

## Community Services Associates, Inc.

### Board of Directors Meeting

**November 17, 2020**

A regular meeting of Community Services Associates, Inc., (CSA), Board of Directors, was held on Tuesday, November 17, 2020, via videoconference.

**Present from the Board of Directors, were:** Larry Movshin, Chair; Jim Kaskie, Vice Chair; Carolyn Adams, Secretary; Dave Borghesi, Treasurer; Don Sigmon, Member at Large; Barry Barth, Director; Steve Birdwell, Director; Cary Corbitt, Director; David Ellis, Director; Bill Johnson, Director; Mark King, Director; David Pardue, Director; James Richardson, Director; Scott Richardson, Director, Stu Rodman, Director; Bob Sowers, Director and Rich Speer, Director

**Present from Community Services Associates, Inc., were:** Sam Bennett, President; Victoria Shanahan, Director of Finance and Administration; Russell Fredericks, Director of Maintenance; David Henderson, Director of Special Projects and Operations; Toby McSwain, Director of Safety, Security and Transportation; Amanda Sutcliffe-Jones, Director of Communications and Sandra Archer, Executive Administrator

### Call to Order

The meeting was called to order by Larry Movshin, Chair, at 9:30 a.m., Eastern time.

### Establishment of Quorum

With all Board Members in attendance, quorum was met.

### Executive Session

#### Approval – Board of Directors, Call to Executive Session

A motion was made by Dave Borghesi to support the resolution, “Approval – Board of Directors, Call to Executive Session”. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approved the Board of Directors call to Executive Session”.

### Board Meeting Reconvenes, 10:00 a.m.

#### Approval – Possible Actions Related to Executive Session

The Board of Directors reconvened at 10:00 a.m. No action taken.

### Ratify Approval – Board of Directors Meeting Minutes, September 29, 2020; Board of Directors Special Meeting Minutes, October 26, 2020; Annual Meeting Minutes, October 27, 2020:

A motion was made by Jim Kaskie, to support the resolution, “Ratify Approval – Board of Directors Meeting Minutes, September 29, 2020; Board of Directors Special Meeting Minutes, October 26, 2020; Annual Meeting Minutes, October 27, 2020”. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, ratified approval of the Board of Directors Meeting Minutes, September 29, 2020; Board of

Directors Special Meeting Minutes, October 26, 2020 and Annual Meeting Minutes, October 27, 2020, as finalized by email”.

### **Chair Remarks**

Chair Movshin provided an update:

- Referendum, 2020, to amend the 1974 Covenants to address infrastructure needs, to be presented to Board of Directors, for approval;
- Should Referendum, 2020, be adopted and prove unsuccessful, Special Tax District process to be initiated;
- Committee Chairs to summarize 2020 and 2021 goals;
- Committee applications, 2021, available online. Committee member terms increased to 3 years. Technology permits all to participate;
- Mark Griffith to serve as Chair for Officers Election, January, 2021.

### **President Remarks**

Mr. Bennett provided an update:

- 2020 challenging year, looking forward to 2021 and new dynamics;
- CSA Directors to report on respective Departments.

### **Director Updates**

CSA Directors provided updates on their respective departments: Communications, Amanda Sutcliffe-Jones; Finance and Administration, Victoria Shanahan; Maintenance, Enhancement and Major Projects, Russell Fredericks, Operations and Special Projects, David Henderson and Safety, Security and Transportation, Toby McSwain.

### **Financial Update**

Mr. Borghesi, Mr. Bennett provided an update. Action taken:

- Finance and Maintenance, Enhancement and Major Projects Committees approved, Blythe Construction bid for reconstruction of North Sea Pines Drive, to be recommended to the Board of Directors, for adoption;
- North Sea Pines Drive reconstruction project to include roadway from Ocean Gate to Lighthouse Road;
- Project cost included in Budget, 2021;
- Drainage to begin December 2020, completed first quarter, 2021;
- Paving to be finalized 3<sup>rd</sup> and 4<sup>th</sup> quarters, 2021;
- Roadway to stay open to traffic, throughout construction.

### **Approval – Contract, Blythe Construction**

A motion was made by Larry Movshin, to support the resolution, “Approval – Contract, Blythe Construction. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approved Blythe Construction, under contractual agreement, to perform reconstruction of North Sea Pines Drive”.

Approval – Assessment, 2021; Residential Property Owner

Mr. Borghesi provided an update. Action taken:

- Finance Committee approved, Residential Property Owner Assessment, 2021, to be recommended to the Board of Directors, for adoption;
- Assessment bills to be mailed shortly and due January 11, 2021.

A motion was made by Dave Borghesi, to support the resolution, “Approval – Assessment, 2021; Residential Property Owner”. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approved an increase over the 2020 Assessment, bringing the Residential Property Owners Annual Assessment, 2021, on an improved lot, from \$1095 to \$1110 and the Residential Property Owners Annual Assessment, 2021, on an unimproved lot, from \$652 to \$661”.

Approval – Budget, 2021

Mr. Borghesi provided an update. Action taken:

- Finance Committee approved, Budget, 2021, to be recommended to the Board of Directors, for adoption.

A motion was made by Dave Borghesi, to support the resolution, “Approval, Budget, 2021”. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approved Budget, 2021, as presented and attached to the minutes of record”.

