

KIAWAH ISLAND
COMMUNITY
ASSOCIATION

BOARD OF DIRECTORS

Meeting Minutes

December 4, 2023 at 1 p.m.

Virtual and In-Person Meeting

Board Members Present:

Jerry McGee, Chair

Lisa Mascolo, Treasurer (Virtual)

Kevin Donlon, Director

Amanda Mole, Developer Director

Beth Zampino, Vice Chair (Virtual)

David DeStefano, Secretary

Alex Fernandez, Director

Staff Members Present: Shannon White – COO, Tony Elder – Director of Ops,
Dale Schoon - Director of Finance, Ellen Festa – Executive Assistant

Member Attendees: (20 In Person / 12 Virtual)

Recording of Meeting: <https://www.youtube.com/watch?v=tP2L5bqCUBs>

1. Call to Order

Chair Jerry McGee called the meeting of the Kiawah Island Community Association Board of Directors to order @ 1:01 p.m.

2. Member Comments – Agenda Topics

Member Maura McIlvain: Comments on Budget with \$2M in cash, why is there an assessment increase?

Member Brad McIlvain: Comments on Exec Session topics. 5 out of 7 could be discussed in public, finds this disturbing and disappointing.



Member Cherie Gallagher: Comments on Budget, every line item should be for members. Finance Committee asks the tough questions and did a great job. Commented and questioned what function the V-gate serves.

Member Paul Hennessy: Comments on Charters to be approved. Don't see Amenities TF. David D. explained that Amenities TF is currently on hiatus but will be combined with the Sandcastle User Group into an Amenities Task Force.

Member Philip Mancusi-Ungaro: Comment on Board Election announcement, the number of seats and how the vote will play out. There are several Executive Session items that could be discussed in public. Board needs to think about what things they discuss in private vs. in public.

3. Chair Comments

Jerry wished everyone a good upcoming holiday season and shared about a personal loss in his family, having lost his son recently. It has been very challenging for him and as his term comes to a close, it brings new people, a new Board and new challenging issues and wishes the best to all.

4. Administrative

a. Approval of Minutes (VOTE)

a. Announcement of Votes in Executive Session

Jerry provided a read-out of actions and votes taken at the November Executive Session

b. Approve October 9, 2023 Minutes

Jerry asked for a motion to approve the November 6, 2023 minutes. So moved by David D., seconded by Kevin D.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo , B. Zampino

5. Reports



a. COO Report – Shannon White

Projects:

- Eagle Point kayak launch scheduled to be installed last was delayed due to fabrication issues – should be completed this week.
- Boardwalk 13 was completed last week.
- Boardwalks 14 and 16 – approved by ARB – out for bid - should be received this week.
- Flyway Drive sharrows – approved by the ARB. Next steps to lay them out in the neighborhoods.
- Truluck is scheduled to complete the Green Winged Teal trail this week as well as Boardwalk 13 paved approach.
- Working with Three Oaks on several things, trail transitions, shower connections, concrete approach to Maritime walk bridge and grading Eugenia Ave. parking lots.
- Rhett’s Bluff Boat ramp being worked on this week.
- Roofing at the Sandcastle Grill & Pavilion being worked on as well as encapsulation work on first floor.

Join us for Annual POPs tree lighting festivities at the Sandcastle on December 7th.

b. Finance Report – Lisa Mascolo / Dale Schoon

Lisa provided an update on Investment Policy Statement (IPS). The Finance Committee has created a fine document and are largely in agreement on the content in the Policy. Will bring to the Board in January for vote.

Dale S. stated that the Member portal is currently not working due to an add-on in the Accounting system. Will be corrected shortly.

CTR: Dale provided an update on CTR:

- We’re below \$100K for the first time, but still tracking to our \$3.1M budget.

Auditors are in full swing.

c. 2024 Election Update – Lisa Mascolo

Lisa clarified that we have published twice about the Election process, the number of seats open, the terms and how they will be filled. Excited that we’ve got 7 candidates and



thanks to those that have decided to run to serve the community. Video interviews are almost done and will be made available to the Community by December 15. Each candidate also has an opportunity to conduct their own Zoom meetings that KICA can help organize. Election opens on January 15 and closes on February with new Board to be seated at the Annual Meeting in March. Shannon added that the Date of Record for the Election is December 11.

d. Joint ARB Task Force Update – Kevin Donlon & David DeStefano

Kevin D. reported Phase 2 is now completed. Report will be sent out and we're planning a community meeting in January to get feedback. The group has been working on this for about 7-8 months. David D. agrees the group worked well together.

