

Present: Dick Sula, President  
Russ Warren, Vice President  
John Wilson, Treasurer  
Russ Crane, Secretary  
Avril Fenwick, Director  
Buddy Darby, Director (late arrival)

Tammy McAdory, Staff  
Joe Croughwell, Staff  
Deborah Retalis, Staff  
Carrie McGregor, Staff

Absent: Hal Fallon

1. Call to Order, Verify Quorum – Mr. Sula called the meeting to order at 2:00p.m. with a quorum of Directors by Messrs. Sula, Crane, Warren, and Wilson, and Mrs. Fenwick.
2. Approval of Minutes
  - A. April 3 Minutes (enclosure) – **Mrs. Fenwick moved approval of the April 3, 2006 board minutes. Mr. Crane seconded the motion. Those in attendance carried this vote unanimously.**
3. Administrative Reports
  - A. Joe Bunting, General Manager (presented by Tammy McAdory, Director, Governance & Communications)
    1. Mail Votes – no mail votes this month.
    2. Ratification of the April 3 Executive Session – **Mr. Warren moved approval of the following decisions. Mrs. Fenwick seconded the motion. Those in attendance carried this vote unanimously.**
      - a. Proposed New Committee Members – Unanimous consensus was to approve Kiki Anderson as Vice Chair to the Community Center Advisory Committee and a Vice Chair to the Covenant Compliance Committee.
      - b. KICA Board Consultant (enclosure) – Board consensus was to approve Sandra Denton as consultant on policy governance. As an update, the General Manager has signed the contract. Ms. Denton will be on site on May 18<sup>th</sup> and 19<sup>th</sup>.
      - c. Review of Policy on Property Status Change – Board consensus was to consider further over the coming months.
      - d. Personnel Matter – Board consensus was to approve Department Head Incentives for Y2005.
      - e. Annual Meeting Advisory motions – The board considered and reached consensus, which will be discussed under Unfinished Business today.
      - f. Personnel Matter – Board considered and reached consensus to recognize past volunteer. Details will be discussed later in the meeting today.
    3. Member Comments from the March 19 and April 3 Board meetings – Tammy reviewed the responses to member comments from the March 19 and April 3 board meetings.
    4. Chet Barrand Memorial (enclosure) – In the April 3 executive session, an interested group, led by Jim Kinney, presented on a proposed memorial to honor Chet Barrand, a past volunteer who worked exhaustively for many years at the property owners pool, then Sandcastle. The board agreed to name the east room on the second floor of the Sandcastle the Barrand Room, and to allow a bronze plaque to be installed in the second floor library/foyer area. The board reserved the right to approve the plaque. Today Mr. Kinney presented an overview of the plaque wording and a likeness of Mr. Barrand. The plaque will be privately donated. KICA will host an unveiling. **Mr. Warren moved approval of the proposed memorial, and would like to see a proof of the design prior to it being made. Mr. Wilson seconded the motion. Those in attendance carried this vote unanimously.**

5. Request for Sculptures on the Island (enclosure) (handouts: Exhibit A) – Ms. Kate Lindsay, Director, The Gallery at Freshfields, requested KICA allow The Gallery at Freshfields to display a sculpture(s) on the Parkway, at the Gallery’s cost and liability, with no signage or advertising. The sculpture(s) design and placement would be at the board’s discretion, and subject to the ARB.  
[Mr. Darby arrived at this time.]  
After some discussion, **Mr. Wilson moved approval of the concept. Mr. Crane seconded the motion. Those in attendance carried this vote unanimously.**
  6. Conveyance of Terrapin Island Bridge and Road (enclosure) – Tammy reviewed the status of the conveyance. After some discussion, **Mrs. Fenwick moved approval of the conveyance contingent upon 1) Joint agreement of a draft deed; 2) Recordation of the amendment authorizing conveyance of the bonds at the RMC office; 3) Recordation of TIPOA’s covenant amendments to allow conveyance of the road and bridge at the RMC office. Mr. Warren seconded the motion. Those in attendance carried this vote unanimously.**
  7. Sandcastle Boardwalk (enclosure) – Tammy reviewed the status of the proposal/design to add a ramp to the existing boardwalk with the steps, and the possibility of another design option suggested by a board member replacing the existing steps with a ramp. After some discussion, **Mr. Crane moved approval of allowing a mail vote after the maintenance staff had more completely researched costs and other considerations. Mr. Wilson seconded the motion. Those in attendance carried this vote unanimously.**
  8. Covenant Compliance Committee (enclosure) – **Mr. Warren moved approval of reinstating the CCC’s governing exhibits to the charter, with a clarification to Exhibit D and Exhibit E adding “of macadam, concrete, stone or other approved material not level/graded or...” in the description of driveways and walkway surfaces. Mrs. Fenwick seconded this motion. Those in attendance carried the vote unanimously.**
  9. Parkway Paving Status (enclosure) – Tammy reviewed the status of the project which began a week late due to a fire at the asphalt plant. Even so, Banks is on schedule and making good progress.
  10. Member Survey Status (enclosure) – Tammy reviewed the status of the project. The survey will be posted in the mail on May 12. Members have the option to complete it online or in its paper form. Staff encourages online completion since it will reduce tabulation and return postage costs.
- B. Joe Croughwell, Director, Security and Safety
1. Security/Covenant Compliance
    - a. Covenant Compliance (enclosure) – status report for April.
    - b. Security (enclosure) – status reports for March and April.
    - c. Employee Safety Committee (enclosure) – status report for April meeting.
    - d. Transporting Modular Home to Governor’s Drive (enclosure) – Joe reviewed the status of the modular home transport. After some discussion, the board requested the SSAC review the sample policy and bring it back to the June board meeting.
- C. Controllers Report, Deborah Retalis
1. First Quarter Investment Activity (enclosure) – status report.
  2. First Quarter Budget Variance Report (enclosure) – status report.
4. Committees
- A. Committee Reports – no committee reports this month.
  - B. Board Liaison Reports
    1. Russ Crane – no report.