Update – Revenue Funding, Referendum 2020

Chair Movshin, Mr. Bennett, provided an update:

- Seeking through Referendum, 2020, amendment to 1974 Covenants, through creation of new infrastructure fund;
- Infrastructure fund to not include Gallery of Shops, or buildings;
- Referendum, 2020, ballots to mail December 10, 2020. Deadline to return, postmarked, January 15, 2021;
- Staff asked to identify projects needed over next 10 years;
- Reserve and Hydrology Studies reviewed;
- Referendum, 2020, to deal with infrastructure, drainage;
- Failure of Referendum, 2020, to affect Reserve Study projects. Available funds to be allocated and prioritized to emergencies;
- Assessments of 3 contributors to include CPI. Numbers based on today’s dollars and must factor inflation;
- Sunset clause not included. Future Boards to have ability to reduce amount and fix problems in future, as necessary;
- Community support required, every vote needed;
- Board to move forward with Special Tax District implementation, if necessary.

Approval – Call to Referendum, 2020, Amendment V, 1974 Covenants

A motion was made by David Ellis to support the resolution, “Approval – Call to Referendum, 2020, Amendment V, 1974 Covenants”:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approved call to Referendum, 2020, Amendment V, Infrastructure Fund, to the 1974 Covenants, as presented and attached to the minutes of record”.

The motion was seconded by Mr. Kaskie. Upon the Chair’s calling the question, Mr. Birdwell confirmed that The Resort approves the Referendum. The Class B Directors voted unanimously to approve the Resolution and the Class A Directors voted unanimously to approve the Resolution.

Updates

Architectural Review Board Liaison

Mr. Richardson provided an update. No action taken.

Communications Committee

Mr. Ellis provided an update. No action taken.

Finance Committee

Refer to Financial update.

Gate Entry Committee

Mr. Corbitt provided an update. Action taken:

- Gate Entry Committee approved, amendment to the Gate Entry Policy, regarding Multiple Owner Properties, to be recommended to the Board of Directors, for adoption.

Approval – Amendment, Gate Entry Policy; Multiple Owner Properties:

A motion was made by Carolyn Adams, to support the resolution, “Approval – Amendment, Gate Entry Policy; Multiple Owner Properties”. The motion was seconded. Following discussion, the motion was further amended by Dave Borghesi and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Board of Directors, approves, on the recommendation of the Gate Entry Committee, amendment to the Gate Entry Policy, Section 2.1, Sub-section 2.1.2, to read as follows:

**2.1.2 Multiple Owner Properties:** Properties with multiple owners, e.g., LLC’s, trusts whose names are specifically listed on these legal documents are considered RPOs and will be limited to one (1) property owner decal and property owner photo ID card each, not to exceed fourteen (14) owners/members. If LLC or Trust consist of husband/wife ownership – issue up to four (4) Property Owner decals total. Dependent ID cards and relative decals may be issued.”

### Governance Committee

Mr. Kaskie provided an update. Action taken:

- Governance Committee approved, mechanics necessary to transition committee member terms, to a three year rotation, to be recommended to the Board of Directors, for adoption;
- Committee Chairs to be assisted, throughout transition process.

### Approval - Mechanics, Committee Members Terms

A motion was made by Jim Kaskie to support the resolution, “Approval – Mechanics, Committee Members Terms”. The motion was seconded and unanimously carried:

**“RESOLVED**, Community Services Associates, Inc., Board of Directors, approves, on recommendation of the Governance Committee, procedure to establish Committee Member terms:

- Each CSA committee may have a maximum of 9 residential property owners who are not CSA board members;
- Starting for committee membership for 2021, 1/3 of the committee members are to be appointed to a 3-year term, 1/3 to a 2-year term and 1/3 to a 1-year term. The decision is up to the committee chair for 2021, probably in collaboration with current committee members. As the initial 1-year or 2-year terms expire, those committee members may be appointed to a 3-year term at the discretion of the then committee chair;
- Committee members cannot serve more than two consecutive full 3-year terms for a total of 6 consecutive years prior to cycling off the committee for at least one year;
- Partial terms do not count toward the 6-year limit, so those serving the initial 1-year and 2-year terms may serve up to two 3 year terms if they are re-appointed after their partial term expires;
- Second 3-years terms are not guaranteed and are up the committee chair at the time;
- If a committee member resigns during their term, the Committee Chair may appoint a replacement to serve the remainder of that member’s current term”.

### Government Liaison

Mr. Rodman provided an update. No action taken:

### Land Use Management Committee

Mr. Speer provided an update. No action taken:

### Maintenance, Enhancements and Major Projects Committee

Mr. Richardson provided an update. No action taken.

### Safety, Security and Transportation Committee

Mr. Johnson provided an update. No action taken:

Short Term Rental Committee

Mr. Pardue provided an update. No action taken.

Strategic Planning Committee

Mr. Rodman provided an update. No action taken.

**Unfinished Business**

Update – Revenue Funding, Referendum, 2020

Refer to Financial Update.

Approval - Procedure, Committee Members Terms

Refer to Updates, Governance Committee.

**New Business**

Approval – Amendment, Gate Entry Policy; Multiple Owner Properties:

Refer to Updates, Gate Entry Committee.

**Adjournment**

With no further business to come before the Board, Chair Movshin adjourned the meeting at 12:20 p.m. The next regularly scheduled meeting of the CSA Board of Directors, to be held Tuesday, February 9, 2021, 10:00 a.m., via videoconference.

Respectfully Submitted,



Carolyn Adams  
Secretary