



To listen to the Audio of this meeting, please go to the following link on CA's website:

<https://www.columbiaassociation.org/about-us/leadership/board-of-directors/>

The link will be active Thursday evening, April 23, 2020.

April 17, 2020

To: Columbia Association Board of Directors
(E-Mail: Board.Members.FY20@ColumbiaAssociation.org)
CA Management

From: Andrew C. Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, April 23, 2020 at 7:00 p.m. at Columbia Association headquarters, 6310 Hillside Court, Suite 100, Columbia, MD 21046.

AGENDA

- | | 5 min. | Page Nos. |
|--|------------------|------------------|
| 1. Call to Order | | |
| (a) Announce the procedures being used to conduct the virtual meeting | | |
| (b) Roll Call to determine Directors/senior staff members in attendance | | |
| (c) Announce that <u>only audio</u> of the meeting is being broadcast. Since the meeting is being held remotely and no one is in the Board Room, the "video" will show a static image stating the meeting is being live-streamed with audio only. | | |
| (d) Remind Board and senior staff members to mute their phones and speak slowly and clearly so they can be heard | | |
| (e) Remind Board and senior staff members to announce their name when they speak so everyone knows who is speaking | | |
| 2. Announcement of Closed/Special Meetings Held/To Be Held | 1 min. | |
| 3. Approval of Agenda | 1 min. | |
| 4. Due to the limitations on the ability for people to call in to the virtual Board meeting, there will not be a verbal resident speakout. Instead, residents are encouraged to send their comments to CA's Board of Directors at Board.Members.FY20@columbiaassociation.org . | | |
| 5. Consent Agenda | 1 min. | |
| (a) Approval of Minutes – March 26, 2020 BOD Meeting | | 3 – 4 |
| 6. Board Votes | 60 min. | |
| (a) Proposed Modifications to the FY 2021 Capital Budget | <i>(20 min.)</i> | 5 - 6 |
| (b) Proposed Modifications to the FY 2021 Operating Budget | <i>(20 min.)</i> | 7 |
| (c) Village Cap on Reserves | <i>(20 min.)</i> | 8 - 9 |
| 7. Chairman's Remarks | 5 min. | 10 |
| 8. Reports/Presentations | 5 min. | |
| (a) Report from the CA Representatives to the Inner Arbor Trust Board of Directors | | 11 |
| (b) Financial Reports - None | | |
| 9. Proposed New Topics | 5 min. | |
| 10. Talking Points | 2 min. | |
| 11. Adjournment – Anticipated Ending Time: Approximately 8:30 p.m. | | |

Upcoming Scheduled Meetings

Thursday, May 14, 2020 – Organizational Meetings – 7:00 p.m.
Thursday, May 28, 2020 – Board of Directors Meeting – 7:00 p.m.

ARRANGEMENTS FOR AN INTERPRETER FOR THE HEARING IMPAIRED CAN BE MADE BY
CALLING 410-715-3111 AT LEAST THREE DAYS IN ADVANCE OF THE MEETING.

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.

DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: March 26, 2020

To be approved: April 23, 2020

A virtual meeting of the Columbia Association Board of Directors was held on Thursday, March 26, 2020. Participating were Chairman Andy Stack, Vice Chair Virginia Thomas, and members Dick Boulton, Renee DuBois, Lin Eagan, Janet Evans, Alan Klein, Milton W. Matthews, Nancy McCord, and Rafia Siddiqui. Other participants were CA Vice President/CFO Susan Krabbe, General Counsel Sheri Fanaroff, Director of Finance Lynn Schwartz, and Director, Department of Open Space and Facility Services Dennis Matthey.

1. Call to Order: The Board of Directors Meeting was called to order at 7:00 p.m. by Chairman Andy Stack.

Mr. Stack read prepared remarks outlining how the meeting would be conducted. He then proceeded with a roll call to determine which Directors and CA senior staff members were participating. Mr. Stack noted that only audio of the meeting was being broadcast.

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

The **Architectural Resource Committee** held a closed meeting on March 9, 2020. The members present were Deb Bach, Ed Gordon, and Anne McKissick. The vote to close the meeting was 3-0-0.

The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-111(4)(iv) consultation with staff personnel, consultants, attorneys, board members or other persons in connection with pending or potential litigation or other legal matters. The meeting was closed from 1:06 p.m. until 2:40 p.m. to discuss new and ongoing covenant cases.

3. Approval of Agenda

Action: Ms. Thomas moved to approve the agenda. Ms. DuBois seconded the motion, which passed by a vote of 8-1-0.