6. Old Business (N/A)

Charters

Board Outreach and Education Committee

Jerry asked for a motion to approve the BOEC Charter. So moved by David D., seconded by Kevin D.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

Finance Committee

Jerry asked for a motion to approve the Finance Committee Charter. So moved by Lisa M., seconded by Kevin D.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

Human Resources Committee

Jerry asked for a motion to approve the Human Resource Committee Charter. So moved by Kevin D., seconded by Lisa M.



Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

Communications Committee

Jerry asked for a motion to approve the Human Resource Committee Charter. So moved by Kevin D., seconded by Lisa M.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

Human Resources Committee

Jerry asked for a motion to approve the Human Resource Committee Charter. So moved by Kevin D., seconded by Lisa M.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

Security and Enforcement Task Force

Alex F. feels this should be a standing committee. David D. feels we should approve as a Task Force and use as an outline until more tasks can be defined. Beth Z. feels it should be a Task Force – they don't meet regularly.

Alex made a motion to approve this as a Task Force with agreement that in January, Charter will be updated to a Committee and be discussed. Seconded by David D.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

7. New Business

- a. 2024 KICA Budget (**VOTE**)



Motion: Jerry asked for a motion to approve the 2024 KICA Budget. So moved by Kevin D., seconded by David D.

Discussion:

Alex F. commented on Commercial Access fees and Bike Decal fees – only 5% increase for Bike Decals vs. assessment increases of 47% since 2017. David D. commented on KIP repaving and might need to do this sooner given road conditions. Over 3-5 years, additional revenue is important. Alex F. is not in agreement with having extra cash. Beth Z. stated we need a policy on how to manage cash. Kevin D. commented he prefers a Balanced Budget. Discussion on how to use the surplus.

Alex F. made a motion that we approve the 2024 Budget and the Assessment increase be limited to 2.5%, seconded by David D. Use \$780K from the \$2.1M. Beth Z. and Kevin D. feel 2.5% is too low.

Motion: Approve the 2024 Budget with a 5% increase in General Assessment, 5% increase in Amenities for a 4.4% combined increase. So moved by Kevin D., seconded by Lisa M. Operational fund balance will be used to cover the shortfall to a balanced budget.

Vote Passed: (7) In favor

J. McGee, K. Donlon, A. Fernandez, A. Mole,
D. DeStefano, L. Mascolo, B. Zampino

b. Construction and Holiday Hours

Discussion: David D. feels eliminating Saturday hours is not a good idea. Average of 2 yrs. to build a house. Shrinking the hours will impact this.

Alex F. suggests look at 7-7 hours. David D. disagrees.

Staff recommendation is to hold on 7 am –7 pm Monday-Friday and 8-5 on Saturday.

Board could opt to add an extra holiday shut down day, if desired.

Motion: Beth Z. made a motion to keep the schedule as is and add Saturday of Memorial Day and Labor Day weekends. Keep July 4th as a floating holiday depending on what day of the week the holiday falls on.



Vote Passed: (6) In favor

J. McGee, K. Donlon, A. Mole, D. DeStefano, L.
Mascolo, B. Zampino

(1) Against - A. Fernandez

c. Sandcastle Access Policies

Board attended Sandcastle User Group Meeting and heard feedback and comments.

Question is what process does the Board want?

1. Board Vote
2. Hold Town Hall before Vote
3. Hold Town Hall after Vote

Lisa M.: Hold Town Hall before Board vote

Kevin D.: User Group should make a formal recommendation to the Board and to Membership. Receive feedback at Town Hall then have Board vote.

David D.: Agrees with Kevin's approach

Alex F.: Same process as before, let's do it again.

Beth Z.: What is drop dead date in order to implement before Easter?

By February.

Board consensus is to receive recommendations at January meeting. Hold Town Hall following meeting. Board vote in February.

8. Board Member Comments – N/A

David D. commented on the Development Agreement: 1) KICA MOU with Partners and 2) Development Agreement with KP to convey property.

