, may include result in appropriate disciplinary action, up to and including termination. In the case of Board mMembers, such corrective action may include the Board of Directors' issuance of a reprimand or removal. There is obviously a range of options between discipline or reprimand and termination or removal. All those options cannot be listed here, and instead will be included in the recommendations for corrective action, based on the specific situation. In addition, the corrective action may include referring the information to an appropriate law enforcement agency if the

investigation uncovers evidence of possible criminal conduct, and/or instituting a civil action to recover damages, loss or expenses incurred by CA.

In the event that the corrective action to be taken involves probation, suspension, reduction in compensation, demotion, and/or termination, or, in the case of Board ~~m~~Members, a reprimand or removal, that individual shall be given an opportunity to submit in writing to the person or entity determining the corrective action a request for reconsideration and the reasons for such reconsideration prior to the corrective action becoming effective.

If a CA employee or Board member is terminated or removed, as a result of substantiated unethical or inappropriate business conduct, they shall be permanently banned from working for, or serving on behalf of CA.

The complaint, investigation, and report of the findings and recommendations shall remain confidential to the extent that it is still possible to conduct a proper investigation of the complaint, and such confidentiality does not conflict with any action necessitated by the report or CA policy.

CA employees may be placed on leave, suspended with or without pay, or reassigned pending the outcome of any investigation if the PEO or other designee makes a determination that any of these apply:

1. The complaint raises such serious allegations that such interim action is warranted;
2. Such interim action is warranted due to conduct by the person(s) under investigation; or
3. Such action is warranted as a result of related factors such as safety, workplace productivity, risk of retaliation, or the need to separate persons involved in or the subject of the investigation.

Investigatory matters may also be referred to local law enforcement officials where appropriate.

E. Confidentiality

Complaints may be submitted anonymously, or the person submitting the complaint may request confidentiality (subject to the limitations on confidentiality contained in this ~~P~~policy). Anonymous reports can be made by contacting the Ethical Advocate Ethics Hotline, 877-619-7909, or *ca.ethicaladvocate.com*. A complaint made under this ~~P~~policy is subject to the non-retaliation provisions set forth below.

F. Non-Retaliation

CA is committed to protecting individuals from interference, discrimination, or retaliation for having made a good faith report under this ~~p~~Policy.

No adverse action may be taken and retaliation is strictly prohibited, including, without limitation, intimidation, harassment, discrimination, coercion or otherwise, whether express or implied, against anyone who makes a good faith report or assists in an investigation of, or the fashioning or implementation of any corrective action or response made in connection with, any complaint. Any retaliation or attempted retaliation against any party making a report in good faith will be disciplined severely.

After a report has been received, the PEO, or other person designated as responsible for the investigation, shall review the work environment, the supervisory structure, performance evaluation arrangements, and other matters relating to the person making the report, and may consult with Senior Management members in order to make a determination regarding whether adjustments in supervision, job location, or other job aspects should be made in order to reduce the risk of retaliation.

It is the intention of CA to take whatever action may be deemed appropriate to prevent and correct activities that violate this ~~P~~policy. Reports of retaliatory or discriminatory actions or interference should be reported as any other reportable act.

CA encourages all to raise concerns in good faith. However, CA Personnel, and Board members are prohibited from knowingly making false, misleading, or malicious complaints.

G. Record Keeping

The PEO shall maintain a written record of all complaints that shall identify the receipt of the complaint, the investigation if any, the report to the Audit Committee of the Board of Directors or Board of Directors, and the ultimate resolution, and include all documentation relating to the report. (If the complaint concerns the PEO, the record shall be maintained by CA's President or other appropriate person designated by CA's President.) A summary of reporting activity shall be prepared by the PEO and submitted to CA's President and Audit Committee of the Board of Directors at such intervals as they shall determine. The Audit Committee of the Board of Directors will notify the Board of Directors of reporting activity when they determine such communication is necessary. Appropriate modifications shall be made to this preparation and submission process if the report concerns the PEO, CA's President, or Board ~~m~~Members.

All records shall remain confidential.

SECTION V: INTERPRETATION

The interpretation, application, and operation of this Policy are the responsibility of the PEO and CA's President, subject to the oversight of the Board of Directors and/or the Audit Committee only as applicable in the case of a complaint concerning the President, Chair, or a Board member.

SECTION VI: COMMITMENT AND CERTIFICATION

Your commitment to conduct yourself in accordance with all components of this Ethics Policy is essential to its success. CA requires that all CA Personnel, and Board members, certify that he/she/they have received and read this Policy and understand its contents and agrees to conduct him/herself/themselves in accordance with the Policy.

