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Community Service Associates, Inc.
Board Meeting Minutes
May 27, 2014

President Ryan called the 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.

1. **Roll Call**

Present:	Carolyn Adams	Steve Birdwell	David Borghesi
	Cary Corbitt	Mark Griffith	Mike Jordan
	Joe Kernan	Mark King	Rob Marsac
	Charlie Miner	Scott Richardson	Charles Ryan
	Don Sigmon	Michael Tucker	Chris Widnell
	Mark Yarborough		

Absent: John Trunck

Staff:	Toby McSwain	William Leitner	Jeanne Pearse
	Mark Dowaschinski		

2. **CSA Operations Oversight Reports**

- a. **ARB Liaison Report** – Mr. Richardson said one issue the ARB was discussing at their meetings was limiting the number of parking spaces for a residence. If a viable recommendation is reached they will approach the CSA Board.
- b. **Finance Committee** – The Maintenance Department was able to realize a savings of approximately \$228,000 on this year's road re-paving projects. They are reviewing the paving list for 2015 and may request to move some of those projects up into 2014.

The 20% increments of the \$1 increase in the daily passes has yielded close to \$7,000 for trolley lot improvements and \$7,000 for the monitoring and permitting of future dredging projects.

- c. **Joint ASPPPO/CSA Short Term Rental Committee** – At the end of April, the Committee met with around 20 rental agents who handle short-term rentals within Sea Pines. The purpose of the meeting was to open communication with those who could relay to visitors that Sea Pines is a residential resort and to share the Committee's goals and expectations of creating an atmosphere and ambiance that would benefit all. During the meeting, a spirited presentation was made by a

COMMUNITY SERVICES ASSOCIATES, INC. (CSA)
BOARD OF DIRECTORS MEETING
Tuesday, May 27, 2014, 3:00 p.m.
Sea Pines Community Center Rear Room

AGENDA

1. **Call to Order** Ryan
2. **CSA Operations Oversight Reports**
 - a. ARB Liaison Report Richardson
 - b. Finance Committee Borghesi
 - c. Joint ASPPPO/CSA Short Term Rental Committee Jordan
 - d. Landscape and Maintenance Committee Griffith
 - e. Long Range Strategic Planning Committee Tucker
 - f. Safety and Security Committee Marsac
3. **New Business**
 - a. Acceptance of Un-audited April 2014 Financials Borghesi
 - b. Ratify Vote on Approval of March 25, 2014 Meeting Minutes Ryan
 - c. Ratify Vote on Approval of Nominating Committee Members Ryan
 - d. Approval of Strategic Planning Committee Charter Tucker
 - e. USCB Traffic Issues/Consultant Ryan
 - f. Contract Renewals/New Proposed Agreements Ryan
 - I. Community Center Lease
 - II. Threadgroup Agreement
 - III. Elliott Davis Auditor Agreement
 - IV. Ward Kirby Consulting Agreement
 - V. AT&T Leasing Interest
 - g. Approval of Expenditure for Rapid Response Program for Schools Marsac
 - h. Encroachment Agreement With The Sea Pines Resort Corbitt
 - i. Tournament Parking Lot Repairs/Improvements Ryan
 - j. Forest Preserve Pavilion Ryan
 - k. ARB Appointees Ryan
 - l. Proposed Expansion of Six Oaks Cemetery Ryan
 - m. Sea Pines Forest Preserve Foundation Fund Raising Dates Ryan
4. **Old Business**
 - a. Update on CSA and Tower Beach Projects Ryan
 - b. Bike Ambassadors Marsac
 - c. Lagoon Maintenance/Beach Lagoon Marsac
 - d. Calibogue Cay Dredge Ryan
 - e. Employee Shuttle Corbitt
5. **Board Member Comments**
6. **Executive Session**
7. **Adjournment**

Reference Material Attachments:

*Resolutions

*April 2014 Unaudited Financial Reports

* Committee Minutes and Reports

*Long Range Strategic Planning Committee Charter

residential property owner over some of the issues; the biggest issue being parking problems. Overall, the attitude of the rental agents at the meeting was positive.