The Board will be discussing these issues with our attorneys in Executive Session.

Alex F. commented on 30 day passes to Governors Club members. The Board needs to tackle this issue. David D. suggested we send a letter re: KICA access to Governors Club Members.



9. Member Comments

Member Philip Mancusi-Ungaro: Experiencing sound issues. Concerns about Section 10 of By-laws and how the Election vote is being handled (top 2 getting 3 yr. term and 3rd getting 2 yr. term). This is not what By-Laws say. Is there a legal opinion explaining this approach?

Kevin D. will reach out to Phil directly to explain the approach and the Board Resolution passed.

Phil expressed concerns about discussions and decisions like this being made in Exec. Session.

Member Maura McIlvain: Feels that the Date of Record for Election and Annual Meeting are wrong – truncated.

Member Perry Molinoff: Comments on expiration date of the ARDA. KICA is a 3rd party beneficiary. 1) 4 -5K acres of land to be conveyed to KICA; 2) KP relinquished its right to appoint a Director – consider taking action; 3) Sam’s Spit – areas highlighted in Yellow and Light Green per the ARDA should be conveyed to KICA. Preserve Kiawah will be sending out a letter to the Board on these issues.

Jerry M. commented that the Board is aware of the issues with Capt. Sam’s Spit.

Member Carol Medendorp: Consider creating separate Task Forces for gate issues, access issues etc. apart from Security and Enforcement.

Member Brad McIlvain: One Record Date for vote and one for Annual Meeting – expressed concerns that they are different.

Member Michael Heidingsfelder: (1) Commented on Island access and concerns about people coming on the island that shouldn’t. Asked KICA to provide details on how many people come on the island. (2) Capt. Sam’s Spit – areas in Yellow and Light Green should come to KICA per the Development Agreement. (3) Beachwalker / KIP intersection – ARB has given approval on the concept for this intersection – would like to see progress. (4) Traffic at 1st gate – TOKI now has a full time employee here. Believes we should utilize road signage on pavement.

David D. commented that road pavement signage is hard to see when there’s traffic.



(5) Recent incidents and slow response times by Fire, Police and Beach Patrol raises the question on having our own police force. TOKI working with Emergency Response teams to have permanent EMS truck on the Island.

Member Cherie Gallagher: (1) Thanks to Preserve Kiawah – they’ve done some great work on the issues involved with protecting the island. (2) Commented on dog parks – doesn’t feel they are necessary.

Member Maura McIlvain: First gate access, nomenclature for what is called a pass should be reviewed and changed. Confusing to many who think a QR Code is a pass when it’s not.

Jerry asked for motion to adjourn. So moved by David D., seconded by Alex F. Meeting adjourned at 3:09 p.m.

Respectfully submitted,
Ellen Festa, Executive Assistant



BOARD OF DIRECTORS

Executive Session Summary of Actions

NOTE: KICA's legal counsel has stated that it is best practice for KICA to report executive session votes, so that they are recorded in the public minutes and made available to KICA members via the website. On advice of legal counsel, we will make an appendage to our public meeting minutes, which contain an excerpt from executive session minutes of any action the board has taken. As a reminder, executive sessions are for privileged, confidential and/or sensitive matters, which the board does not believe should be discussed in public.

December 4, 2023

Jerry McGee called the meeting to order at 3:20 p.m.

Votes Taken During Meeting:

- Approval of November 6, 2023 Minutes **(VOTE)**

Vote Passed: (7) In favor (McGee, DeStefano, Mascolo, Donlon, Fernandez, Mole, Zampino)

- Approval of Governance Task Force Members **(VOTE)**

The following KICA members will be part of the task force:
Kelly Sach, Paul Hennessy, Andy Capelli, Laura Kane
Beverly Fieroh, Glenn Thomson, Kris Pickler

Vote Passed: (7) In favor (McGee, DeStefano, Mascolo, Donlon, Fernandez, Mole, Zampino)

- Approval of Kevin Donlon as Chair of the Governance Task Force **(VOTE)**

Vote Passed: (7) In favor (McGee, DeStefano, Mascolo, Donlon, Fernandez, Mole, Zampino)

No other votes were taken.

Meeting was adjourned at 5:47 p.m.