Board Members are required to provide Confidential Conflicts of Interest Financial Disclosure Reports in accordance with the provisions of this Policy. The Confidential Financial Disclosure Report requires the Board members to provide information concerning the sources of their assets and income, liabilities, and outside positions held.

Each Board member will be provided with a copy of this document annually, in advance of the Organizational Board Meeting in held in May. At the Organizational Board Meeting, each Board member will be required to accept and sign an acknowledgement form before being allowed to vote in an open meeting or being allowed to participate in a closed meeting.

Columbia Association Conflicts of Interest Financial Disclosure Report

Reporting Period FY : May 1, to April 30,.

Name	Position/Title	Date
------	----------------	------

☐ New Entrant ☐ Annual If new entrant, date joined CA or acquired position listed: _____

I certify that the statements on this form and all attachments are complete and correct to the best of my knowledge.

Signature: _____

Persons Required to Report.

- Members of Board of Directors
- President/CEO
- Officers
- Department Directors
- Assistant Department Directors
- General Counsel/Principal Ethics Officer
- Legal Assistant
- Director of Human Resources, Diversity and Inclusion
- Human Resources Manager
- Director of Information Technology
- Members of Purchasing Division
- Members of Office of Audit and Advisory Services
- Treasurer
- Controller
- Construction Contracts Administrator
- Assistant Construction Contracts Administrator

Reporting period. The reporting period is defined as the 52-week period prior to the filing of this report, which shall be made within 30 days of assuming a position listed above and thereafter by June 30 each year. Any significant changes should be reported as they occur. Reports should be filed with the Office of the General Counsel/Principal Ethics Officer.

Attachments. You may attach supplementary pages where sufficient space is not provided.

Type of Reporting. In identifying financial interests and activities below, **YOU ARE NOT REQUIRED TO DISCLOSE AMOUNTS OR VALUES.** Distinguish entries for family members by putting an “S” for spouse or “C” for dependent child after the name of the entity.

Confidentiality. The primary use of the information on this form is to determine compliance with CA's ***Conflicts of Interest Policy***. Additional disclosures of this information may be made to law enforcement agencies if CA becomes aware of a violation or potential violation of law or regulation; to a court or party in a court proceeding in order to comply with a judge-issued subpoena; to a source when necessary to obtain information relevant to a conflict of interest investigation or decision; in a judicial or administrative proceeding if the information is relevant to the subject matter; or as required by the Maryland Homeowners Association Act, Annotated Code of Maryland, Real Property Article Section 11B – 101, *et seq.* This confidential report will not otherwise be disclosed to anyone not authorized by law.

Part I: Assets & Income

Report for yourself, your spouse and dependent children:

- Sources of earned income such as salaries, fees, commissions or honoraria that generated over \$200 gross income for yourself or \$1,000 gross income for your spouse or dependent children during the reporting period.
- Investments or partnership interests in any **non-public** entity held by you, your spouse and dependent children with a value greater than \$1,000 at the end of the reporting period or which produced more than \$200 in gross income during the reporting period.
- Any financial interest/ activity that would give rise to a potential conflict of interest, such as investments in or business transactions with entities that you are aware do business with CA or entities that compete directly with CA.

Source (Name & Address of Employer, Business, etc.)	Type (Salary, Dividend, Interest, Rent, etc.)	Still Held? (Y/N)

None ☐

Part II: Liabilities

Liabilities over \$10,000 owed by you, your spouse and dependent children at any time during the reporting period.

Exclude:

- personal residence mortgage (unless residence is rented out)
- auto/household furniture/appliance loans or revolving charge accounts,
- Money owed to family members, loans on retirement accounts

Creditor Name & Address
Type (Rental property mortgage, promissory note, etc.)

<hr/>	<hr/>
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 None ☐
Part III: Outside Positions

Report any positions outside CA, whether or not compensated, held during the reporting period. Positions include an employee, officer, director, trustee, partner, proprietor, representative or consultant for a business, nonprofit or educational institution.

Exclude:

- Positions with religious, social, fraternal or political entities
- Positions of a strictly honorary nature
- Member of the Board of Directors of one of the 10 Columbia Community Associations

Organization Name & Address
Type
Position
Still Held? (Y/N)

<hr/>	<hr/>	<hr/>	<hr/>
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 None ☐
Part IV: Agreements & Arrangements

Report arrangements for future employment or continuation of payment by a former employer (including severance payments).

