

PIPOA Board of Director's Meeting
Tuesday, June 23, 2020
Venue: Hyatt Place
6733 SPID
78412

Meeting was preceded by a Candidates Forum for applicants for the open Board seat to introduce themselves.

Board members present: President Marvin Jones, Vice President Marta Sprout, Treasurer Dr. Nick Colosi, Secretary John Weis, Dan Brown, Sandy Graves. Executive Director Jim Smock.

Call to Order 6:31 PM

Conflict of Interest moved to Executive Session to discuss possible conflict.

Member's Comments delayed until after next item.

Appointment of candidate to open Board Seat. By unanimous vote Mr. Tommy Kurtz was appointed and seated.

Election of officers: Motions and 2nd's in appendix.

Results:

President Marvin Jones

Vice President Dan Brown

Treasurer Dr. Nick Colosi

Secretary John Weis

One member spoke during Members' Comments. Officer Jenko to help her.

Because of expected meeting length President Jones declined to provide President's comments.

Executive Director's Report:

- a) Next Board meeting Tuesday, July 28, 2020. Location TBD
- b) Discussion of TOPS1 transition
- c) Bulkheads: Need for database, contractor and engineer. Paul Zanetti to do database.
- d) Spring 2020 Member Survey. 400 returned of 4356.
- e) 2020-21 Maintenance Billish Park to be done by Maldonado.
- f) Boat ramps/Parking lots: Rigs have been towed -members encouraged to buy stickers.
- g) Billish Park annual reimbursment from City \$14700 City wants to pay quarterly.
- h) Short term rentals: Dan Brown: " City not enforcing." City is planning to deal with the issue in the future-looking at Island zoning. Need to lobby ISAC.

- i) 2019 Audit: Waiting for report.
- j) Record Requests: Several being dealt with.

Consent Agenda: Secretary's February 25, 2020 minutes accepted, Email votes reported. 2020 Annual Board meeting minutes accepted.

Committee Reports:

- a) ACC report by Robert Pruski who stated need for more ACC members. Nominated Michael Hall. Motion by John Weis 2nd by Sandy Graves to accept. Motion passed 7-0.
- b) David Heitzman volunteered for another ACC seat. Dan Brown Motion 2nd Marta Sprout to accept. Passed 7-0
- c) Request to raise ACC fees proposed discussion by Marta Sprout and Sandy Graves no action.
- d) Robert Pruski stated permits applied for ~4 new houses/week. Dan Brown had some comments.

Treasurer's Report:

Dr. Colosi reports no unusual bank activity.
Reported \$21,548.80 settlement from Oakley
Financials approved (Appendix)

Awaiting ruling on unclaimed Builder's deposits (claim as income or give to State)

Other: Dan Brown caught \$15K mistake by Jeff Smith.

Marta Sprout questioned who is being paid for website changes? Dan Brown stated spending up 42% for May but zero for website which is budgeted \$6K. Question is why is website being changed but no bill?

Marvin Jones led discussion on Builder Account paid out of wrong account. Further discussion re Builder Funds action delayed waiting on Legal and CPA opinions. Form states 2 year limit on refunds.

Old Business:

Project Manager: Jim Smock stated 4 resumes submitted but flawed. 1 new resume in. Jim Smock and Marvin Jones explained concept of bulkhead czar. Dan Zanetti to build database. Marta Sprout stated members are unhappy with lack of bulkhead repair- that we are not spending enough on bulkheads and canal cleanup. Jim Smock stated need for tracking of bulkheads, complaints, etc. Dan Brown brought up a need for more vendors for repair. A vendor from Rockport has been interviewed. (Duratech). Motion made by Tommy Kurtz 2nd Dr. Colosi to go ahead with database. Passed 7-0

New Business:

Record Requests: Dan Brown motion Marta Sprout 2nd to publicly publish all Board Emails. Passed 7-0

Short term rentals: No action

Axys Capital, IBC, Diamond Beach Holdings: According to Charles Duffley Commodore Cove 2, Cape Summer and Island Fairways are changed to Axys, as Trustee. Marta Sprout

inquired re their back cam fees? Dan Brown and Marvin Jones discussed properties were acquired through foreclosure and previously claimed developer status. Referred to Cagle (legal). Subject moved to next meeting for action. Marta Sprout Do we use our CAM fees to repair their bulkheads?