- d. **Landscape and Maintenance Committee** – The undergrowth at Stoney Baynard Ruins has been removed and the committee is discussing future plans to install a split-rail fence in the area to prevent vehicles from driving up into the area too far. A plan to replace the dying bamboo with other plantings along Greenwood Drive (down and across the road from the CSA Building) is being formed and the project is scheduled for this fall.

The existing state of the road re-paving projects scheduled for 2015 are being reviewed closely so those in the worst condition can be moved up and paved in 2014 with funds saved from other completed re-paving projects.

A sub-committee headed by Steve Alfred has been formed to review the current status of the leisure trails and create a list of issues that need addressed.

Paul Crunkleton is chairing the sub-committee to deal the request from a communications company to install a cell tower which would generate more revenue for CSA, plus improve cellular service for property owners. It was suggested to research the possibility of CSA installing its own tower and renting space to cellular companies. Mr. Ryan said he added Charlie Miner of the Long Range Planning Committee to the sub-committee as CSA's representative.

- e. **Long Range Strategic Planning Committee** – The committee met and formed a timeline to present its final recommendation to the CSA Executive Committee in September. Another meeting is scheduled for June 3rd and the four teams will exchange their ideas and give an update on their progress.
- f. **Safety and Security Committee** – A sub-committee of the Safety and Security Committee is also inspecting the leisure trails for any issues or problem areas. The sub-committee from the Landscape and Maintenance committee and this sub-committee will be combined to prevent duplication of work.

The Committee is also looking at a Bike Ambassador Program similar to the one the Town of Hilton Head has. The ambassadors answer questions and assist those on the leisure trails.

The parking areas used during the golf tournament sustained damage due to vehicles getting stuck during the torrential rainfall and now requires repairs. Mr. McSwain is obtaining prices for these repairs and will provide a recommendation at a future meeting. Off-site parking for the tournament has been discussed and been given more credibility since it worked so well during the last tournament. Property owners experienced less traffic delays and problems; the waiting time for visitors' to access and depart from the tournament was also decreased.

The committee requested Mr. McSwain to look into obtaining a new style of uniforms for Security personnel.

3. **New Business**

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

“RESOLVED, the CSA Board accepts the April 2014 financial statements as submitted.”

- b. **Ratify Vote on Approval March 25, 2014 Meeting Minutes** – The CSA Board voted by email to approve the March 25, 2014, meeting minutes to expedite their release for the website and for property owner review.

“RESOLVED, the CSA Board approves the meeting minutes of the March 25, 2014 meeting as finalized by email.”

- c. **Ratify Vote on Approval of Nominating Committee Members** – The Class “A” members of the CSA Board voted by email to approve the membership of the Class “A” Nominating Committee for 2014. The motion passed by a vote of 5-2. Mr. Kernan and Mr. Jordan had proposed a slightly different slate. Mr. Marsac and Mr. Widnell did not vote.

“RESOLVED, the Class “A” members of the CSA Board ratify their votes taken by email in the approval of their Nominating Committee members for 2014 as: Mark Griffith, Charlie Miner, and Rob Marsac.”

- d. **Approval of Strategic Planning Committee Charter** – A copy of the charter was included in the board package. Clarification on some of the items were discussed. Mr. Widnell requested a change be made to: (2.) Responsibilities – B.,

which was proposed to now read: "*Present a Long Range Strategic Plan based on these Strategies to the CSA Executive Committee.*"

The motion passed by a vote of 15-1. Mr. Kernan was opposed.

"RESOLVED, the CSA Board approves the Long Range Strategic Planning Committee Charter for 2014 as amended."