Organization/Parties
Terms

<hr/>	<hr/>
<hr/>	<hr/>

 None ☐

Part V: Relatives Employed by Columbia Association

List any relatives currently employed by Columbia Association.

Name of Relative	Relationship	Employment Position	Employment Location
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

None ☐



DATE: June 3, 2022
TO: Columbia Association Board of Directors
FROM: Lakey Boyd
SUBJECT: Discussion – Board Policy Compilation

All Board members were provided with a comprehensive compilation of Board-approved policies, both in an electronic folder and hard-copy format, at the FY23 Organizational Meetings in May 2022. The General Counsel's office had assembled the policies last winter and provided them in February 2022 in electronic format to the Board at that time. A total of 149 policies were captured.

Staff would not characterize the electronic folder (1974-2022) nor the hard-copy format (2000-2022) as an organized and cohesive policy manual. Rather, both are an assembly of many policies passed by many Boards of Directors compiled into one place.

Since the policies were passed over a period of decades, some contradict one another and some contain cross-references. All need to be reviewed and reconciled. Since these policies are Board-related, the Board of Directors is the body authorized to do that. Staff would not be authorized to make changes, since any changes would have to be Board approved.

Some Board members would like to begin the process to review the compiled policies and decide what action, if any, is needed to make this compilation a useful tool.



Spotlight on Columbia: Planning and Development

June 2022

Columbia Association (CA) has a unique role in the Columbia community as a major landowner, steward of the environment, and provider of community, recreational, and cultural services. We encourage our fellow community members to get involved, stay informed, and engage with County decision-makers to help shape Columbia's future.

CA's monthly development tracker is now **Spotlight on Columbia: Planning and Development**. It provides the community and CA leadership an at-a-glance overview of County planning initiatives, upcoming public meetings, and significant development occurring in and around Columbia. We hope it will help you:

- **Understand how and where to plug into Howard County's Planning and Land Development Process;**
- **Know what CA has its eye on and how we are engaging with notable projects;**
- **Learn more about the historical legacy of Columbia as a master planned community, how your community is shaped by CA and your local Village Association, and how our role differs from public entities like Howard County.**

Each month we will highlight a selection of development or planning projects being proposed in or around Columbia that are of particular interest to CA. This is not intended to be a comprehensive list and may or may not include projects you want to specifically know about. To stay up to date with the most recent development and planning information please check in frequently with the County at <https://www.howardcountymd.gov/planning-zoning>.

Inside:

- Proposed Development
- HoCo by Design
- Transportation

Helpful Links and Resources

Who Handles What

A breakdown of roles & responsibilities for CA, Village Associations, and the County.

<https://www.columbiaassociation.org/about-us/who-handles-what>

Howard County's Search Development Plans Website

An interactive map with the most up-to-date information on upcoming public meetings and development proposals.

https://data.howardcountymd.gov/search_plans/search_plans_web.aspx

Howard County Department of Planning and Zoning Land Development Website

Resources for understanding the development process.

<https://www.howardcountymd.gov/planning-zoning/land-development>

Proposed Developments

Key Highlights



Next Public Meeting:

Planning Board, July 7, 2022 at 7 pm

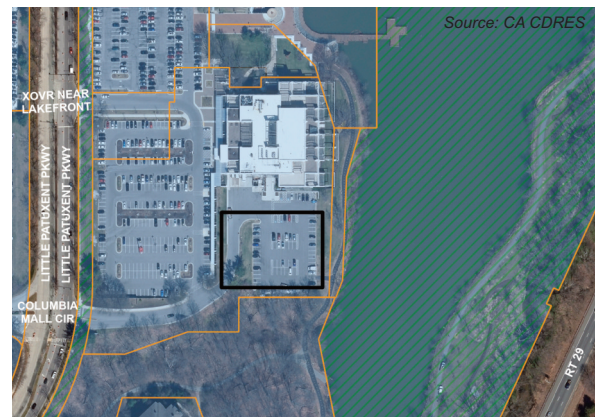
All renderings source: DAP PRESENTATION Sept & Nov, 2021



Southlake Medical Office Building SDP-22-019

Redevelopment of the lower Whole Foods parking lot next to the Lake Kittamaqundi pathway. Consists of a six story medical office building with four stories of office over a two story garage and public terrace area.