Legal opinions re fines for Covenant violations: Marta Sprout : Trust vs. HOA no fining authority. Suggested a Compliance Liaison position. Dan Brown agrees with legal opinion. Dan Brown and Marta Sprout are to check into off duty City compliance inspectors being available to help with PIPOA compliance. John Weis stated Board must go with Counsel-of-record opinions for legal protection. Nick Colosi agreed with John.

Water Exchange Project: Marta Sprout voiced concern over water velocities particularly as affecting the Whitecap and Encantada bridges. Dan Brown said wait and see-do study after the fact. Marvin Jones stated the PIPOA has no legal liability in this matter. Suggested contact Deidre Williams at TAMUCC who may have insight.

Covenants/Bylaws: Marta Sprout stated: "We need to come clean with members regarding fines and variances". Dr. Colosi suggested a Town Hall Meeting subject being Covenant changes-not viable during Covid-19.

Procurement Policy: Dan Brown presented. Marta Sprout cited needed changes. See Appendix for action.

9:06 Break

9:19 Executive Session

Open Session: See Appendix-2 motions

10:18 Motion to adjourn by John Weis, 2nd by Dr. Colosi passed 7-0

Appendix Motions 6-23-20

John Weis, 2nd Dr. Colosi. Motion to move Agenda item 4 to precede 3. Passed 6-0
Sandy Graves 2nd Dan Brown. Motion to nominate Marvin Jones for President
Nick Colosi 2nd John Weis Motion to nominate Dr. Nick Colosi for President.
Dan Brown 2nd Tommy Kurtz Motion to select President by secret ballot. Passed 7-0
Dan Brown 2nd John Weis Motion to elect Marvin Jones President. Passed 5-2 (NC, MS)
John Weis 2nd Sandy Graves Motion to elect Dan Brown VP. Passed 6-0-1 (MS)
John Weis 2nd Sandy Graves Motion to elect Dr. Nick Colosi Treasurer. Passed 7-0
Dan Brown 2nd Dr. Nick Colosi Motion to elect John Weis Secretary. Passed 7-0

Sandy Graves: Motion to increase ACC fees. Failed for lack of 2nd.

Dan Brown 2nd John Weis. Motion to accept Financials while noting \$15K Jeff Smith error and the money is there. Passed 7-0

Tommy Kurtz 2nd Dr. Nick Colosi Motion to proceed with bulkhead database.

Passed 7-0

Dan Brown 2nd Marta Sprout. Motion to set up system to publicly publish all Board Emails. Passed 7-0

Marta Sprout 2nd Dr. Nick Colosi. Motion to hire an Engineer to study Water Exchange Project. Withdrawn

Marta Sprout 2nd Dr. Nick Colosi. Motion to look into hiring an independent engineer to study affects of Water Exchange Project. Passed 4-3 (MJ, DB, TK)

Dan Brown 2nd John Weis Motion to accept Procurement Policy with specified changes.

John Weis 2nd Dr. Nick Colosi. Motion to instruct our attorney to file a corrected Bylaw Change deleting ";," to be replaced with a period and deleting a stray "and".

Passed 7-0 (Also agreed Sea Pines is not to be in Exhibit A.)

Dr. Nick Colosi 2nd Sandy Graves. Motion to notify Board Members in sufficient time of a conference call with the Boards' Attorney. Passed 6-1 (Dan Brown)

Email Votes Reported

Sandy Graves 2nd Marta Sprout. I move that Florence Pena be appointed to the ACC
Passed 6-0

Sandy Graves 2nd Marta Sprout . "I move to accept the Borden Insurance proposal and fund the purchase of the policies in the amount of \$60,721.00

Sandy Graves 2nd John Weis . "I make the motion the Maldonado contract be accepted by the Board and funded for one year in the amount of \$44,962.87 Passed 5-0-1 (DB)

Dr. Nick Colosi 2nd Sandy Graves. "I make the motion that the PIPOA engage TOPS ONE at their proposed fees." Reworded to include "spending up to \$7,384 for initial fees and \$2428.50 for monthly charges." Passed 6-0