



KICA Board of Directors Meeting  
September 4, 2007  
2:00 p.m. – Sandcastle

Present: Russ Warren, Chairman  
John Wilson, Vice Chairman  
Dr. Paul Roberts, Treasurer  
Dr. Armand Glassman, Secretary  
Dr. Hal Fallon – Member Director  
Russ Crane, Member Director  
Buddy Darby-Developer Director (teleconference)

Joe Bunting, COO  
Tomi Moore, Staff  
Tammy McAdory, Staff

1. Call to Order, Verify Quorum – Chairman Warren called the meeting to order at 2:03 p.m. with a quorum present of directors Messrs. Warren, Fallon, Glassman, Crane, Wilson, Darby and Roberts.
2. Approval of Minutes  
July 2, 2007 (encl<sup>1</sup>.) (AHO<sup>2</sup>) – **Dr. Glassman moved approval of the July 2, 2007 board minutes. Mr. Crane seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
3. Chairman's Opening Comments – (enc.) Dr. Warren summarized the agenda. He then read a statement addressing an issue that has recurred, indicating his intent to do so was not known to the other directors. "We have an ongoing complaint from one of our members. I have heard it once in private, now, and I have heard it twice in public and because I expected to hear it again, I no longer think it's appropriate for me to be silent. Sometimes silence denotes consent, as you know. The complaint is that the board should permit member comments and questions after its meeting. Everyone on the board agrees that members should have an opportunity to ask questions. The newest and I think the best way to do that is *Mornings with Joe* and judging by the fact that these sometimes last three hours, I conclude that questions are being asked and answered. Further, Joe is instructed to relay to the board all policy questions that are asked. The second option used by many members is to simply ask policy questions of individual board members. The board does not just whisk itself away after our meetings to some beloved island somewhere. Buddy doesn't let us use St. Kitt's between our meetings but rather we are here all the time and we are available to answer policy questions. If you ask us an operations question, we'll probably direct you to Joe, but we do answer readily policy questions, we're available to do that all the time and we do it all the time. The staff has also provided a Web site opportunity to ask questions and to express opinions. Finally, most staff members are available on most days to answer questions and they do so quite frequently. So, I believe that it's not credible for a member to complain that their thoughts are not being heard. To repeat myself, the directors invite member questions but we do reserve the right

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<sup>1</sup> Enc.-enclosure

<sup>2</sup> AHO- Audience Hand Out

to determine where and when questions are posed. As in any conversation, the listener as well as the speaker has a right to determine the time and the place for the conversation. If questions are raised in this forum, this particular forum as contrasted with all those other venues, that triggers a whole set of rules that must be followed by Joe in responding and that consumed a significant amount of Joe and Tammy's time. I think their time could be used more effectively working on other projects especially when questions can be addressed informally in other ways. Ways I've already identified and which create no extra staff work. Thank you."

#### 4. Mail votes

- A. The COO reported the board approval by unanimous mail vote of September special meeting materials. (encl)
- B. The COO reported the board approval by board operations committee of KICA accepting town contract for beach patrol. This is a short term contract beginning August 10 and ending January 31, 2008. (2) (encl)

#### 5. Operations Initiatives –

- A. The controller, Ms. Retalis, summarized the second quarter budget variance report. (encl) (AHO)
- B. As required by the previous board, the mosquito misting systems' six month update was given by Mr. Shea, director of lakes management. At its October 2, 2006 meeting the board placed a suspension on the use and installation of mosquito misting systems while it educated itself about them. At its March 5, 2007 meeting, the board approved Policy Resolution P-07-2, *Mosquito Misting Systems Regulations*. Since that time, of the estimated 60 systems on the island, only two agreements have been submitted. Additionally, in August, KICA received a letter from Palmetto Mosquito Control stating the company's plan to solely use a "green product" in their misting systems. Palmetto feels they are exempt from KICA's regulation. Staff has revised the mosquito misting policy and sent to KICA's consultant and legal counsel to review. Response is pending. After a question and answer session, the board determined to table this issue until further research may be done, and place on the November board meeting agenda. The board also requested a letter be sent requesting compliance the known systems.
- C. The COO highlighted the recent and upcoming community events with a PowerPoint presentation.

