October 3, 2014

To: Columbia Association Board of Directors
        Advisory Committee Chairpersons
        Village Board Chairs
        Village Managers
        Members of the Press
        CA Management

From: Andrew Stack, Board Chair

The Columbia Association Board of Directors Meeting will be held on Thursday, October 9, 2014 at 7:30 p.m. at the Columbia Association Building, 10221 Wincopin Circle, Columbia, MD 21044.

AGENDA

1.	Call to Order (Announce Directors/Staff in Attendance)	1 min.
2.	Announcement of Closed/Special Meetings Held/To Be Held	1 min.
3.	Approval of Agenda	1 min.
4.	Disclosure of Conflicts of Interest	1 min.
5.	Resident Speakout	
6.	Approval of Minutes **September 11, 2014**	2 min.
7.	Chairman's Remarks	3 min.
8.	President's Remarks; Follow-Up Questions from the Board Members	10 min.
9.	Committee Chairs' Remarks	**10 min.**
	(a) Board Operations Committee	*(2 min.)*
	(b) External Relations Committee	*(2 min.)*
	(c) Planning and Strategy Committee	*(2 min.)*
	(d) Strategic Implementation Committee	*(2 min.)*
	(e) CA Representatives to the Inner Arbor Trust Board of Directors	*(2 min.)*
10.	Recommendations for Board Action	
	(a) Consent Agenda - None	
	(b) Recommendations for Action	
	1. Approval of Civility Principles to Guide Discourse at Board of Directors Meetings and Work Sessions.	10 min.
11.	Special Topics and Presentations - None	
12.	Committee Agendas	
	(a) Planning and Strategy Committee	
	1. Discussion	
	(a) Committee Tracking Form	2 min.

        (b)   Strategic Implementation Committee

              1.   Discussion   **35 min.**

                    (a)   Spectrum NG Status Update   *(20 min.)*

                    (b)   Draft Borrowing Resolution for Revolving Credit Note   *(15 min.)*

13. Tracking Forms   5 min.

      (a)   Tracking Form for Board Requests

      (b)   Tracking Form for Resident Requests

14. Talking Points   2 min.

15. Adjournment – No Later than 11:00 p.m. (Expected Ending Time: Approximately 9:10 p.m.)

16. **Closed meeting of the Board of Directors follows adjournment of the open meeting**

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Next Board Meeting: Thursday, October 23, 2014

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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.

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<u>CA Mission Statement</u>

</div>

Working every day in hundreds of ways to make Columbia an even better place to live, work, and play.

<div align="center">

<u>CA Vision Statement</u>

</div>

Making Columbia the community of choice today and for generations to come.

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DRAFT
Minutes of the
BOARD OF DIRECTORS MEETING
Held: September 11, 2014

</div>

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To be approved: October 9, 2014

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A meeting of the Columbia Association Board of Directors was held on Thursday, September 11, 2014, at the Columbia Association Building. Present were the Chair, Andrew Stack, members Reg Avery, Michael Cornell, Brian Dunn, Jeanne Ketley, Alan Klein, Nancy McCord, Tom O'Connor (via phone), and Russ Swatek. Member Gregg Schwind participated via telephone for part of the meeting and in person for part of the meeting. Also present were CA President/CEO Milton Matthews, Governance Chief of Staff Rob Goldman, and Chief Staff Liaisons Susan Krabbe and Jane Dembner.

1. Call to Order: The Board of Directors Meeting was called to order at 7:32 p.m. by the Chair, Andrew Stack.

2. Announcement of Closed/Special Meetings Held/To Be Held:
The Audit Committee held a closed meeting at the Columbia Association Building on September 10, 2014. Members present were Michael Cornell, Reginald Avery, Edward Berman, James Young, and Gregg Schwind (via telephone). The vote to close the meeting was 5-0-0.

The closed meeting was authorized under the Maryland Homeowners Act, Md. Code, Real Property §11B-111 (4)(i), Discussion of matters pertaining to employees and personnel; and §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 8:45 p.m. until 9:52 p.m.

3. Approval of Agenda:
Mr. Klein expressed concern about limiting Resident Speakout to 15 minutes on the agenda.
Action: Mr. Cornell moved that the agenda be accepted; Mr. Swatek seconded the motion, which passed.
Vote: 7-1-0
For: Messrs. Avery, Cornell, Dunn, Stack and Swatek, and Mses. McCord and Ketley
Against: Mr. Klein
Abstain: None

4. Disclosure of Conflicts of Interest: The chairman said none were disclosed to him.

5. Resident Speakout:
(a) Jervis Dorton, Oakland Mills, spoke about the final Symphony Woods Park design.
(b) Cy Paumier, Harpers Choice, spoke about the Symphony Woods Park plan.
(c) Bill Santos, Wilde Lake, spoke about the positive aspects of Columbia.
(d) Joan Lancos, Hickory Ridge, spoke about a CA master calendar to coordinate events sponsored by CA and the villages, and Symphony Woods redevelopment.
(e) John Slater, who works in Town Center, spoke about the current plan for Symphony Woods Park.

Mr. Schwind joined the meeting via phone at 7:55 p.m.