For: Messrs. Boulton and Stack and Mmes. DuBois, Eagan, Evans, McCord, Siddiqui, and Thomas

Against: Mr. Klein

Abstain: None

4. Resident Speakout:

Due to limitations on the ability for people to call in to the virtual meeting, a verbal resident speakout was not held. Instead, residents were encouraged to send their comments to CA's Board of Directors at Board.Members.FY20@columbiaassociation.org.

5. Consent Agenda

(a) Approval of Minutes – February 27, 2020 BOD Meeting

(b) Hyla Brook Easement Request

Both items were approved by consent.

6. Board Discussion

(a) Any Questions from the Board re: CA's Response to the COVID-19 Pandemic?

In response to Board members' questions, Mr. Matthews said:

- CA has submitted an application to be licensed to provide temporary child care services for at the Teen Center for emergency personnel.
- CA is taking down the hoops on outdoor basketball courts to discourage people from gathering.

- CA is communicating with team members regarding their compensation for the pay period of May 30-April 12, 2020.
- The President/CEO will continue providing a weekly update to the Board of Directors.

(b) New Financial Request

Ms. Krabbe explained the request to secure new financing. Revenue is not being generated since Sport and Facilities are closed, and before and after school care is not being provided due to school closures. CA is working with a lender to secure funds until annual charge invoices can be mailed. Ms. Krabbe answered Board members' questions, and noted that CA is reviewing the impact of the reduced revenue upon expenditures in its Fiscal Year 2020 and Fiscal Year 2021 operating and capital budgets.

7. Board Votes

(a) Waive the Three-Reading Rule to allow a Vote on the New Financial Request

Action: Ms. DuBois moved to waive the three-reading rule to allow a vote on the new financial request. Ms. Siddiqui seconded the motion, which was approved unanimously.

The number of Board members voting to approve the motion (nine) satisfied the requirement that a 2/3 majority of votes be obtained to waive the three-reading rule.

(b) New Financial Request

Action: Ms. DuBois moved to approve the resolutions submitted by CA's CFO to obtain new financing to fund short-term operating cash requirements and to undertake certain capital projects approved by the Board of Directors of the Corporation. Ms. McCord seconded the motion, which was approved by a vote of 8-0-1.

For: Messrs. Boulton, Klein, and Stack and Mmes. DuBois, Eagan, Evans, McCord, and Thomas

Against: None

Abstain: Ms. Siddiqui

8. Chairman's Remarks:

Mr. Stack submitted a written report.

9. Reports/Presentations – Financial Reports

The chair advised members to review the 3rd Quarter financial information sent to the Board via courier earlier in March. Any questions they have should be sent via email to Susan Krabbe, with a copy to Milton W. Matthews and the CA Board.

10. Talking Points: The Talking Points were read by Recording Secretary Janet Loughran.

11. Adjournment: Without objection, the meeting was adjourned at 8:10 p.m.

Respectfully submitted,

Janet F. Loughran

Recording Secretary

Columbia Association Approved Capital Budget
Category I and II Projects by Program Purpose