Columbia Association Board of Directors approved several easements associated with this property including for new pathways that will improve pedestrian and bicycle connectivity between the redevelopment site and the Lake Kittamaqundi loop.



Source: CA CDRES

Property Boundary

CA Owned Property

Columbia Community

Downtown Development Review Process Steps and Community Input Opportunities



Who are the decision makers?

See agendas, submitted documents and register to attend or submit testimony.

Zoning and Land Use: Howard County Zoning Board and Hearing Examiner

<https://cc.howardcountymd.gov/Zoning-Land-Use>

Howard County Boards and Commissions

<https://www.howardcountymd.gov/planning-zoning/planning-zoning-boardscommissions>

Upcoming Meetings

Planning Board

June 16, 2022 at 7pm

Land Preservation, Parks and Recreation Plan (LPPRP)

SDP-20-042, Lakeview LLC

Worksession to act on Board of Appeals Decision and Order BA-781D.

July 7, 2022 at 7pm

Southlake Medical Office Building

FDP-204-A-1, Village of Harper's Choice Amendment to the FDP to allow an accessory apartment use.

Presubmission Community Meeting

5405 Trotter Road

Subdivision of a one acre parcel and construction of one additional single family dwelling. Meeting to be held June 21, 2022 at 6 pm at River Hill High School.

Muslim Family Center Inc.

Religious facility at 5796 Waterloo Road. Meeting to be held June 23, 2022 at 6 pm at Howard County Central Library. f

What is the Land Preservation, Parks and Recreation Plan?

Every five years, the Howard County Department of Recreation and Parks prepares a LPPRP to comprehensively understand the County's system of open spaces, natural resources, agricultural lands, and recreational amenities. In addition to serving as an implementation guide for the County, the plan is a resource for statewide decision-making and allocation of public open space funds.

What is an FDP?

There are more than 300 approved Final Development Plans (FDPs) for the New Town zoning district. These establish the allowable land uses for a particular portion of Columbia by listing specific uses or referencing other Howard County zoning districts. The FDPs also establish the applicable bulk regulations (building height, setbacks, etc.) and any unique criteria for the uses.

Interested in looking at an FDP? Most are posted online at: https://data.howardcountymd.gov/DPZ_FDP/FDP_Web.aspx

Upcoming Meetings

Hearing Examiner

Foster Property, BA-22-009VV

June 23, 2022 at 10 pm

Residential Variance Petition requesting to exceed the height limit of accessory structures and the maximum cumulative lot coverage permitted for accessory structures at 6044 Trotter Road, Clarksville, MD.

Yoltay Property, BA 22-002CC

July 5, 2022 at 5:30 pm

Conditional Use Petition requesting use of an existing two-story residential dwelling as a two family dwelling at 7079 Guilford Road, Columbia, MD..

What is a Variance?

Zoning regulations are written to account for most situations, however, it is not possible to foresee every unique scenario where it may not make sense to strictly apply the zoning regulations. Therefore a variance process is available to evaluate if a unique enough circumstance exists to justify variation from the regulations as written.

In Howard County, the Hearing Examiner has the authority to grant variances from parking requirements and bulk regulations (building height, lot coverage, setbacks, etc.) if it is determined that there are unique physical conditions in lot shape or size, exceptional topography, or other peculiar features that will create practical difficulties or unnecessary hardships if the bulk regulations were strictly applied. In the New Town zoning district this authority lies with the Planning Board and is known as an "adjustment".

Proposed Developments

The following projects recently (re)submitted plans to the Howard County Department of Planning and Zoning.

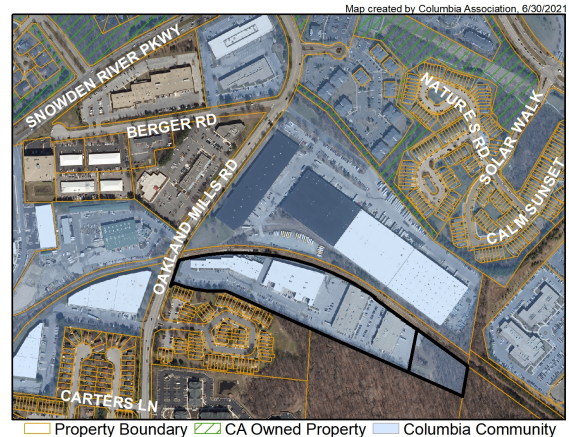
1. Stonewood 5 Storage, SDP-21-052

Proposed development of a self-storage building at 7185 Oakland Mills Road.