50 **6. Approval of Minutes** of August 14, 2014
51 Members requested two changes to the minutes: On Line 37, Mr. Swatek said to substitute "Audit
52 Committee" for "Board of Directors." On Line 39, Mr. Klein said "young" should be capitalized.
53 **Action:** Mr.Avery moved to approve the minutes ofAugust 14 as amended. Ms. McCord seconded the
54 motion, which passed. Vote: 8-0-1.
55 For: Messrs. Avery, Cornell, Dunn, Schwind, Stack and Swatek, and Mses. McCord and Ketley
56 Against: None
57 Abstain: Mr. Klein
58
59 *Mr. O'Connor joined the meeting via phone at 8:05 p.m.*
60
61 **7. Chairman's Remarks:**
62 Mr. Stack said that on September 13, there will be a Bike-About, Wilde Lake picnic and CA Staff
63 Appreciation picnic. The Board will have a work session on September 18 about New Town Zoning,
64 followed by a closed meeting. The Board will have dinner with the Howard County Chamber of
65 Commerce Executive Committee on September 22. The BOC will meet on September 29 to set the
66 agenda for the October Board meeting. On October 2, at Oakland Mills Meeting House, a public health
67 expert will discuss how community design can promote healthy lifestyles. There might be a joint meeting
68 of the Inner Arbor Trust and CA Boards of Directors on October 8.
69
70 **8. President's Remarks:**
71 At Mr. Matthews' request, Mr. Goldman gave a Haven on the Lake update, saying the facility is
72 anticipated to open in early December, hiring has begun and new employee training has been scheduled.
73 Almost 500 members have registered and there are more than 1900 active leads of potential members.
74
75 In response to a question from Mr. Swatek about an employee benefits study, Mr. Matthews said that only
76 one vendor responded to an RFP sent to 35 vendors about conducting the study. That vendor will be
77 vetted.
78
79 In response to a question from Mr. Cornell, Ms. Dembner said the Lake Kittamaqundi pathway project is
80 expected to be completed in November.
81
82 Mr. Matthews also said he:
83 • Has been nominated for the county's Economic Development Authority Board of Directors for a
84   term that would run until June 2018.
85 • Will speak at a Leadership Howard meeting on September 19.
86 • Expects to select a new Director of Communications and Marketing within the next two weeks.
87 • Participated in the unveiling of a replica of a painting as part of the Walters Art Museum's "Off
88   the Wall" exhibition. As a result of a collaboration between CA, Howard County government
89   and the Walters, a replica of "A Fishmonger's Shop" has been installed at the Lakefront, near the
90   steps beside Clyde's, and will be there for one year.
91
92 **9. Committee Chairs' Reports**
93 (a) **Board Operations Committee:** Mr. Stack said the next meeting will be held on September 29.
94 (b) **External Relations Committee:** Ms. McCord said the Board will have dinner with the Chamber of
95   Commerce Executive Committee at Linden Hall at 6 p.m. on September 22. The committee has not
96   yet scheduled a meeting with School Superintendent Renee Foose.
97 (c) **Planning and Strategy Committee**: *NONE*
98 (d) **Strategic Implementation Committee:** Mr. Klein said he is not confident about CA staff's
99   assurances that noise from Merriweather, Historic Oakland and Whole Foods would not adversely
100   affect patrons at Haven on the Lake.
101 (e) **Audit Committee**: Mr. Cornell said the Committee last night reviewed the first quarter financials,

102   membership data, internal audit reports, etc.
103   (f) **CA Representatives to the Inner Arbor Trust Board of Directors**: The next joint meeting
104   between the Columbia Association Board of Directors and the Inner Arbor Trust Board of Directors
105   is scheduled for October 8.
106
107   *Mr. Schwind joined the meeting in person at 8:20 p.m.*
108
109   **10. Special Topics and Presentations**
110   (a)   Presentation on the Downtown Columbia Bridge Feasibility Study – John Powell, Howard County
111   Office of Transportation and Romaine Kesecker, URS
112
113   Mr. Powell and Mr. Kesecker described several potential alternatives to the existing bridge linking
114   Oakland Mills with Downtown Columbia. They said a variety of stakeholders (villages, Bridge
115   Columbia, CA staff, County Council, etc.) helped develop the ideas about possible bridge widths,
116   footprint and building materials. They also said input from the CA Board would be appreciated. A
117   draft report describing various bridge options may be completed within the next month for review by
118   county government, which owns the existing bridge and paid for the study.
119
120   11.   **Committee Agendas**
121   (a) Planning and Strategy Committee
122   1. Discussion
123   (a) Review the FY 16 Budget Process and Schedule
124   Ms. Krabbe described a proposed budget process schedule for approval of the CA budget for
125   the second year of a two-year budget cycle. Public work sessions on the budget will be held on
126   November 13 and December 11.
127   <u>**Action:**</u> Mr. Swatek moved that the PSC recommend that the Board approve the proposed
128   budget process schedule. Mr. Dunn seconded the motion, which the Committee
129   passed unanimously. Vote: 3-0-0.
130
131   (b) Committee tracking form
132
133   (b) Strategic Implementation Committee
134   1. Discussion
135   (a) Spectrum NG Status Update
136   Mr. Matthews said CA is still transitioning items from the old membership management
137   system to Spectrum and CA staff members are still being trained on the use of the new
138   platform. Mr. Klein asked about items mentioned in the September 4 memo from CIO Chuck
139   Thompson that seemed inconsistent with what the Board said it wanted, particularly regarding
140   on-line enrollment. Because Mr. Thompson was unable to attend tonight's meeting, Mr.
141   Matthews asked that the Board hold questions until the October 9 Board meeting, which Mr.
142   Thompson is expected to attend.
143
144   Mr. O'Connor and Mr. Cornell said CA should fix a problem that prompts the Spectrum/NG
145   system to charge higher renewal rates for members who live in Columbia homes that have
146   Ellicott City and Clarksville addresses. Mr. O'Connor also noted that the system should not
147   allow people who live on outparcels with Columbia addresses to be charged the more
148   favorable prices that are supposed to be available only to Columbia residents.
149
150   (b) Committee tracking form
151   Mr. Klein wants Inner Arbor reports included in each month's President's Report.
152
153