- e. **USCB Traffic Issues/Consultant** - The Town of Hilton Head has proposed CSA organize a small group of representatives to provide input on the traffic study for the proposed construction of a USCB campus on Office Park Road. Mr. Ryan suggested the following as representatives: Mark Griffith, of the Landscape and Maintenance Committee; Joe Kernan, a member of ASPPPO; Carolyn Adams, representative for The Sea Pines Resort; Mark King, as representative for the commercial entities and Safety and Security Director Toby McSwain and the new Executive Vice President, Bret Martin and himself as ex-officio members. CSA has also made a decision to hire its own consultant to review the Town's traffic impact study. A copy of the motion being proposed was included in the CSA Board package and was as follows:

"RESOLVED, the CSA Board authorizes the President to appoint members to serve on a small working group formed by the Town of Hilton Head to provide input on the traffic study for the proposed construction of a USCB campus on Office Park Road"

Mr. Jordan cautioned to proceed very carefully and recommended to postpone moving forward on this issue for now. He made a motion to table which was seconded by Mr. Kernan. A vote was taken and the motion to table failed. A vote was then taken on the first motion which passed by a vote of 15-1. Mr. Jordan was opposed.

f. Contract Renewals/New Proposed Agreements

- i. *Community Center Lease* – The lease with The Shops at Sea Pines expires at the end of 2014. Mr. Marsac will meet with Mr. King, of The Club Group (management company for the center), to discuss options for renewal.
- ii. *Threadgroup Agreement* – The agreement with Threadgroup, a public relations firm will expire the end of May 2014. Mr. Ryan has corresponded with them to terminate the agreement and move forward on an as-needed basis until the position of the Communications Director is filled. Mr. Ryan proposed reducing the number of newsletter publications from seven to four per year or on a quarterly basis. The ASPPPO Board

will be asked for their input since they contribute 40% towards the cost of the newsletter. No objections were voiced.

- iii. *Elliott Davis Auditor Agreement* – The agreement with the auditing firm of Elliott Davis has now expired. The Finance Committee, its Audit Subcommittee and CSA staff are very satisfied with the overall performance of the current auditing firm and wish to extend the agreement for two years. Mr. Borghesi made the following motion which was seconded by Mr. Jordan and was unanimously passed:

“RESOLVED, the CSA Board approves the Finance Committee’s recommendation to renew the agreement with the auditing firm of Elliott Davis for the year’s ending December 31, 2014 and December 31, 2015.”

- iv. *Ward Kirby Consulting Agreement* – The Executive Committee proposed entering into a consulting agreement with Ward Kirby to assist with the orientation of the new Executive Vice President during his initial few months. Mr. Borghesi made the following motion which was seconded by Mr. Widnell and was unanimously passed:

“RESOLVED, the CSA Board approves the Executive Committee’s recommendation to enter an agreement with the Ward Kirby as a consultant to assist the new Executive Vice President on an as-needed basis for the first initial months of his employment.”

- v. *AT&T Leasing Interest* – This item was discussed earlier.
- g. **Approval of Expenditure for Rapid Response Program for Schools** – This item was moved under the executive session portion of the meeting.
- h. **Encroachment Agreement with The Sea Pines Resort** – The Sea Pines Resort is requesting the installation of cable and electrical box in the open space adjacent to 40 West Willow Oak. It is to supply electricity to a bubbler in a lagoon on the 14th hole of the Heron Point Golf Course. The bubbler will aid in the appearance of the lagoon and reduce the number of fish kills. The Sea Pines Resort will be responsible for any maintenance or repairs to the cable and electrical box and return the area to its original state. They further agreed to use plantings to help screen the electrical box. Mr. Birdwell made the following motion which was seconded by Mr. King and was unanimously passed:

“RESOLVED, the CSA Board approves the encroachment for creating a trench and running electrical wiring to, and for the installation of a

bubbler. The Sea Pines Resort will be responsible for any maintenance or repairs to the wiring and the electrical box and bubbler.”

