

Community Service Associates, Inc.  
Board Meeting Minutes  
Friday, October 23, 2015

CSA Chairman, Mark Griffith, called the CSA Board of Directors meeting to order at 3:00 p.m. in the large conference room of the Sea Pines Community Center.

1. **Roll Call**

Present:	Carolyn Adams Cary Corbitt Joe Kernan Scott Richardson	Steve Birdwell Paul Crunkleton Mark King Rich Speer	David Borghesi Mark Griffith James Richardson Mark Yarbrough
Absent:	Charlie Miner John Trunk	Beverly Serral Michael Tucker	Don Sigmon
Staff:	Bret Martin David Henderson Jeanne Pearse	Toby McSwain Victoria Shanahan	Beau Barnett Amanda Sutcliffe-Jones

2. **Old Business**

- a. **Discussion and Approval of the Proposed CSA By-law Revisions** – A copy of the revisions were distributed to the board members in September to permit a thorough review of the proposed amendments.

Mr. Speer, Governance Committee Chairman, explained the history behind the amendments being proposed today. Several years ago, the by-laws had been reviewed by a sub-committee of board members and those proposed amendments were given to legal counsel for review. These changes had been tabled until some personnel and legal issues were resolved.

This year, a Governance Committee was formed and tasked to review those revisions and come up with a final document to be approved by the CSA Board. Mr. Speer then gave an overview of process and actions taken to ensure the amendments were in alignment with Sea Pines' covenants and other governmental entities and an overview and the rationalization of each amendment being proposed. Legal counsel had also reviewed the document being presented today and Mr. Karl Becker, also a Governance Committee member, had been very instrumental in refining the changes. Mr. Borghesi made the following motion which was seconded by Mr. King and was unanimously passed:

“RESOLVED, the CSA Board approves the amendments to the

CSA By-laws as presented.”

- b. **Discussion and Approval of the Gate Entry Policy Revisions** – A copy of the revisions were distributed to the board members in September to permit a thorough review of the proposed amendments to the Sea Pines Gate Entry Policy. Most of those revisions were administrative or clerical, however, an additional amendment was also being proposed today that had originated out of the Marketing Task Force Plan. This amendment would permit free access to realtors who present their Hilton Head Area Board of Realtors membership card and another photo ID to the gate officer between the hours of 7:00 a.m. and 10:00 p.m. to show property within Sea Pines as other plantations do. The amendment would further permit limited access to show Tower Beach as a property owner amenity. The realtors would need to present their identification as listed above to security personnel at the CSA Building and obtain a special pass. Mr. King made the following motion which was seconded by Mr. Corbitt:

“RESOLVED, the CSA Board approves the amendments to the Sea Pines Gate Entry Policy as presented, along with the amendment regarding realtors.”

The motion passed by a vote of 11-1. Mr. Kernan was opposed to the amendment regarding free access to realtors.

- c. **Discussion and Approval of the Strategic Marketing Plan** – Mr. King, a member of the Marketing Task Force, was asked by Mr. Tucker who was out of town, to address any questions on the Marketing Task Force Plan that was distributed in September to the CSA Board members. Mr. King explained that the approval for the plan was only in concept and no budget items were attached. Mr. Borghesi said the Finance Committee would need to have the dollar amounts associated for the projects involving CSA. Mr. Kernan concurred and added that at least three estimates should also be obtained.

Mr. Griffith said that the board needed to determine what goals they wanted to pursue and the committees were only providing options or projects for directional purposes. The Board was being asked to vote only today on the direction they wanted to pursue. If projects in the plan were approved in concept today, then the Board would need to prioritize the projects and actual estimates would be obtained. The cost components would then be presented to the Finance Committee to determine how they could fit into the budget. More than likely, most of the projects would be done over a long period of time. Mr. King made the

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

“RESOLVED, the CSA Board approves the concept of the Marketing Task Force Plan as presented and the Task Force should move forward to determine the feasibility of the projects.”

