

Community Service Associates, Inc.
Board Meeting Minutes
September 23, 2014

President Ryan called the September meeting of the CSA Board of Directors to order at 3:00 p.m., in the rear conference room of the Sea Pines Community Center. He introduced and welcomed the new Communications Director, Jennifer Losch. Ms. Losch said she was happy to join CSA and gave a brief overview of her 20 years' experience in Marketing and Branding.

A change in the arrangement of the board meeting tables was noted and board members were asked to relay any comments on their preferences to him.

1. **Roll Call**

Present:	Carolyn Adams Rob Marsac Charles Ryan Michael Tucker	David Borghesi Charlie Miner Don Sigmon Chris Widnell	Paul Crunkleton Scott Richardson John Trunk Mark Yarborough
Absent:	Steve Birdwell Mark King	Cary Corbitt Joe Kernan	Mark Griffith
Staff:	Toby McSwain Jennifer Losch	Frank Nettles Jeanne Pearce	William Leitner Mark Dowschinski

2. **CSA Operations Oversight Reports**

- a. **ARB Liaison Report** – Mr. Richardson said no significant issues were discussed at the meeting.
- b. **Joint ASPPPO/CSA Short Term Rental Committee** – A copy of the meeting minutes were included in the board package. Mrs. Adams said that overall the summer was fairly quiet for the majority of units on the rental market. Any complaints had been addressed by both the renters and/or the rental agencies. The committee hopes to meet in the fall with the rental agencies to maintain the rapport that has been established.

All but one of the property owners who were by-passing the pass system and advertising on the VRBO website have come into compliance with the rules and regulations. The property owner who has not complied has had their pass privileges revoked.

- c. **Landscape and Maintenance Committee** – In Mr. Griffith’s absence, Mr. Crunkleton, also a member of the committee, said he was impressed by the due diligence of his fellow committee members in reporting on maintenance issues in their assigned areas of the community.

The Lighthouse Road, Greenwood Drive and Plantation Drive re-paving projects are scheduled for this fall and will be paid for with funds realized from the savings on other road re-paving projects completed earlier this year. The Maintenance Department is in the process of removing the dying bamboo plantings in a localized area by the trolley parking lot on Greenwood Drive. The area currently looks barren, but other mature plantings will be placed in their stead and should complement that area.

- d. **Long Range Strategic Planning Committee** – The team captains of each initiative presented their recommendations for a long range strategic plan to the Executive Committee on Tuesday, September 16th. The Executive Committee was favorably impressed by the initiatives being proposed and plans to review it more in depth at a special meeting on Wednesday, September 24th at 3:00 p.m. Discussion was held on breaking out parts of the plan incrementally to the community.
- e. **Nominating Committee** – Mr. Marsac said the Nominating Committee, consisting of Messrs. Marsac, Miner and Tucker, has interviewed the perspective nominees and will make their decision soon. On Wednesday, October 1st, two *Meet the Candidate* meetings (9:00 a.m. and 4:00 p.m.) will be held at the Sea Pines Community Center. The candidates will be given an opportunity to introduce themselves and give a brief overview of why they are running for the board(s).
- f. **Finance Committee** – A management summary page now accompanies the monthly unaudited financial statement and Mr. Borghesi said he hoped this would help the board members to quickly understand CSA’s financial position and other important information. At the Finance Committee meeting, its members reviewed a timeline for budgeted capital equipment purchases and major repair projects extending out to the year 2024.

Mr. Borghesi has scheduled a meeting with CSA’s auditors on September 25, 2014, at 10:00 a.m. to clarify CSA’s tax loss carry-forward position. CSA’s 2013 tax return reflected a significantly lower tax loss carry-forward than previous

years and will discuss the possible impact this could have on any 2014 tax liability and the best way to expend funds.

3. **New Business**

- a. **Acceptance of Un-audited June, July and August 2014 Financials** – The financial statements were reviewed and Mr. Borghesi made the following motion which was seconded by Mr. Marsac and was unanimously passed:

“RESOLVED, the CSA Board accepts the unaudited financial statements for June, July and August 2014 as submitted.”

b. **Requests for Funding**

- i. **New Security Patrol Vehicle** – A security patrol vehicle schedule for replacement in 2015 now requires an expensive repair. The Finance Committee is recommending moving up the expenditure of \$33,000 for a new patrol vehicle to 2014. Mr. Borghesi made the following motion which was seconded by Mr. Tucker and was unanimously passed:

“RESOLVED, the CSA Board approves the request of the Finance Committee to fund up to \$33,000 to replace a security patrol vehicle.”

- ii. **Landscape and Maintenance Committee Projects** – The Finance Committee is recommending approval of a request from the Landscape and Maintenance Committee to expend \$186,000 in unbudgeted funds for major maintenance work on 50% of the leisure trails. They further requested approval to expend \$121,000 in unbudgeted funds to correct a safety issue at Tower Beach near the pavilion where a drop-off in landscaping exists, the replacement of one board walk, construction of an additional board walk, additional landscaping and bike racks at Tower Beach. Mr. Borghesi made the following motion which was seconded by Mr. Tucker and was unanimously passed:

“RESOLVED, the CSA Board approves the expenditure of up to \$307,000 for leisure trail improvements and for the improvements at Tower Beach.”