154	(c) External Relations Committee
155	1. Discussion
156	(a) Approve Appointment of the At-large Representative to the Watershed Advisory Committee
157	**Action:** Mr. Cornell moved that the ERC recommend that the Board approve the
158	appointment of Deborah Wessner of Hickory Ridge as the at-large representative to
159	the Watershed Advisory Committee. Ms. Ketley seconded the motion, which the
160	committee passed unanimously. Vote: 3-0-0.
161	
162	(b) Update on "Columbia Speaks, CA listens"
163	Mr. Goldman described CA's efforts to promote the event, enable people to register
164	electronically, plan for transportation and day care for participants, and enable people to
165	participate electronically during the event. He also said a five- to seven-minute video will be
166	available after the event and people will be able to continue providing feedback for an
167	additional 30 days.
168	
169	Board members agreed to attend advisory committee meetings and report back to the ERC.
170	Staff will report in October about advisory committees' progress in submitting their annual
171	charge statements.
172	
173	(c) Committee tracking form
174	In response to a question from Mr. Klein about a tracking form item, Ms. Dembner said a
175	group of CA staff members will meet on September 24 to develop financial and logistical
176	options for reintroduction of the carillon bells at Lake Kittamaqundi.
177	
178	d) Board Operations Committee
179	1. Discussion
180	(a) Board self-evaluation process
181	The Board discussed its current evaluation survey and ways to gain more meaningful data
182	about the effectiveness of Board meetings. After discussion, the board decided via a straw poll
183	not to do self-evaluations surveys nor to set aside time the end of each meeting to discuss the
184	effectiveness of the meeting.
185	
186	(e) Audit Committee Briefing – IRS Forms 990 and 990T – FY2014
187	Ms.Krabbe presented CA's Return of Organization Exempt From Income Tax (IRS Form 990) and
188	Exempt Organization Business Income Tax Return (Form 990T). Mr. Klein noted that the 990
189	shows that CA has three vice presidents and that the female vice president is paid significantly less
190	than the males. Ms. Ketley asked for an explanation of how CA approves grant applications.
191	**Action:** Mr. Avery moved that the Audit Committee recommend that the Board approve IRS Form
192	990. Mr. Schwind seconded the motion, which the Committee approved unanimously.
193	Vote: 3-0-0.
194	**Action:** Mr. Avery moved that the Audit Committee recommend that the Board approve IRS Form
195	990T. Mr. Schwind seconded the motion, which the Committee approved unanimously.
196	Vote: 3-0-0.
197	
198	**12. Recommendations for Board Action**
199	(a) Consent Agenda - None
200	(b) Recommendations for Action
201	1. Approval of the FY 16 BudgetProcess and Schedule.
202	**Action:** The board unanimously approved the PSC's recommendation to approve the FY 16
203	Budget Process and Schedule. Vote: 10-0-0.
204	

205   2. Approval of Appointment of At-large Representative to the Watershed Advisory Committee
206   **Action:** The Board unanimously approved the ERC's recommendation to approve the
207   Appointment of Deborah Wessner as the At-large Representative to the Watershed
208   Advisory Committee. Vote: 10-0-0.
209
210   3. Approval of the IRS Forms 990 and 990T for FY2014
211   **Action:** The Board unanimously approved the Audit Committee's recommendation to approve the
212   IRS Forms 990 and 990T for FY2014. Vote: 10-0-0.
213 **13. Reports**
214   (a) FY 2015 1st Quarter Financial Report
215   (b) FY 2015 1st Quarter Financial Statements
216   **Action:** The Board unanimously approved the Audit Committee's recommendation to file the FY
217   2015 1st Quarter financial report and statements.
218
219 **14. Tracking Forms:**
220   (a) Tracking Form for Board Requests
221   Mr. Cornell asked that an update regarding CA's use of pesticides containing neonicitides be added
222   to the Tracking Form.
223
224   Mr. Klein asked for the status of updates regarding several tracking form items, including employee
225   stretch goals, potential for a community garden, enhanced audio recording equipment for the Board
226   Room, and quarterly reports from the Inner Arbor Trust.
227
228   (b) Tracking Form for Resident Requests
229
230 **15. Talking Points:** Recording Secretary Valerie Montague read the Talking Points.
231
232 **16. Adjournment:** Mr. Avery moved to adjourn the meeting. Mr. Dunn seconded the motion, which was
233 approved by consensus. The meeting was adjourned at 10:40 p.m.
234
235
236 Respectfully submitted,
237
238 Valerie Montague
239 Recording Secretary

COMMITTEE RECOMMENDATIONS TO BOARD

Date: September 30, 2014

To: Columbia Association Board of Directors

From: Board Operations Committee

Subject: Civility at Board Meetings

Issue: Desire to increase civility at board meetings

Discussion: The Board Operations Committee (BOC) discussed and considered a set of civility principles to guide conduct at board meetings to encourage more civil discourage among board members, staff and community members. The principles are based on P.M. Forni's book *Choosing Civility* and Howard County Library's "Choose Civility" program. At the September 2, 2014 BOC meeting, the committee recommended to the Board that it approve the principles as amended (see attached).