- i. **Tournament Parking Lot Repairs/Improvements** – The torrential rainfall experienced during the last golf tournament caused significant damage to the open space areas used for parking. Alternate off-site parking had to be arranged at the last minute by Mr. McSwain and he was commended for his service and actions taken to allow the parking situation to be rectified. It was also noted that some benefits realized by the off-site parking were less traffic delays for property owners and visitors to the tournament. Mr. McSwain is obtaining estimates for repairs and improvements for the open space areas which would help to eliminate similar problems in the future. The work would be done in the fall of 2014.
- j. **Forest Preserve Pavilion** –Mrs. Jean Fraser, the widow of Joe B. Fraser would like to see his dream of a new and improved pavilion at Fish Island in the Forest Preserve come to a reality and has approached some entities to move forward.
- k. **ARB Appointees** – Julie Nelander, a CSA appointee, completes her second three-year term on the ARB at the end of 2014. The CSA Board will need to fill this open position and with ASPPPO, jointly select or re-appoint someone to fill the Alternate position. Terrance Rosser is the current Alternate member and may be re-appointed for another year. Mr. Ryan said a person expressed interest in the full-time position that begins in 2015, and will be attending the meetings to obtain a better idea of the responsibilities. ASPPPO has just appointed Charlie Hyer to fill the vacant position left open by Joe Alexander when he moved outside Sea Pines.
- l. **Proposed Expansion of Six Oaks Cemetery** – The catholic diocese expressed interest in having a catholic section created in Six Oaks Cemetery. This would involve the cemetery increasing its boundary lines and obtaining more land from CSA to accommodate the section. Mr. Hunter, the cemetery administrator, has compiled a proposal and it currently reviewing it with CSA’s Treasurer, Mr. Borghesi.
- m. **Sea Pines Forest Preserve Foundation Fund Raising Dates** – The annual Yard Sale is scheduled for Saturday, October 18th and “The Bonfire” event has been scheduled for Friday, November 14th. The cost of the tickets for the bonfire event has been raised from \$50 to \$75 each. It was the sense of the Forest Preserve

Committee and foundation's board that the price is still a good value for the type of food and beverages served.

4. Old Business

- a. **Update on CSA and Tower Beach Projects** – The improvements at Tower Beach are basically finished and have been well received by property owners. Some additional landscaping and another board walk are planned for the area. The gate arms at the parking lot entrance still need to be installed and the appropriate type of mechanism for property owners to activate them needs to be determined. It was unknown at this point if the improvements increased the amount of usage at Tower Beach and if the Town might consider adding a lifeguard for the area if it has. Mr. McSwain said his staff could take a poll to see how many people were accessing the beach and if it warranted a lifeguard.
- b. **Bike Ambassadors** – This item was covered earlier in the meeting.
- c. **Lagoon Maintenance/Beach Lagoon** – Some lagoons are experiencing recurring problems and Mr. Henderson is current working with USCB to determine the cause. A consultant may be hired to further pursue this issue.
- d. **Calibogue Cay Dredge** – The dredging scheduled for this area has been fully funded by their local HOA and the prep work has begun.
- e. **Employee Shuttle** – The Gate Entry Committee is recommending this item be placed on hold until the expansion of the overflow parking lot at the Plantation Golf Club has been completed and determined if it will suffice.

5. Board Member Comments

- a. Fellow board member John Trunck has experienced some recent health issues which have resulted in his absence at meetings. He has just undergone some surgery to correct the problem and is on the road to recovery.
- b. The contractor performing the work at the Sea Pines Beach Club renovation project is running behind due to weather conditions being unfavorable. The work is now being done in phases and the beach walk and showers should be completed by June and the first floor completed in June, with the project being fully completed by July 4th.

- c. The Town of Hilton Head, in accordance with recent law revisions, is permitting the use of Segway's on their leisure trails. It was the sense of the board that Sea Pines' leisure trails are curvy, narrow in some areas, over-crowded at times and not conducive with these types of equipment.

6. Executive Session

The board went into Executive Session at 4:30 p.m.

7. Adjournment

With no further business, the meeting adjourned for the day.

Respectfully submitted,



Carolyn Adams
Secretary