2. Old Montgomery Meadows, ECP-22-052

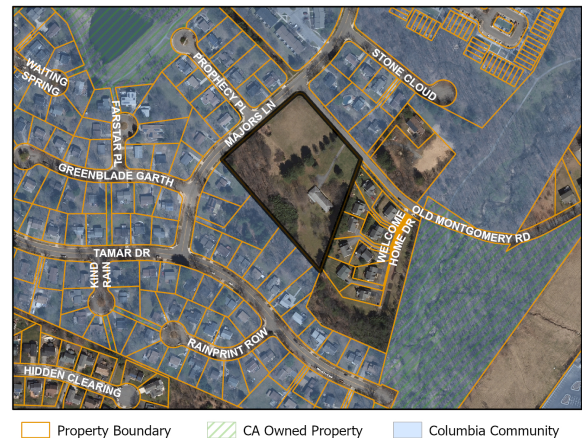
The proposed development of 12 single-family detached homes at 9005 Old Montgomery Road.

1. Stonewood 5 Storage



Source: CA CDRES

2. Old Montgomery Road



Source: CA CDRES

If you are interested in learning more about these projects, their status, or would like to discuss the project with County planning staff: <https://www.howardcountymd.gov/planning-zoning> Go to Additional Information - "Search for Development Plans" and use the Keyword search feature by typing in the project number (ex. SDP-__-__) or project name.

HoCo by Design

General Plan Update

Howard County Department of Planning and Zoning and their consultant team will be releasing draft Planning Theme Chapters throughout 2022. The themes reflect community input gathered over the past engagement process, the physical assessment reports, and advisory committees.

General Plan Links and Resources

Learn more and provide feedback in the General Plan process by:

HoCo Design Website

<https://www.hocobydesign.com>

Howard County Department of Planning and Zoning Community Plans

<https://www.howardcountymd.gov/planning-zoning/community-planning>

Read the current draft chapters available for review or learn about upcoming future chapters at <https://www.hocobydesign.com/draft-plan-materials>. Released chapters include:

Dynamic Neighborhoods: This chapter focuses on issues of housing need, associated infrastructure and amenities, and strategies for balancing and directing growth.

Quality by Design: This chapter focuses on issues of character and design for existing and new development from historic to modern communities and within their natural environmental settings.

Life Outdoors: This chapter focuses on environmental stewardship, compatibility between nature and the built environment, and climate change mitigation and adaptation.

Also check out the **Draft Future Land Use Map**.

Upcoming Public Engagement Opportunity

Register for either meeting at: <https://www.hocobydesign.com/life-outdoors>

Life Outdoors

Evening Virtual Meeting

Wednesday, June 8, 2022

6:30 - 8:30 pm

Life Outdoors

Afternoon Hybrid Meeting

Thursday, June 9, 2022

3:00 - 5:00 pm

In-person option:

Columbia-Ellicott Room at the George Howard Building

3430 Court House Drive, Ellicott City, MD 21043 *Registration for the in-person option is required by 12:00 pm on Wednesday, June 8. Space is limited.*

Transportation Planning

Selected Highlights

E-Scooter Sharing System Pilot Program

On June 3, 2022 Howard County launched a pilot program that will include up to 200 shared scooters concentrated in Downtown Columbia and the surrounding areas. Scooter sharing systems are a micro-transit solution that provides an affordable and flexible transportation option. To learn more: <https://www.howardcountymd.gov/transportation/current-shared-electric-scooter-operations>

Free Student Bus Passes All Howard County Public School System middle and high school students are eligible to ride Regional Transportation Agency of Central MD (RTA) buses for Free. Visit your school office for details on how to get your FREE student bus pass good through next September.

More Information:

<https://www.transitrta.com/>

<https://www.howardcountymd.gov/transportation>

Transportation Links and Resources

Learn more and engage with transportation project at:

Howard County Office of Transportation

<https://www.howardcountymd.gov/transportation>

Howard County Department of Public Works

<https://www.howardcountymd.gov/public-works>

State Highway Administration – District 7

<https://roads.maryland.gov/mdotsha/pages/districts.aspx?did=d7>

Who is CDRES?

Community Development & Real Estate Services coordinates CA's interaction with local government, civic, and community-based organizations on transportation, land use, master planning and design initiatives.

The division also manages and processes easement requests and oversees encroachment related review. This department regularly interacts and engages CA residents and stakeholders on public education and engagement initiatives and neighbor relations where CA open space and adjacent properties are located.