Recommendation of Committee:

By a vote of ___3___ For   __0__ Opposed   ____ Abstain

☐   Has no recommendation.

X   Recommends the following action be taken or motion be approved by the CA Board of Directors in regards to the issue described above.

Justification for Recommendation:

Motion: The recommendation must be written in the form of a motion or resolution.

> Be it resolved that the Board approves civility principles to guide discourse at Board of Directors meetings and work sessions; that the principles be posted in the board room, announced at each board meeting; and listed in conjunction with the resident speakout sign-up log. Further, be it resolved that it is the responsibility of each Board member to conduct themselves in alignment with these principles and to identify uncivil conduct at Board meetings and work sessions.

Civility Principles

to

Guide Discourse at CA Board of Directors Meetings and Work Sessions

Speak Kindly/Don't Speak Ill: Thoughtful communication has a positive impact in delivering your message and making a meaningful connection. Should you need to cope with conflict, do so in a fair fashion. Don't embarrass, belittle, humiliate or laugh at others. When we speak of others in a derogatory manner, we hurt them. We hurt their reputation, and we can also hurt their feelings. Our disparaging words against someone can prompt them to retaliate.

Accept and Give Constructive Criticism: Remember to be open-minded when receiving and giving advice. Perspective and helpful observation rather than personal judgments and attacks go much further in helping others understand and grow.

Apologize Earnestly: Apologies should be thoughtfully conceived, clearly stated, and heartfelt. [They] should convey that we know exactly *what* we did that was wrong, that we understand the *effects* of our actions, and that we are not looking for *excuses.*

Respect Others' Opinions: Present your opinions as just *opinions*, rather than transcendental truths. Make room for disagreement. Invite feedback. Among the most civil utterances of all time is the simple, humble, and smart question, "What do you think?" Let's use it generously. Who knows, we may learn something by listening in earnest to an opposing view. We may even discover that our opinion is not as good as we thought it was and that it is time for us to change, time to expand our horizons.

Respect Other People's Time: We respect other people's time when we learn to value it as much as our own. We then respect time as such—as the precious commodity it is—and act upon this respect in every situation.

Tracking Form - FY15
Planning and Strategy Committee

Submitted to Committee by (name):	Date sent to Committee	Description of Topic	1st Reading	Date Due to Board	Extensions	Date sent to CA Board	Recommendation of Committee	Board Action
	9/3/2013	Membership Rate & Fee Structure	Briefing & discussion on 9/12/13	Management has prepared a consultant scope of work and is beginning the procurement process.				
	4/10/2014	Columbia Market Study Review	Briefing on 4/10/13		6/12/2014	8/14/14 Consultant presentation of the study findings & recommendations	N/A	N/A
	7/10/2014	Provide guidance to management on employee compensation strategy, including a new performance incentive program, based on the findings from the previous salary study, upcoming benefits study, & consideration of a CA living wage.						
	9/5/2014	Review and recommend the FY 16 budget process & schedule	9/11/2014			9/11/2014	Approve	Approved 9/11/14
		Conduct the FY 16 budget process and make recommendation for Board approval (see steps below).						
		Host public hearing to gather input on proposed changes to FY16 budget	Planned for 11/13/14	N/A				
		Initial deliberations by PSC on proposed additions and deletions.	Planned for 12/11/14	N/A				
		Additional deliberations by PSC on proposed adjustments to FY 16 budget. Make recommendation to the CA Board.	Planed for 1/27/2015	1/27/2015				

*Updated September 30, 2014*

Columbia Association

Date: September 4, 2014 (revised October 1, 2014)
To: CA Board of Directors
From: Chuck Thompson/CIO
Cc: Milton Matthews

Status Report: Spectrum/NG - Two Years Later

On May 1, 2014, Columbia Association celebrated the second anniversary of the use of CSI's Spectrum/NG (SNG) as the organization's membership management solution. It has been another interesting year – full of both successes and opportunities. We have continued to learn about the platform, our partner relationship with CSI, and, most importantly, ourselves.

Where we were

In review, the migration from PRIME to SNG was challenging - but it represented the beginning of a journey. Our current solution allows for the essential transactional processing from the past to continue while, more significantly, it represents a transformational opportunity for CA. Prime was extremely limited in its capabilities and had been augmented with various features and components that were never integrated properly – manual intervention was required to synchronize many systems.
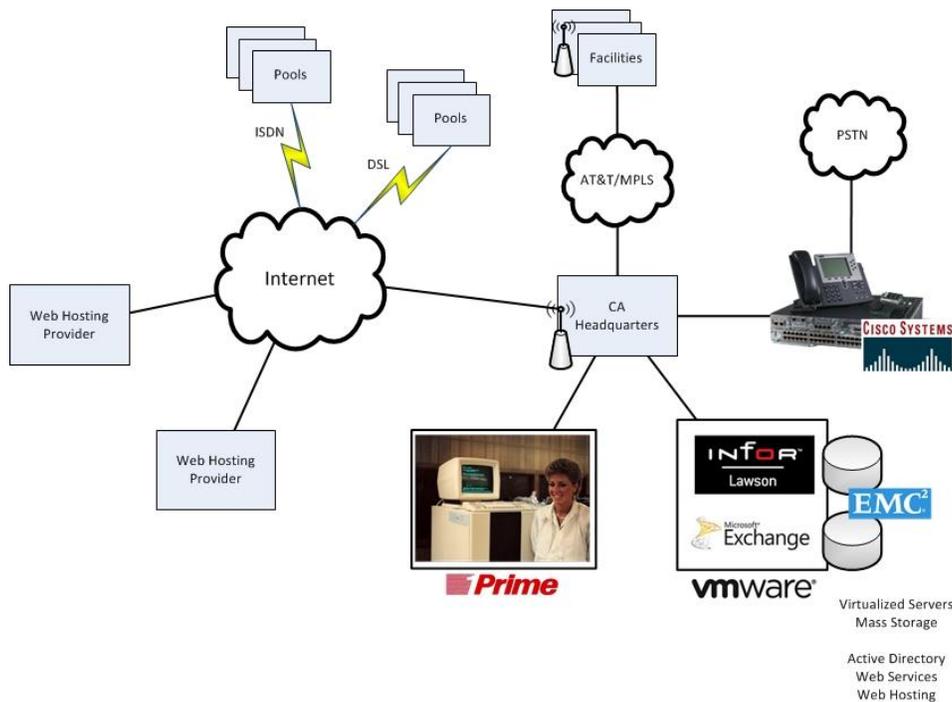
Where we are