Category	Project name	Approved FY21	Proposed Amendments	Draft Revised FY21	Code	Impact of Amendment
OPEN SPACE AMENITIES						
II	Columbia-Wide Pathway Renovations	\$500,000	(\$50,000)	\$450,000	Q, L/S	Minor. This work can be done by CA staff, and maintains funding for CA's most popular and best-used amenity.
II	Lake Elkhorn Pavilion and Fishing Piers Replacements	\$240,000	(\$240,000)	\$0	L/S	Maintenance activities to address safety concerns can be done to defer replacement.
II	Columbia Gateway Park Improvements	\$50,000	(\$50,000)	\$0	Q	New initiative not essential at this time.
II	Wilde Lake Gazebo and Fishing Pier Replacements	\$200,000	(\$200,000)	\$0	L/S	Maintenance activities to address safety concerns can be done to defer replacement.
II	Town Center Lakefront Renovations	\$100,000	(\$100,000)	\$0	Q	New initiative not essential at this time.
II	Columbia-Wide Tot Lot Renovations pending CA Board Approval of the Tot Lot Policy	\$456,000	(\$456,000)	\$0	L/S	All tot lots are currently closed due to the Governor's mandate. Category III funding in place for some tot lot renovations. Some tot lots may have to remain closed pending funding.
II	Columbia-Wide Parking Lot Replacement	\$250,000	(\$100,000)	\$150,000	L/S	Reduction reflects change in scope of each parking lot project and deferral of some projects, while addressing the most needed.
II	Columbia-Wide Boardwalk Replacement	\$180,000	(\$180,000)	\$0	L/S	Maintenance activities to address safety concerns can be done to defer replacement.
II	Columbia-Wide Bridge Replacements	\$250,000	\$0	\$250,000	L/S	No change proposed to keep bridge replacement program on schedule.
	Total Open Space	\$2,226,000	(\$1,376,000)	\$850,000		
GOING GREEN						
I	Columbia-Wide Building Energy Retrofits	\$150,000	(\$37,500)	\$112,500	Q	Deferral of planned LED lighting project for Owen Brown Tennis Club.
I	Going Green Projects	\$200,000	(\$50,000)	\$150,000	Q	Deferrals of Swim Center solar project and Maintenance Facility EV charging station.
II	Columbia-Wide HVAC Systems	\$200,000	(\$100,000)	\$100,000	Q	No impact. Replacement of two units at Supreme Sports Club will be funded from prior year approved budget.
	Total Going Green	\$550,000	(\$187,500)	\$362,500		
WATERSHED						
I	Columbia-Wide Water Quality Improvements	\$75,000	(\$75,000)	\$0	Q	Deferred due to pandemic-related delays in Howard County work orders.
I	Watershed Improvement Projects	\$540,000	(\$440,000)	\$100,000	Q	All projects deferred with the exception of design and permitting work for stream stabilization for the Wilde Lake Stream reach between the dam and Little Patuxent Parkway.
II	Lake Elkhorn Dam Renovations	\$30,000	\$0	\$30,000	L/S	No change proposed to keep dam program on schedule.
II	Wilde Lake Dam Improvements	\$30,000	\$0	\$30,000	L/S	No change proposed to keep dam program on schedule.
II	Columbia-Wide Watershed Stabilization, pending CA Board Approval of Future Plans for Fairway Hills Golf Club	\$150,000	(\$150,000)	\$0	L/S	Path erosion was addressed by moving the path.
II	Columbia-Wide Ponds Dredging and Repairs	\$365,000	(\$265,000)	\$100,000	Q, L/S	Retains funding for dredging the Jackson Pond forebay
	Total Watershed	\$1,190,000	(\$930,000)	\$260,000		
VILLAGES						
II	Locust Park Neighborhood Center Renovations	\$387,000	(\$387,000)	\$0	Q	Maintenance activities for safety
II	KC - Amherst House Sprinkler Replacement	\$150,000	(\$150,000)	\$0	L/S	Maintenance activities to repair leaks and maintain in place until replacement
II	TC - Oakland Manor HVAC Renovation	\$600,000	(\$600,000)	\$0	Q	Project was to be deferred anyway to coordinate with other projects at Oakland Manor
	Total Villages	\$1,137,000	(\$1,137,000)	\$0		
SPORT & FITNESS						
II	Columbia Gym Renovation	\$200,000	(\$200,000)	\$0	Q	Postponed. Delaying Phase III of the Supreme Sports Club renovation would not allow for this renovation to occur on its current schedule
II	Hobbit's Glen Clay Court Replacement Phase II	\$370,000		\$370,000	Q	No Change. Tennis is a revenue-generating activity and courts will be unplayable without replacement
II	MacGill's Common Pool Water Playground and Neighborhood Center Conversion	\$425,000	(\$425,000)	\$0	Q	Postponed. This project is a user experience upgrade but not imperative to the general operation of the pool.
II	Supreme Sports Club Renovation Phase III	\$2,000,000	(\$2,000,000)	\$0	Q	Postponed. While critical to the long-term maintenance of membership, the scale of the project and its resource requirements necessitated a delay to support other critical organization needs.
II	Sport & Fitness Equipment and Facility Upgrades	\$500,000	(\$50,000)	\$450,000	\$/Q	Reduced. Staff is exploring permanent disinfecting solutions for the facilities that may require capital funds to implement.
	Total Sport & Fitness	\$3,495,000	(\$2,675,000)	\$820,000		
OTHER CA FACILITIES/EQUIPMENT						
II	IT Improvements - Phases I and II	\$100,000	\$0	\$100,000	L/S	No change. Represents key network hardware that has reached end of life.
II	Maintenance Facility Asphalt Lot Replacement	\$100,000	(\$100,000)	\$0	L/S	Asphalt can be crack-filled and patched to defer replacement.
II	Equipment and Vehicles	\$500,000	\$0	\$500,000	L/S	No change. More in-house work due to the elimination of contracted work will impact aging vehicles and equipment.
	Total Other CA	\$700,000	(\$100,000)	\$600,000		

		TOTAL CAT I AND CAT II	\$9,298,000	(\$6,405,500)	\$2,892,500
III	Category III		\$5,702,000	(\$594,500)	\$5,107,500
		GRAND TOTALS	\$15,000,000	(\$7,000,000)	\$8,000,000

Reduction of just over 10% will be shared by all facilities.

