

## Spicebush

### Board Meeting Minutes

October 20<sup>th</sup> and 21<sup>st</sup>, 2019

The Board met at the Spicebush pool at 1:00pm on Sunday October 20<sup>th</sup>, 2019. Present from the Board of Directors were Paul Anderson, Peter McElroy, Kaleb Froehlich, Helmut Knipp and Ron Bennett. Attending from The Club Group Ltd. were Mark King, Scott Connal and Andy Sutton.

The board reviewed the new fire pit, pool doors, and game area that had been approved at the May board meeting. Scott updated that all three projects had come within budget notwithstanding several back and forths with the Town of Hilton Head and the Sea Pines Architectural Review Board. Scott also showed the board the new granite countertops in the pool restrooms. Given the time constraints and the fact several directors were staying in units, the board proceeded to Swallowtail Unit 2875 to view the luxury plank vinyl flooring. The board then proceeded to the Yacht Club to hold its board meeting.

At 2:30pm Paul called the board meeting to order. Paul asked Andy to provide the correct copies of the minutes previously emailed out to the board. Once the board had the correct minutes, a motion was made and seconded to approve the May 19-20, 2019 board minutes as well as the August 26, 2019 conference call minutes. The motion passed unanimously.

The first agenda item was to discuss the flooring and furniture options for 2020. Included in the board book were the survey results, the various quotes for the flooring and furniture, as well as some additional questions from the board. After about 30 minutes of discussion, one of the bidders was invited to the board meeting to discuss some of the details regarding the bids for the luxury plank vinyl flooring. The vendor was able to answer the board's questions and left at 3:45pm. The board continued their deliberation regarding the flooring, addressing questions in the survey responses regarding safety, noise factor, appearance, maintenance, life expectancy and overall cost differences for the flooring selections. After considerable discussion, the board voted 4-1 in favor of staying with carpet in the units but to go with luxury plank vinyl in the kitchen. CGL was also instructed to survey the guest bathrooms to see how many had cracked tiles and to get a quote to possibly add that to the project. CGL will report on the survey at the May board meeting.

The board reviewed two display boards that Scott pulled together. The board asked Scott to create one display board at the May, 2020 board meeting that incorporated a higher quality sleeper sofa. The board agreed that the Coastal Casual style was the direction they wanted to go.

Scott then reviewed the owner comment cards and the RCI and II comment cards. Scott pointed out that CGL needed to continue to address the "Did things work properly" and get the responses higher.

The board then made a motion to approve the budget as presented to the owners. The motion was seconded and passed unanimously.

Andy reviewed the August 31, 2019 financials. Andy also reviewed the HOA owned units and the ones in collection and discussed the collections process. Scott stated that CGL had gotten most of the blinds replaced that were broken. Unfortunately, as soon as we get all of the blinds working, some begin to break but CGL would stay on top of it to make sure the blinds continue to be functional going forward. Pete commented that some of the unit patio chairs were missing. CGL will follow up and order missing chairs and re-strap as necessary.

There being no further business, the meeting was adjourned at 5:15pm.

The board reconvened at 8:00am on Monday October 21, 2019.

Paul circulated two emails that he had received regarding George Flathmann (Lighthouse Realty's agent handling the Spicebush sales). Mark responded that he would make sure that George followed up with all correspondence. The board discussed some of the programs currently in place and Mark asked the board to modify its current policy regarding sales calls into the units during a stay. Mark asked the board to allow Lighthouse Realty to call guests and exchangers during their stay to solicit a sale. The board approved this request.

The board discussed various sales strategies. George was introduced briefly to the board at 9:00am before leaving the meeting. Andy discussed the history of the rentals. The board asked CGL to bring a proposal to enhance Spicebush's social media presence as a way of boosting rentals. Part of this proposal will include re-building the current website so that it works with the social media push to promote sales and rentals.

Mark discussed the South Carolina Vacation Time-Sharing Plan Extensions and Termination Act that was passed in May, 2019. The Act is effective across all timeshares and no further action is necessary. The board briefly discussed its applicability to Spicebush and agreed that there was no action necessary at this time.

Andy discussed four amendments that could be presented to the ownership to help with reaching a quorum at its annual meetings:

1. Change the Master Deed and By Laws to allow electronic notice. This will save money by not requiring snail mail as proof of notice. Snail Mail would still be an option for those wishing to receive hard copies of the mailings.
2. Change the Master Deed and By Laws to allow digital signatures. This will allow for potentially online voting as a way of making the return of proxies easier.
3. Change the Master Deed and By Laws to extend the notice period to 60 days. This will allow for additional time to solicit proxies for quorum purposes.
4. Change the Master Deed and By Laws to allow the Association to vote the HOA owned units. This will help ensure a quorum is reached.

The board made a motion for Andy to have the Association's attorney draft the appropriate amendments and to present them to the board for approval. The motion was seconded and passed unanimously.

The board tentatively selected the Spring board meeting for the weekends of 4/26/2020 or 5/4/2020 depending on the new director's availability. The board elected Kaleb as President, Pete McElroy as Vice President and Ron Bennett as Treasurer. The Secretary would be selected at the spring meeting when the full Board convenes.

The board thanked Paul for his six years of service and the last three years as the Association's President. The board also thanked Helmut for his years on the board.

There being no further business, the meeting was adjourned at 9:55am.