As a result of the implementation of our new IT strategy, CA now has the ability to use new intuitive interfaces for both staff and customer interaction, to find trends and opportunities for new or improved products and services in the data that we have available to the organization, as well as provide the tools and the knowledge required for proficiency in this new environment.
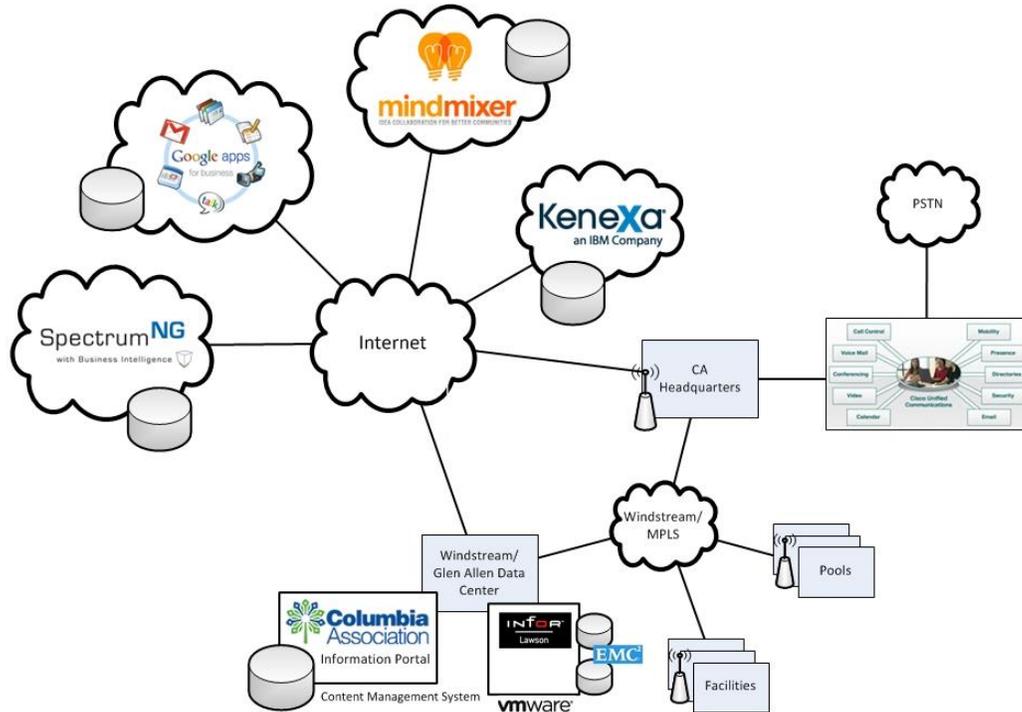
Spectrum/NG (SNG) and Spectrum On-Line Services (OLS)

Account Information

Currently allows any customers to:

- Check attendance records
- Check and update financial information
- Check reservations
- Make payments on account

Opportunities:

- Purchase Series Sales- Series Sales tracks usage, applies discounts, calculates pay rates, assigns commissions, targets expiration dates, and generates reports for any package CA can build. Potential use includes the ability to purchase personal training sessions or individual/small group fitness training.
- For Haven On The Lake - we will be using this option to sell class packs.

Camps

Currently allows customers to:

- Register
- Make changes to registrations
- Pay balances

Opportunities:

- SNG is a system that was developed for the fitness industry. The Camps module was implemented at the request of other fitness clubs who happen to run camps. As such, CSI's Camps module is not without challenges in its use at CA. However, CSI is working to implement the enhancements other organizations, in addition to CA, have requested.

Program Registration

Program Registration is a mix of features designed to register both members and nonmembers into CA's evolving lineup of courses and activities.

Currently being used for:

- Aquatics Programs – Columbia Gym, Columbia Swim Center, Outdoor Pools
- Art Classes – Art Center
- Fitness Classes – Athletic Club. Columbia Gym, Supreme Sports Club
- Golf Lessons – Fairway Hills
- Hockey Program - Columbia Ice Rink
- KidSpace classes & programs - Athletic Club. Columbia Gym, Supreme Sports Club
- Learn to Skate – Columbia Ice Rink
- Pliates Classes - Athletic Club. Columbia Gym
- School's Closed Day - Columbia Art Center, KidSpace and School Age Services
- Youth Programs - Athletic Club. Columbia Gym, Supreme Sports Club, Columbia Art Center, Youth and Teen Center

Opportunities:

- Future use - Dog Park registration
- Program registration is a module that almost everyone uses. Some team members have found it very challenging and others think it's great. We are working with team members who find it difficult to try to resolve their issues.

