

Community Services Associates, Inc.
Board of Directors Special Meeting
December 5, 2017

On Tuesday, December 5, 2017, a special meeting of the Community Services Associates, Inc., (CSA), Board of Directors, was held at the Sea Pines Community Center, 71 Lighthouse Road, Hilton Head Island, SC, 29928. The meeting was called to order at 8:30 a.m. Chairman Griffith, presided.

Roll Call

Present:	Carolyn Adams	Barry Barth	Steve Birdwell
	David Borghesi	Cary Corbitt	Paul Crunkleton
	Bob Gossett	Mark Griffith	Mark King
	James Richardson	Scott Richardson	Beverly Serral
	Donald Sigmon	Bob Sowers	Richard Speer
	Michael Tucker		

Absent: Charles Miner

Staff:	Sandra Archer	Bret Martin	Jean McElroy
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The purpose of the CSA Board of Directors, Special Meeting, was to address: Right of Entry Agreement, Greenwood Drive and Office Park Road and Letter of Intent, Purchase Agreement, Gallery of Shops.

Executive Session

Contracts, Legal, Personnel Matters

- Chairman Griffith called the Board of Directors into Executive Session.

Board Meeting Reconvenes

Possible Actions Regarding Contracts, Legal, Personnel Matters

- Improvements to Greenwood Drive and Office Park intersection, have been a topic of discussion between CSA and the Town of Hilton, since the announcement of the USCB Hilton Head Island campus was made. Improvements to the roadways are expected to begin in Spring 2018.

A motion was made by James Richardson, to approve a Right of Entry Agreement between CSA and the Town of Hilton Head Island. The motion was seconded by Paul Crunkleton and unanimously carried.

“RESOLVED, the Community Services Associates, Inc., Board of Directors, approves a Right of Entry Agreement, between CSA and the Town of Hilton Head Island, over and

across a segment of Greenwood Drive, as shown as attached, “Exhibit A”, for the purpose of performing asphalt paving and pavement markings”.

- The Board announced the potential acquisition of a strategic piece of property, which would address gate pass and gate entry configuration concerns. The Board is bound to a confidentiality clause, but can divulge the location of the purchase, Gallery of Shops, 14 Greenwood Drive, Hilton Head Island, SC.

A motion was made by Scott Richardson, to approve execution of the Letter of Intent, Purchase Agreement, for Gallery of Shops. The motion was seconded by Michael Tucker and unanimously carried.

“**RESOLVED**, the Community Services Associates, Inc., Board of Directors approves, that Bret Martin, in his capacity as President of CSA, be and hereby is, authorized to execute the Letter of Intent, the Purchase Agreement and any and all other documents and/or agreements necessary and appropriate thereto and is further authorized to take any and all action and to do any and all things necessary and appropriate under the Purchase Agreement or otherwise, as necessary, to close on the acquisition of the Property and

BE IT FURTHER RESOLVED, that the contemplated transaction under the Purchase Agreement shall remain confidential and no information will be divulged unless it is to a person or entity involved with or retained by the parties in connection with the proposed acquisition. The Board may discuss the Purchase Agreement and acquisition of the Property in open board meetings, however, the terms and conditions of the Letter of Intent and the Purchase Agreement, including the purchase price, shall remain confidential, but may be provided to the finance committee and members of the Board. Mr. Martin further agrees, acknowledges and understands that any and all information, documentation and details of the transaction contemplated in the Letter of Intent and the Purchase Agreement shall be kept confidential until closing occurs at which time such information will be made public”.

Board Member Comments

There were no further comments.

Adjournment

With no further business to come before the Board, Chairman Griffith adjourned the meeting at 9:05 a.m. The next scheduled meeting, of the CSA Board of Directors, is Tuesday, January 23, 2018, 3:00 p.m., at the Sea Pines Community Center.

A motion was made by Steve Birdwell to adjourn the meeting at 9:05 a.m. The motion was seconded by Michael Tucker and unanimously carried.

Respectfully Submitted,

A handwritten signature in blue ink that reads "Carolyn Adams". The signature is written in a cursive style.

Carolyn Adams
Secretary