<p>Key to Codes: L/S: Legal or safety reasons \$/Q: Produces additional revenue and upgrades quality of service Q: Quality of Service upgrade but no additional revenue expected</p>



DATE: 17 April 2020

TO: Columbia Association Board of Directors

Cc: Susan Krabbe
Lynn Schwartz

FROM: Milton W. Matthews

SUBJECT: Proposed Modifications to the FY 2021 Operating Budget

The supporting documents for this subject will be made available to CA's Board of Directors at the meeting on Thursday, 23 April 2020. The work will not be completed any earlier.



April 21, 2020

To: Columbia Association Board of Directors

Cc: Susan Krabbe, Vice President/Chief Financial Officer
Kristin Russell, Director of Planning and Community Affairs
Jackie Tuma, Director of Internal Audit

From: Milton W. Matthews, President/CEO

Re: FY21 Amendments to the Management Contract

The proposed modifications to CA's FY21 operating and capital budgets reflect widespread reductions in revenue and expenditures, including the annual charge share to the villages. In order for each community association to plan for lost and reduced revenue and lower expenditures, staff recommends two amendments to the current management contract:

- 1) Waive the FY20 excess cash reserves requirement (this calculation is based on FY20 financial results; any cash that exceeds the cap is normally paid in FY21).
- 2) Increase the threshold for village-funded repairs and maintenance from \$1,000 to \$2,000. This reduction of CA's spending on the community buildings would be consistent with a reduction for all of its other facilities. Since repairs and maintenance CA-wide will be re-prioritized, this will also enable the villages to perform maintenance more promptly on items they would like to complete.

While it does not reflect the impact of COVID-19, attached is a summary of the villages' financial statements as of FY20 third quarter for your reference.

May 1, 2019 - January 31, 2020

	Dorsey's Search	Harper's Choice	Hickory Ridge	Kings Contrivance	Long Reach	Oakland Mills	Owen Brown	River Hill	Town Center	Wilde Lake	TOTAL
STATEMENT OF FINANCIAL POSITION:											
Cash	\$ 167,672	379,245	254,299	220,317	548,511	323,587	241,326	306,484	321,435	344,133	\$ 3,107,008
Fixed Assets, Net of Accum. Depr.	\$ 30,570	31,292	24,134	13,161	108,209	11,854	8,314	24,279	18,525	25,544	\$ 295,883
Other Assets (a)	\$ 8,361	-	5,296	412	1,960	887	-	5,320	5,143	892	\$ 28,271
Total Assets	\$ 206,603	410,536	283,730	233,890	658,680	336,327	249,640	336,084	345,103	370,568	\$ 3,431,162
Deferred Income - CA Grant	\$ 72,770	97,111	73,392	75,126	117,062	96,524	80,551	72,050	81,220	91,658	\$ 857,464
Other Liabilities (b)	\$ 48,108	115,818	28,929	28,706	61,219	63,200	27,141	89,221	136,854	66,563	\$ 665,758
Total Liabilities	\$ 120,878	212,929	102,321	103,832	178,282	159,723	107,692	161,271	218,074	158,221	\$ 1,523,222
Net Assets	\$ 85,725	197,608	181,408	130,059	480,398	176,604	141,949	174,812	127,030	212,347	\$ 1,907,940
STATEMENT OF ACTIVITIES:											
CA Grant, net of excess cash reserves	\$ 228,430	301,454	230,297	235,499	361,308	299,693	251,774	226,156	253,781	285,096	\$ 2,673,488
Other Income (c)	\$ 77,124	323,835	131,972	119,128	449,327	171,477	83,808	221,608	242,464	226,656	\$ 2,047,400
Total Income	\$ 305,554	625,289	362,269	354,627	810,635	471,170	335,582	447,765	496,245	511,752	\$ 4,720,888
Salaries & Wages,											
Payroll Benefits and Payroll Taxes	\$ 168,148	338,121	195,159	224,821	310,800	289,410	164,467	243,624	322,106	340,703	\$ 2,597,360
Depreciation Expense	\$ 5,590	11,034	5,443	2,975	9,360	2,619	2,426	2,833	729	6,387	\$ 49,395
Other Expenses (d)	\$ 131,437	217,750	101,130	86,366	296,295	143,010	129,640	157,151	152,896	131,817	\$ 1,547,493
Total Expenses	\$ 305,175	566,905	301,733	314,161	616,455	435,040	296,534	403,607	475,731	478,906	\$ 4,194,248
Increase (Decrease) in Net Assets	\$ 378	58,385	60,536	40,466	194,180	36,130	39,048	44,157	20,514	32,846	\$ 526,641
(a) "Other Assets" includes categories such as accounts receivable and prepaid expenses. (b) "Other Liabilities" includes categories such as accounts payable, deferred income, accrued payroll and benefits and security deposits. (c) "Other Income" includes categories such as lease and rental, tuition and enrollment, interest, special events, newsletter advertising and fees. (d) "Other Expenses" includes categories such as operating expenses, fees (i.e. accounting, legal and audit), janitorial expenses, contract labor, business expenses, insurance, special events, newsletter, utilities, and repairs and maintenance.											