- d. **Request to Install One Trolley Kiosk and Two Pads** – Mr. Corbitt said the Gate Entry Committee had resolved the aesthetic issue on the construction of the trolley kiosks being proposed and was now requesting to move forward with the construction of one trolley kiosk and parking pad on the corner of South Sea Pines Drive and Greenwood Drive, and the construction of just a parking pad at Lawton Stables. These projects could be completed within the limits of funds previously approved for this purpose. It was the sense of the Board to move forward with the projects and since they were being completed with funds previously approved, a motion was not necessary.
- e. **Circle to Circle Traffic Study** – Mr. Kernan said the traffic study failed and no plans are in place to really change the current status of traffic conditions. Since the majority of traffic on the south end of the island uses Sea Pines Circle and its adjoining roadways he recommended that the Town of Hilton Head treat the road network as a single project with a project manager. He requested the Board’s permission to make this recommendation to the Mayor of Hilton Head and Town Council. No objections were raised.

### 3. New Business

- a. **Distribution of the 2016 CSA Draft Budget** – A draft of the proposed budget for 2016 was distributed to the Board members. Mr. Borghesi said the Finance Committee had reviewed the draft budget at their meeting held the day before. He noted that some projects from the Marketing Task Force and Long Range Strategic Plan were included in this draft and provided an explanation of some of the larger increases in budgeted items. The overall cash deficit for the 2016 budget being proposed was approximately \$2.5 M with \$1.2M of that total being attributed to Infrastructure Major Repairs and Replacements. A meeting will be held with staff to pare down the budget before it is presented for approval. He also plans to have a five-year projection plan to provide a longer range forecast for planning. Mr. Borghesi said he had created a Revenue Sub-committee whose task is to find ways CSA can increase its revenue stream. No action was taken.

- b. **2015 Audit** – CSA is currently in the second year of its two-year agreement with the auditing firm of Elliott Davis which has proven to be satisfactory. The auditors are coming at the end of November to begin the in-house portion of CSA’s audit and should finish by the end of February.
- c. **Appointment of the Joint CSA/ASPPPO Alternate ARB Member** – The Alternate member of the ARB is jointly appointed by the ASPPPO Board and the *Class A* members of the CSA Board. Mr. Terry Rosser has been serving as the Alternate member for 2015, a position that is only a one-year term. Mr. Rosser is eligible to serve an additional term and the Nominating Committee is recommending his re-appointment. Mr. Kernan made the following motion which was seconded by Mr. Borghesi and was unanimously passed:

“RESOLVED, the CSA Board *Class A* members appoint Terry Rosser as the Alternate Member of the ARB to serve a one-year term beginning on January 1, 2016 and ending on December 31, 2016, contingent upon his approval by the ASPPPO Board.”

- d. **Appointment of a Nominating Committee Chairman for 2016 Officers** – Mr. Griffith announced the appointment of Mr. Bob Mang, a former CSA Board Chairman, to act as the Chairman of the Nominating Committee to elect the CSA Board officers for 2016. Mr. Mang will form his committee and will meet after the 2015 CSA Board election results are in and will announce their slate of officers in January.
- e. **Renewal of Crowder Gulf and Atkins Agreements and Pricing** – Mr. Martin was requesting approval to sign the renewal agreements with Crowder Gulf and Atkins. There was a slight increase in each of the agreements, however, the agreements will only be activated if needed for debris clean-up in the aftermath of a natural disaster. Mr. JR Richardson made the following motion which was seconded by Mr. Borghesi and was unanimously passed:

“RESOLVED, the CSA Board authorizes Mr. Martin to sign the renewal agreements with Crowder Gulf and Atkins.”

4. **Board Member Comments**

No additional comments were made.

5. **Adjournment**

With no further business to discuss, the meeting adjourned at 4:20 p.m.

Respectfully submitted,



Carolyn Adams  
Secretary