#### 6. Board Action Required (**VOTES**)

All Directors

- A. Resolution congratulating KIGR on Ocean Course Clubhouse- (enc)  
**Dr. Fallon moved to approve the Ocean Course Clubhouse resolution. Mr. Crane seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- B. Ratification of Walter Schlauch to Major Repair Committee- (approved by board consensus at executive session in July). **Dr. Glassman moved to**

**ratify the election of Mr. Schlauch to the M R & R committee. Mr. Crane seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**

- C. Staff sought approval of the budget timeline 2008 (enc) – Staff announced two open forums for members on September 17 and October 15 during the Mornings with Joe sessions. **Mr. Crane moved to approve the 2008 budget timeline. Dr. Fallon seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- D. Gate Access Policy (enc) – The gate access policy was last revised two years ago. However, a revision of this document was again made necessary in order to revisit both regulations and practices. Staff sought approval, edits, or disapproval of new gate access policy, after consideration by legal and communications review. Once approval is received, staff will complete an overview of the rules and regulations handbook to incorporate these changes from the board. Staff would also make the new rules and regulations handbook available on the website. After a brief question and answer period, **Dr. Glassman moved to table this item. Mr. Wilson seconded the motion. Those in attendance carried this motion unanimously.**
- E. Staff sought approval of the agenda for September 23 Special Member Meeting (enc)-**Dr. Glassman moved to approve the September 23 member meeting agenda. Mr. Crane seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- F. Approval of Ad-hoc Committee Charters (enc) - These are board committees and not staff committees.

1. Health Care Research- Dr. Fallon asked that Joe Croughwell, director of security, serve as an active member of this committee. Dr. Fallon also suggests several progress reports periodically during board meetings. Dr. Glassman expressed concern for the need of chartering this committee and felt chartering would be limiting. Dr. Glassman inquired if board committees were required to have a charter. Staff responded that charters are not a requirement for board committees they do provide a guideline to determine objectives of that committee.

Mr. Darby left the meeting at 3:05 p.m.

After discussion, **Dr. Glassman motioned to forgo the committee charter. Dr. Fallon seconded. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**

2. Staff sought approval of the land search committee charter. **Dr. Glassman moved to approve the charter. Mr. Crane seconded the motion. Those in attendance carried this motion unanimously.**
- G. Staff sought approval of a name change of the board operations committee to board executive committee, as the term "operations" implies the committee is addressing operation issues. **Mr. Crane moved to approve the name change. Dr. Glassman seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- H. Staff sought approval of the *Rights and Responsibilities for a Better Kiawah Island Community* document. The board previously discussed this document at June working session and consensus was to formally approve. (encl) **Dr. Glassman moved approval of the *Rights and Responsibilities* document. Mr. Wilson seconded the motion. Those in attendance carried this motion unanimously.**
- I. Staff is seeking board consideration to approve or disapprove a grant of \$200k to the Kiawah Island Natural Habitat Conservancy (KINHC) solely for the purpose of conserving property at 38 Berkshire Hall. This money is to come from reserve funds per policy. Staff also sought approval from board to take \$200K from operating fund balance and place into reserve funds for future repairs and replacements. This would replenish the reserves fund. **Dr. Glassman moved approval of the \$200k grant. Dr. Roberts seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- J. Staff sought approval of the appointment of John Wilson as Senior vice Chair & Paul Roberts as Second vice Chair of the board (enc). **Mr. Crane moved to approve these appointments. Dr. Glassman seconded the motion. The vote carried as follows: Directors Messrs. Fallon, Glassman, Crane, Wilson, Darby and Roberts voted in favor. Chairman Warren abstained.**
- K. Rhett's Bluff Rules – (enc) On July 2 the board heard concerns from Rhett's Bluff members including their interest to revise rules for Rhett's Bluff common property. Mr. Roberts and Mr. Bunting met with Rhett's Bluff members on July 5<sup>th</sup> to discuss rules changes they would like to see incorporated. In a July 17 letter to the Rhett's Bluff members, staff indicated the board would consider rules revisions at its September meeting. Staff sought board consideration to approve or disapprove Rhett's Bluff rules revisions, and to allow the two previously booked events in September. **Mr. Crane moved to approve the revisions. Dr. Fallon seconded the motion.** After discussion in which

some concerns were raised regarding the revisions and to further review of the document, **the motion was withdrawn and tabled.**

7. Items for General Discussion, No Action Required

- Chairman Warren, Messrs. Wilson and Bunting met with the Seabrook Island property owner's president to discuss boat storage and gate pass offices. Further meetings are expected to establish relationships.
- Board was reminded of the scheduled board retreat on September 10 beginning at 8:30 a.m.

8. Adjournment - Having no further business to conduct, the meeting was adjourned at 3:30 p.m. on motion duly made and seconded.

Submitted by

Tomi Moore  
September 7, 2007

Armand Glassman  
Secretary