Scheduler

As noted by CSI, Scheduler introduces a set of options for CA to customize services and fees, control booking rules, payment requirements and employee availability.

Currently being used for:

- Racquetball Courts Reservations - Athletic Club. Supreme Sports Club

- Reserve Court Time Reservations– Tennis @ Athletic Club, Hobbit's Glen Tennis, Wilde Lake Tennis
- Private Lesson registration – Owen Brown Tennis, Hobbit's Glen Tennis, Wilde Lake Tennis

Opportunities:

- Instructors/trainers could set availability and customers could reserve personal training sessions or individual/small group fitness training. Configured but not used.
- Community Services will be selling birthday parties online using this module. We're piloting it at Supreme and the Art Center as they are two different audiences.

Group X Classes

This module is for classes that are on-going and attended by different people each week. CA currently uses a third-party provider, Bookings Plus, for these types of classes.

Opportunities:

- Group X Module was not implemented due to our current membership terms. For example, Package Plan Plus (PPP) members may register for certain classes that are not available to other membership types. PPP members can also register for group fitness classes prior to opening to others. New enhancements in SNG v6.0 will address these restrictions and the module will be implemented.
- We have been using online registration for Haven on the Lake demo classes and that has been successful.

KidsCare

Opportunities:

- As CA doesn't require reservations, we do not currently use this module.   However, since Haven on the Lake KidSpace maximum capacity is 19 children, we will encourage, but not require, reservations.

Reports

- Spectrum/NG has, built in, the ability to run attendance reports and breakdowns by facility, by date, and by membership. Additionally, CA IT has created custom attendance reports that allow additional breakdowns by parameters such as member demographics, day of week, and even time of day. Most departments are already using attendance reporting, whether built in to SNG or customized, and If there is a need to generate new customized attendance reporting, CA has the capability to do that in house.
- This memo includes three attendance reports run for August 2014 at the gyms (note: both the Athletic Club and Supreme were closed for several weeks in August, significantly affecting their attendance and the Columbia Gym's attendance - more people from the other clubs):
    - Summary of Attendance
    - Attendance by Age

    o   Check-in by Time of Day and then sorted by check-in station (presumably so they know how many people they needed covering check-in at any given time of day).

SNG Support

We have established a governance model in order to provide both leadership and management to the support of the platform. We have a senior staff advisory team - with members from S&F, Community Services, Finance and Audit, Marketing and IT, to answer questions and to provide direction for our internal support community.

A weekly operational support meeting addresses current issues and develops resolutions for implementation.

CA's Subject Matter Experts (SMEs), representatives from all of the functional areas in the organization, form the backbone of support for the platform. After all, who knows the specifics of the suite of tools in SNG better than the team members that use the platform on a daily basis?

We are in the process of expanding and replacing members of this group in order to continue to institutionalize system knowledge and standard operating procedures. This group meets on a regular schedule basis to exchange ideas and best practices.

We leverage Google's collaboration tools to share information as well as provide documentation for policies and procedures.

We have participated in the CSI Summit to meet other CSI customers and to learn new ways to use the system as well as see upcoming functionality currently being developed by CSI. Additionally, CA IT has evaluated a beta test version of CSI's Business Intelligence tool.

Where we are going

We recognize the need to continue to evolve our business processes. We also recognize that we need continued system education to improve our efficiency and we are working to determine the proper direction for our internal training.

We are upgrading our network access speed in cooperation with Howard County and the Inter-County Broadband Network (ICBN). This will provide members with improved Internet connectivity.

On-Line Enrollment

Build, Price, and Purchase

- In this scenario, potential members can review the specifics and options in available membership offerings. Based on needs and desirability, a specific plan is recommended to the prospect.
- The desired outcome is to process the enrollment/sale directly from the user's collected information via a web browser
- A CA project team is currently working on designs for this solution. A progress report will be provided in October 2014.

As noted on CSI software's site, with SNG CA has tools to provide:

- Publication of vital data around the clock, keeping pace with web innovation and engaging members at their convenience
- Members with a fast, flexible approach to customer service
- Online Services to push payments, enrollments and bookings straight to the members' fingertips
- A rich feature set to any computer, tablet or smartphone
- Most importantly, an evolving platform - the next major release for Spectrum NG, version 6.0 – the third upgrade since CA's adoption, is scheduled for October/November 2014

Finally, we work with the people at CSI Software every day. They are our partners. They work with us to understand what we are trying to do at CA.

These are the people we work with - https://www.youtube.com/watch?v=xaC-gS50GJs

October 3, 2014

To:	Columbia Association Strategic Implementation Committee Milton W. Matthews, President/CEO
From:	Susan Krabbe, Vice President and Chief Financial Officer
C:	Columbia Association Board of Directors
Re:	Draft Borrowing Resolution for Revolving Credit Note

Background

Columbia Association (CA) has relied on a revolving credit note, or line of credit, for short-term financing for many years, for I am requesting the addition of an item to the October 9 SIC agenda - "Borrowing Resolution for Revolving Credit Note." I have attached the last one, which is from October 2012. This resolution, written by the bank, authorizes CA to enter into a line of credit, which we have done for many years and use to fund the portion of capital projects that the cash flow from operations does not cover. The resolution needs to be re-done to change the President and the amount. For the past two years, the maximum was $45 million, but this year, the maximum will be $25 million. We need less because we issued long-term debt in June 2014. The current credit line expires on October 28.