2. Avril Fenwick
  - a. Security and Safety – The committee has been discussing the possibility of eliminating the 90-day pass to be replaced by renewable 30-day passes, replacing member decals more frequently and developing a procedure for turning in old decals when a member sells a vehicle.
3. Russ Warren
  - a. Community Services – Mr. Sula reported for Mr. Warren that KICA would hold a “Kiawah Wants to Know” seminar in June, and Kiawah Reads in June and August-- Mary Alice Monroe and Walter Edgar respectively.
  - b. Human Resources – The committee approved its 2006-2007 work plan and subcommittee assignments. It also reviewed the employee incentive program, and the employee safety committee and its test results.
4. John Wilson
  - a. Major Repair and Replacement – The committee reviewed the erosion at Inlet Cove. The soil/water combination is complex and difficult to vegetate. It also discussed the left-turn, lane cutouts on Governors Drive. Turning trucks drive over the islands damaging the curbing and vegetation.
  - b. Finance – The committee is in the process of renewing the Association insurance contracts. It will set up a meeting between the FAC and interested board members to review the options, and hopefully have a renewal by June 30. Review of the Financial Controls Manual is in its final stages.
5. Unfinished Business –
  - A. Draft Dunes Management Guidelines (enclosure) – Mr. Sula reviewed the history of the document and indicated that a newly revised version of the Dunes Management Guidelines will be posted to the KICA website, a public meeting will be held at Town Council Chambers on May 25 at 7:00 p.m., then the board will vote on the document at its June board meeting.
  - B. Annual Meeting Advisory Motions (enclosure) (audience handout) – Mr. Sula reviewed the decisions of the board at its April 3 executive session regarding the advisory motions made at the 2006 annual meeting and its decisions. The first advisory motion was that the Board of Directors “present no proposal to the membership without first conducting a public meeting” to receive input from members and provide the opportunity for members to ask questions. The board may decide in some instances to hold a meeting, but will not require one. The second advisory motion was that before any property would be conveyed to the Association, the owner of that property would take all necessary mitigation or corrective action. The board believes that current policy standards appropriately protect the Association and will continue to follow these policies.
6. New Business
  - A. Non-Agenda Item – Mr. Sula received a request to allow members to attend board meetings via teleconference. After some discussion, including costs, **Mrs. Fenwick moved approval of allowing teleconference at regularly held board meetings. Mr. Warren seconded the motion. Those in attendance carried this vote unanimously.**
7. Adjournment - Having no further business to conduct, the meeting was adjourned on motion duly made and seconded.
8. Member Comments
  - A. Diane Lehder, 306 Palm Warbler - Mrs. Lehder thanked the board for approving teleconferencing at future board meetings and indicated that she would call ahead of time to

notify staff if she would be attending via teleconference. She also requested more information on the board's consultant.

Mr. Sula indicated that the board workload has increased, as well as taken a more operational stance. The board is intended to handle policy not operations, and therefore hired a consultant to help return to its original purpose.

- B. Virginia Abbott, 4304 Windswept – Mrs. Abbott commented that she is an oceanfront property owner and hopes that the draft Dunes Management Guidelines will state that if pruning has been done properly in the past these owners will not have to resubmit its request to prune each year.
- C. Bill Wert, TOKI Mayor – The Town will host a Republican nomination debate for the House seat #119 on May 31, 7:00p.m. at the Sandcastle. There is only one Democratic nomination, so no Democratic debate will be held. The Town will then sponsor another debate for the general election of the seat.
- D. Dick Scofield – Gen. Scofield, as a member of the ad hoc Dunes Management Group, agreed with Mr. Sula's comments about the draft Dunes Management Guidelines and thinks that the confusion is in the language of the document. He requested the board consider a trial run of the process this year and if no problems, review the results and then approve/revise for next year.

Submitted by

Approved at the June 5, 2006 meeting

Carolyn R. McGregor  
May 3, 2006

Russell Crane  
Secretary