

Tuesday August 18, 2020

Present: Kristine Perry, Sallie Dickinson, Kim Quinn, Gary Ange and Susan Griffin  
On Zoom Conference Call: Ron Brown, Victor Santoro, Jim Hepner and Jim McGee  
Special Guest: Charles Meier via Zoom

Charles Meier reviewed the options the Board has regarding the Annual Meeting scheduled for October 17, 2020. First the Board has the absolute right to postpone the meeting to a later date. G.D. 55A-7-01(e) specifically allows holding an annual meeting at a different time than fixed in the Bylaws. Second, the Board can send out a notice that states the meeting will not take place at the date and time provided in the Bylaws and that the meeting will be rescheduled to a later date and a notice sent.

The problem is that under the current statute the members must meet at least once a year and there is no provision for anything other than an in-person meeting for members. Boards can meet by conference call under the current statutes, but members cannot. Executive Orders No. 136 and No. 149 change that and allow a membership meeting by conference call, ZOOM, Webex etc. with all voting done in advance by written ballot. The meeting is informational only. No voting occurs during the meeting and no motions are made. The Board simply gives whatever reports they deem necessary, answer questions and announces the balloting results. All voting must be done in advance by written ballot. There are no proxies. Ballots and proxies are completely different. A ballot is a vote by the member. A proxy is a power of attorney for one member to vote for another. Proxies can only be used at a meeting and there is no real "meeting". In addition, once submitted, a ballot cannot be changes whereas a proxy can be revoked at any time up to the start of and even during the meeting.

The ballots must be signed, dated and returned by a set date. The HOA may mail or email the ballots to the members. Ballots can be returned by email (scan of ballot attached), faxed or hand delivered. A person can take a photo of the ballot and attach it so an email or text. Fed Ex or UPS is fine. If mailed by US mail, Charles recommends that the requirement be that the envelope containing the ballot be postmarked 5 days prior to the deadline. The deadline must give the Board a sufficient time to count the ballots. That should be before the day of the meeting. The ballot is valid so long a it is postmarked by the date given or received by the deadline. It is possible that you could receive some ballots that were in fact postmarked 5 days prior to the deadline yet received thereafter and those ballots must be counted.

The Board decided to prepare for sending out mail in ballots to all the membership. Have the annual meeting be an informational meeting on all of the agenda items and then require the ballots be mailed in by November 1, 2020. The results of the votes would be sent electronically to all the membership.

Charles then reviewed some of the items that would be up for vote at the Annual meeting. One item to be considered is to update the Bylaws. The updated Bylaws would include the authority for meeting notices to be sent electronically and for the annual meeting to be held virtually if the Board so chooses. It also would include having the Sound Side HOA President and the Condo HOA President automatically have a seat on the Recreation Association Board of Directors.

Charles also spoke to the possibility of the Board instituting a Short-Term Rental Fee. Short Term being defined as a minimum of 2 nights up to a maximum of 30 nights. If the unit is rented through an agency then the agency would be required to add a separate line item fee of \$? per night. If the unit is rented through the AirBnB, VRBO and the like, then the homeowner would be responsible for submitting fees owed to the Association. The Board discussed several ways to track the AirBnB, VRBO option and all seem to prefer the honor system of the homeowners. In the Declaration that Charles created, it states that the homeowner would be required to notify the Association of how many nights per month their unit rented. The Board asked Charles to modify some of the language in the Declaration and it will be presented at the September Board meeting for approval.

Susan Griffin presented the Board with three estimates to convert the vacant lot between Buildings D&E on the Ocean Side into a parking lot. After much discussion Kristine Perry made a motion to present the estimate from Courtney Walger to the membership at the annual meeting for approval. Sallie Dickinson seconded and the motion carried 4-2.

Susan Griffin presented the Board with two estimates to install sand fence and fertilize the current sand dune. There were some discrepancies in the two quotes so the Board asked Susan to clarify the estimates and present at the September Board meeting.

The Board reviewed the financials for both the Rec Association and Capital Assessment regarding all A/R aging reports. The remaining funds from the Capital Assessment are being transferred to James Matthis and Greg Miller will no longer be involved. The funds will be placed in a separate account and the Board will have to have a majority vote to disburse any funds from that account.

Kim Quinn presented the 2021 Budget for the Recreation Association. While some categories have been adjusted the budget remains the same and the quarterly dues will remain at \$899 per quarter.

There had been a request from a homeowner to have late fees from Queens Grant Rec operating dues and Capital Assessment funds removed from their account. The Board discussed the situation and Kristine Perry made the motion to enforce the late fees. Sallie Dickinson seconded and the motion carried. Kristine Perry agreed to discuss the matter homeowner and let them know of the Board's decision.

Susan Griffin presented a generator maintenance contract for the WWTP to the Board. The contract will provide monthly and bi annual service of the generator at a cost of \$600 per year. Susan also presented a quote to replace the PLC (Programmable Logic Control) in the WWTP in October when Bill Fox completes his software update. The cost is \$19,665.00 to replace the PLC. After much discussion and a review of a letter from Bill Fox recommending the upgrade, Victor Santoro made a motion to pay for the upgrade out of the reserve fund. Ron Brown seconded and the motion carried.

Susan Griffin then presented hurricane repair update. The fish station will be rebuilt using Trex material, which Scott Catapano is assisting with the purchase through Lowes. The WWTP had some panels blown down, David Horrell will be securing them but not replacing them until after the hurricane season. The Bumblebee seawall has been eroding and Hurricane Isaias did not help, the Board will need to make some decisions on how to repair in the near future.

The next Board meeting will be Friday September 18, 2020 at 4pm at the clubhouse or via ZOOM.

Jim McGee made the motion to adjourn, Sallie Dickinson seconded and the meeting was adjourned.