Legal Considerations:

Legal review will ensure that CA complies with all relevant laws and regulations.

Budget Impact/Considerations:

The FY 2015 and conditional FY 2016 budgets include planned line of credit borrowings.

Policy Considerations:

The planned transaction supports the Board-approved Strategic Plan, specifically goals 2 and 5:

> **Goal 2 - "Maintain and enhance Columbia's facilities, open spaces, connectivity and environmental stewardship."**

The revolving credit note helps to provides resources to maintain and enhance CA's facilities and open spaces...

Goal 5 – "Demonstrate the practices of a high-performing and responsive organization."

CA staff engaged PFM for financial advice and is working to obtain the best possible terms for CA, to ensure a high value for CA customers and annual charge payers.

<u>**Recommendations**</u>:

Staff recommends that the CA Board approve the resolution to secure a revolving credit note (draft attached).

BORROWING RESOLUTIONS

RESOLVED, that this corporation, Columbia Association, Inc., a Maryland nonprofit membership corporation (the "Corporation") may:

1. borrow money from Bank of America, N.A., a national banking association ("Bank");

2. obtain, for the account of the Corporation, commercial and standby letters of credit issued by Bank;

3. obtain, for the account of the Corporation, Bank's acceptance of drafts and other instruments; and

4. discount with or sell to Bank notes, acceptances, drafts, receivables and other evidences of indebtedness, and assign or otherwise transfer to Bank any security interest or lien for such obligations;

from time to time, in such amount or amounts as in the judgment of the Authorized Officers (as hereinafter defined) the Corporation may require (the credit facilities described in the first part of this resolution are collectively referred to herein as the "Credit Facilities").

RESOLVED FURTHER, that the Corporation is authorized to enter into one or more agreements with Bank or an affiliate of Bank that provide for an interest rate, credit, commodity or equity swap, cap, floor, collar, forward foreign exchange transaction, currency swap, cross currency rate swap, currency option, securities puts, calls, collars, options or forwards or any combination of, or option with respect to, these or similar transactions, which agreements may be oral or in writing (collectively, "Hedge Agreements") and to execute and deliver any master agreement and the related schedule, confirmation or other agreement or certificate as Bank or its affiliate may require relating to such Hedge Agreements, including without limitation, any security or other collateral documentation as Bank or its affiliate may require in connection therewith.

RESOLVED FURTHER, that the Authorized Officers are hereby authorized and directed, as security for any obligation or obligations of the Corporation to Bank, whether arising pursuant to these Resolutions or otherwise, to grant in favor of Bank a security interest in or lien on any real or personal property belonging to or under the control of the Corporation.

RESOLVED FURTHER, that

Any ONE (1) of the following:

Milton W. Matthews, President, or

Susan M. Krabbe, Chief Financial Officer

of the Corporation, acting individually or in any combination as may be set forth above (the "Authorized Officers"), are hereby authorized and directed, in the name of the Corporation, to execute and deliver to Bank, and Bank is requested to accept:

a.   the notes, credit agreements, advance account agreements, acceptance agreements, letter of credit applications and agreements, purchase agreements, sale agreements or other instruments, agreements and documents which evidence the obligations of the Corporation under the Credit Facilities obtained or to be obtained pursuant to these resolutions, including, without limitation, that certain Loan Agreement dated as of October 9, 2010 and amendments thereto and any promissory note made pursuant to such Loan Agreement, as so amended, in the maximum principal amount not to exceed $25,000,000 at any one time outstanding (collectively, the "Loan Documents");

b.   any and all security agreements, deeds of trust, mortgages, financing statements, fixture filings or other instruments, agreements and documents with respect to any security interest or lien authorized to be given pursuant to these resolutions;

c.   any master agreement and the related schedule, confirmation or other agreement or certificate as Bank may require relating to Hedge Agreements; and

d.   any other modifications, renewals, amendments, instruments, agreements and other documents as Bank may require from time to time in connection with the Loan Documents and the Credit Facilities.

RESOLVED FURTHER, that the Authorized Officers are hereby authorized and directed, in the name of the Corporation, to endorse, assign to Bank, and deliver to Bank, any and all notes, acceptances, drafts, receivables and other evidences of indebtedness discounted with or sold to Bank, together with any security interest or lien for such obligations, and to guarantee the payment of the same to Bank.

RESOLVED FURTHER, that any and all of the instruments, agreements and documents referred to above may contain such recitals, covenants, agreements and other provisions as Bank may require and the Authorized Officers may approve, including A CLAUSE PROVIDING FOR CONFESSION OF JUDGMENT OR ARBITRATION, and the execution of such instruments, agreements and documents by the Authorized Officers shall be conclusive evidence of such approval, and that the Authorized Officers are authorized from time to time to execute renewals or extensions of any and all such instruments, agreements and documents.

RESOLVED FURTHER, that Bank is authorized to act upon the foregoing resolutions until written notice of revocation is received by Bank, and that the authority hereby granted shall apply with equal force and effect to the successors in office of the Authorized Officers.