- c. **Ratify Vote on Approval June 24, 2014 Meeting Minutes** – The CSA Board voted by email to approve the June 24, 2014, meeting minutes to expedite their release for the website and for property owner review. Mr. Miner made the

following motion which was seconded by Mr. Widnell and was unanimously passed:

“RESOLVED, the CSA Board ratifies the vote to approve the meeting minutes of the June 24, 2014 meeting as finalized by email.”

- d. **Ratify Vote on Approval August 13, 2014 Meeting Minutes** – The CSA Board voted by email to approve the August 13, 2014, meeting minutes to expedite their release for the website and for property owner review. Mr. Miner made the following motion which was seconded by Mrs. Adams and was unanimously passed:

“RESOLVED, the CSA Board ratifies the vote to approve the meeting minutes of the August 13, 2014 meeting as finalized by email.”

- e. **Ratify Vote on Approval of Class A August 21, 2014 Meeting Minutes** – The *Class A* members of the CSA Board voted by email to approve the August 21, 2014, meeting minutes, to expedite their release for the website and for property owner review. Mr. Miner made the following motion which was seconded by Mr. Widnell and was unanimously passed:

“RESOLVED, the *Class A* members of the CSA Board ratifies the approval of the meeting minutes of the August 21, 2014 as finalized by email.”

- f. **Ratify the Vote on the Approval of Michael Tucker to the Nominating Committee** – The *Class A* members of the CSA Board voted by email to appoint Mr. Michael Tucker to the CSA Nominating Committee to replace Mr. Mark Griffith who had prior commitments and could not serve. Mr. Miner made the following motion which was seconded by Mr. Crunkleton and was unanimously passed:

“RESOLVED, the *Class A* members of the CSA Board ratifies their vote to approve the appointment of Mr. Tucker as finalized by email.”

- g. **Proposed CSA By-law Amendments** – Mr. Ryan said some further minor revisions were needed to keep the document consistent with the intent of changing the titles of CSA’s Executive Vice President to President, and the CSA Board President to Chair of the CSA Board. Also, a revision was needed on the term length of a *Class A or Class B* Director who had been appointed to fill a vacant seat.

Mr. Marsac made a motion to amend the resolution that was included in the board package so it would now read:

“RESOLVED, the CSA Board approves amending the CSA By-laws for the purpose of making certain minor revisions necessitated by changing the title of the CSA Executive Vice President to President, and the title of CSA Board President to Chair of the CSA Board. The amendment also include some minor revisions that clarify the length of term for *Class A* and *Class B* board members who are appointed to fill a vacant *Class A* or *Class B* board seat.”

The motion was seconded by Mr. Borghesi and was unanimously passed.

Mr. Miner then made a motion to approve the resolution as amended. The motion was seconded by Mr. Borghesi and was unanimously passed.

4. **Old Business**

- a. **Threadgroup Agreement** – Threadgroup’s agreement has expired, but they have agreed to performing work for CSA on an as-needed basis until the new Communications Director has been hired.
- b. **USCB Traffic Issues/Consultant** – The Traffic Task Force has held a number of meetings with the Town of Hilton Head regarding the proposed changes to the Land Management Ordinance (LMO) and traffic density study for what is now being called the Sea Pines Commercial District.

The changes being proposed to the Town of Hilton Head’s LMO is of serious concern to the committee. The current LMO allows four dwelling units per acre; the proposed changes increase the number of dwelling units to twelve per acre and would have a profound effect on traffic at the Sea Pines Circle. The committee would like an extensive traffic study performed for the circle and the roads feeding off it for the area now being referred to as the Sea Pines Commercial District. The main point of these meetings was to encourage the Town to perform a more extensive study than previously conducted which did not include Sea Pines Circle and Greenwood Drive.

Mr. Martin is corresponding with the Mayor of Hilton Head on this issue and ASPPPO President Jordan is writing to them as well. All property owners were encouraged to show their support on this issue by corresponding with the Town Council members and to attend the meeting on the LMO scheduled for Wednesday, September 24th at the Town Hall.

- c. **Update on Coffey Litigation** – The Coffey litigation has been settled and is to be kept confidential. The formal paperwork is being drawn up. Mr. Ryan commended Mr. Marsac for his part in resolving this issue.
- d. **Update on the Renewal of the Community Center Lease** – Mr. Marsac is working on the negotiations to renew the lease for the space rented on Lighthouse Road.
- e. **Bike Ambassador Program** – An issue regarding insurance had arisen and the Ambassador Program did not begin this summer.

5. **Board Member Comments**

Mr. Miner updated the board on a few items. Wood and Partners have been retained to follow up on the Forest Preserve design plans created several years ago by Mr. McClesky, the architect.

The Bonfire event in the Forest Preserve is scheduled for November 14th. The yard sale fund raiser will be held on Saturday, October 18th.

The *Meet the Candidates* forum will be held on Wednesday, October 1st inside the Sea Pines Community Center and two sessions will be held: one at 9:00 a.m. and the other at 4:00 p.m. Mr. Tom Lennox, a candidate who is running to fill the vacant seat left by George Williams on the Town Council will be present to say a few words at the 4:00 p.m. meeting.

6. **Executive Session**

The board went into Executive Session at 3:55 p.m.

7. **Adjournment**

With no further business, the meeting adjourned. The next CSA Board meeting is scheduled for October 28, 2014 at 3:00 p.m. in the rear conference of the Sea Pines Community Center.

Respectfully submitted,



Carolyn Adams
Secretary