April 17, 2020

Chair's Remarks April 23, 2020 CA Board Meeting

<u>Date</u>	<u>Activity</u>	<u>Time</u>
Apr 23, 2020	CA Board meeting (Virtual)	7:00 PM
Apr 25, 2020	Columbia Village elections (see each village website for details)	varies
Apr 30, 2020	End of CA's FY-2020	
May 1, 2020	Beginning of CA's FY-2021	
May 14, 2020	Annual Meeting (Virtual)	7:00 PM

RR = Registration Required or there is a Cost associated with this Activity

With the State of Emergency regarding the coronavirus, many activities have been canceled or postponed. So the calendar is very sparse.

The Villages of Harpers Choice (mail-in/e-vote), Long Reach (mail-in), and Oakland Mills (mail-in) are having elections this month (April 23/24). The Villages of Kings Contrivance and River Hill will be holding elections on June 27th. The other 5 villages will not be having elections this year.

I would like to thank my fellow CA Board members for their service on the CA Board this year. For those of you not returning, I have enjoyed serving with you and wish you good luck in future endeavors. The fiscal year is ending quite differently than any of us would have expected. CA is facing a very challenging situation. The beginning fiscal situation for the new fiscal year is quite different from that which greeted us at the beginning of this fiscal year. The new CA Board has a very different beginning situation and will face challenges unlike any other CA Board.. I look forward to serving on the new Board.

I would like to thank CA Staff for their work in dealing with the effects of the state of emergency and the coronavirus. Many long hours and difficult decisions for staff!

Report from The Inner Arbor Trust

COVID-19 Response

The Trust has closed all public performances at the Chrysalis until at least July 1, 2020. The Trust is working on scenarios for public programming based on opening dates of July 1, August 15, October 1, or December 1, as well as potentially closing the Chrysalis until 2021. The Trust has been in communication with its largest programming sponsors and partners (such as the Columbia Orchestra and Howard County Rec and Parks) to keep everyone informed of plans as they progress.

The Trust is working on a virtual programming schedule for May and June 2020 (which may extend later) to provide free arts programming virtually while working with its artistic partners. The Trust has invited Howard County Rec and Parks, Downtown Columbia Arts and Culture Commission, and Columbia Festival of the Arts to join them in publicizing and collaborating with this project. The goal is to sustain our local community and to continue to provide work for local artists with whom we have partnered.

Pathway Update

The CA-funded pathway is under construction and has been fully permitted. CA is constructing this pathway, and at the Trust's request, CA has pre-invoiced the Trust for the work and CA will be paid by next week for the full construction costs.

The Trust is working with the County to finalize the grant/ payment agreement on the County funded pathway - which will be constructed by CA, but paid for by the Trust through the money the County is granting to the Trust for this pathway.

Wine in the Woods Agreement

IMA and the County came to an agreement to allow Wine in the Woods to take place in future years - the Trust is reviewing this agreement and has asked CA for review as well to make sure that it complies with the Trust/CA agreement, the Trust/IMA agreement, and any other agreements. Wine in the Woods is of utmost importance and priority for the Trust.

Park Standards 2020-2021

The Trust has re-published the 2019-2020 standards established by CA and the Trust for 2020-2021, and will continue to expect and work to enforce full compliance with these standards by all users. The Trust is working diligently with CA and IMA to work towards bringing IMA into compliance.

The Trust is aware, and CA staff is aware, of current construction dumping by IMA/ DCACC on Trust controlled portions of CA property, and we are working to try to get these areas cleaned up as soon as possible.

Updated Park Plan Process

The Trust has been working with its stakeholders to identify contributors to the planning process. Due to a number of factors, the planning process roll-out has been delayed. The Trust is working to finalize these stakeholders no later than April 24, with an initial message to the members going out by May 1 and the first meeting occurring in mid-May, with a final plan by September 15.