Board Request Tracking Log
FY 15
As of October 2, 2014

	A	B	C	D	E	F	G
1	Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
2	1	Michael Cornell	Full Compensation Study	2/20/2014	HR	8/20/2014	9/23/2014 - The Board has decided to conduct a benefits study and combine that with the 2013 compensation study to create a full benefits study. The benefits study is expected to be completed in early 2015.
3	2	Alex Hekimian	Include minutes from all Board meetings in all years (as shown on the previous CA website) on the new CA website	3/13/2014	Communications and Community Engagement	4/30/2014	4/1/2014
4	3	Alex Hekimian	Assess the potential for where a CA community garden could be sited	3/13/2014	Community Building and Open Space	10/31/2014	
5	4	Russ Swatek	Would like more information on stretch goals	3/27/2014	President's Office/HR	11/3/2014	
6	5	Andy Stack	Staff to prepare a briefing on the sign variance issue for new Board members	5/23/2014	Community Building and Open Space	6/30/2014	6/11/2014

	A	B	C	D	E	F	G
1	Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
7	6	Board Members	Staff assessment of the covenant enforcement question in the Guilford Industrial Park	5/23/2014	General Counsel	6/30/2014	6/26/2014
8	7	Gregg Schwind	Questions about fees and user requirements for the Dog Park	5/14/2014	Community Building and Open Space	6/20/2014	6/20/2014
9	8a	Jeanne Ketley	Is it possible to find out the elevation of the docks/boardwalk at the Lakefront at Clydes?	5/28/2014	Construction Department	6/28/2014	6/5/2014
10	8b	Jeanne Ketley	The construction of any bridge/boardwalk regardless of height will require support pilings and footings which is where the debris piles up. How long is the bridge, how many pilings and support ties are being constructed? What is the proposed height of the Lake Kittamaqundi pathway bridge above existing ground level?	05/28/14	Construction Department	6/28/2014	6/5/2014
11	9	Jeanne Ketley	Feasibility of providing electronic newsletter to the residents	6/2/2014	Communications and Community Engagement/IT	7/2/2014	7/2/2014
12	10	Jeanne Ketley	Feasibility of electronic pre-registration for Resident Speakout	6/2/2014	IT	7/2/2014	7/2/2014

	A	B	C	D	E	F	G
1	Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
13	11	Nancy McCord	Recap summary of financial performance of CA golf for the past 10 years	6/12/2014	Finance	7/21/2014	7/28/2014
14	12	Michael Cornell	Feasibility of an enhanced audio recording system for the Board Room; microphones for each Board member; and video streaming of Board meetings	6/18/2014	President's Office	9/18/2014	9/18/2014
15	13	Audit Committee	Develop strategies to enhance utilization of village center facilities to increase revenue streams for village associations	7/2/2014	Community Services	4/30/2015	
16	14	Alan Klein	Would like minutes for any meetings at which the CA Board, in open or closed session, discussed the Easement agreement with the Inner Arbor Corporation	7/24/2014	President's Office/ General Counsel	8/24/2014	8/21/2014
17	15	Russ Swatek	Please send him all Quarterly Reports and Annual Reports from the Inner Arbor Trust and put him on the distribution list for all such future reports.	8/19/2014	President's Office/ Finance	9/19/2014	9/12/2014
18	16a	Russ Swatek	Please provide the process by which CA determines what entities receive grants from CA and the amount to be granted.	8/21/2014	Life Services (Michelle Miller)	9/21/2014	9/15/2014

Board Request Tracking Log
FY 15
As of October 2, 2014

		A	B	C	D	E	F	G
1		Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
19		16b	Russ Swatek	Please provide a list of the entities that received grants from CA and the amount of each for FY 2013 and FY 2014.	8/21/2014	Life Services (Michelle Miller)	9/21/2014	9/15/2014
20		16c	Russ Swatek	Please provide a list of the entities that are anticipated to have received or will receive grants from CA and the amounts for FY 2015 and FY 2016.	8/21/2014	Life Services (Michelle Miller)	9/21/2014	9/15/2014
21		17	Michael Cornell	Requested an overview of if and how CA uses pesticides especially neonicotonoids.	9/22/2014	Community Building and Open Space	10/22/2014	

Resident Request Tracking Log
FY 15
As of October 3, 2014

Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
1	Ed Coleman	Information on ERC meetings held outside of the regular meetings schedule, including when the meetings were held, who participated, where they occurred, and what was on the agendas.	5/23/2014	Chief Staff Liaison-ERC	6/30/2014	6/23/2014
2a	Joel Hurewitz	Please provide the dates during which the following were the resident agents of the Columbia Association: Padraic M. Kennedy, Corporation Trust Incorporated, and Shelby A. Tucker King.	6/11/2014	General Counsel	7/11/2014	7/11/2014
2b	Joel Hurewitz	Please also provide the names and addresses, and associated dates during which any other persons or businesses served as resident agent since April 15, 1991.	6/11/2014	General Counsel	7/11/2014	7/11/2014
3	Alan Klein (on behalf of a resident)	Issues and questions regarding how the Columbia Association and the Inner Arbor Trust have handled the redevelopment of Symphony Woods Park	7/10/2014	President's Office/ General Counsel	9/10/2014	9/3/2014
4	Tom Coale	Appropriate documentation needed for foster children to be included in a "family plan" membership	8/8/2014	Membership Services	9/12/2014	8/14/2014

	Number	Originator	Issue/Task Description	Origination Date	Assigned To (Department)	Due Date	Closed Date
7	5	Paul Verchinski	Would like a copy of the Architectural Resource Committee annual report	9/17/2014	Life Services Bureau	10/17/2014	
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