# **Board of Directors Meeting**

May 03, 2022

A regular meeting of Monarch at Sea Pines Owners' Association, Inc. Board of Directors was held on Monday, May 03, 2022, at Plantation Golf Club, Magnolia Room, 100 North Sea Pines Drive, Hilton Head Island, South Carolina 29928.

**Present from the Board of Directors were:** Dale Henn, President; Ronald Marks, Vice President; William Klein, Treasurer; Edward Brennan, Secretary; David Eisenreich, Directors; Nancy Barbee, Director and Scott Sutker, Director

Present from Marriott Vacation Club® International, representing the Management Company, were:

Wayne Hulme, Regional Director of Finance-East Region; Erac Priester, Director of Architecture and Construction; Birgit Koellner-Gozlan, General Manager; Mark Heldt, Market Director of Finance (via conference call); Matthew Jennings, Director of Operations; Jared Crews, Director of Engineering; Quincey Busby, Assistant Chief Engineer; Scott Wilson, Safety and Security Manager and Karen Haymore, Marriott's OceanWatch Villas at Grande Dunes<sup>SM</sup>, Guest Relations Manager

#### **CALL TO ORDER**

Dale Henn, President, called the meeting to order at 9:02 a.m., Eastern time.

# ESTABLISHMENT OF QUORUM

Mr. Henn announced with all Board Members present, quorum was met.

#### APPOINTMENT OF RECORDING SECRETARY

Mr. Henn appointed Karen Haymore to serve as Recording Secretary.

# WAIVER OF NOTICE OF BOARD OF DIRECTORS MEETING

Notice of Board of Directors Meeting was waived as outlined in the association Bylaws – Article IV – Section 8.

#### APPROVAL OF AGENDA

A motion was made by Edward Brennan to add discussion on the 2025 Refurbishment after Approval of Board of Directors Meeting Minutes and approve the Agenda. The motion was seconded by Ronald Marks and unanimously carried.

# APPROVAL OF BOARD OF DIRECTORS MEETING MINUTES

A motion was made by Edward Brennan to waive the reading of the October 27, 2020 Annual Meeting Minutes and approve as presented. The motion was seconded by Ronald Marks and unanimously carried.

A motion was made by Edward Brennan to waive the reading of the November 02, 2021 Board of Directors Meeting Minutes and approve as presented. The motion was seconded by Ronald Marks and unanimously carried.

A motion was made by Edward Brennan to waive the reading of the November 02, 2021 Organizational Meeting Minutes and approve as presented. The motion was seconded by Ronald Marks and unanimously carried.

A motion was made by Edward Brennan to waive the reading of the March 15, 2022 Board of Directors Meeting Minutes and approve as presented. The motion was seconded by Ronald Marks and unanimously carried.

#### **2025 REFURBISHMENT**

Erac Priester provided an update on the 2025 refurbishment. Highlights included:

Mr. Priester stated bids are currently out and to be returned by end of May. Mr. Priester requires that the Subcommittee provide either scope or budget adjustments by the beginning of June, so that he can confirm the correct scope is in the design contract prior to contracting with the awarded designer. Mr. Priester will contract the awarded designer by July 2022.

Refurbishment Subcommittee, Architecture and Construction and Marriott Ownership Resorts, Inc. representatives have meet on-site to view interior areas and determined the scope of work.

#### **ACTION ITEM REVIEW**

Birgit Koellner-Gozlan reviewed the November 2, 2021 Action Items. Highlights included:

Completed Action Items were removed from the list.

Action Item #4 – Updated to reflect "Site surveys are complete, and the team is working on project scopes".

#### RESORT OPERATIONS REPORT

Matthew Jennings presented the resort operations report. Highlights included:

Guest Satisfaction Survey scores

Leadership development and training

Recruiting and hiring

Associate achievements

Department updates

# FINANCIAL REPORT

Mark Heldt presented a financial report. Highlights included:

2021 Financials

Mr. Heldt reviewed the unaudited balance sheet and Operating Fund.

# Reserve Fund

Mr. Heldt reviewed current reserve projects, 2023 proposed reserve projects and reserves cash flow.

# Quarter 1 2022 Financial Results

Mr. Heldt reviewed the balance sheet and Operating Fund.

#### Accounts Receivable

Mr. Heldt reviewed unpaid maintenance fees for the First Quarter 2022.

# Investment Update

Mr. Heldt reviewed current investments with Merrill Lynch.

#### Reserves

A motion was made by Edward Brennan to approve Reserve Funds for the barbeque gas grill relocation project in the amount of \$42,000, the air conditioner ductless split storage area replacement in the amount of \$32,460, the trash chute doors replacement project in the amount of \$57,289, the south boundary fending wood replacement project in the amount of \$3,840 and repair of all stairwell steps project in the amount of \$422,000. The motion was seconded by Ronald Marks and unanimously carried.

#### **NEW BUSINESS**

2021 Annual Audit Approval Process

Mr. Heldt reviewed the 2021 Annual Audit approval process.

A motion was made by Edward Brennan to approve the updated Monarch Owners' Association – Finance/Audit Committee Charter to include authorizing the Finance Committee to approve the Annual

Audit and to attach the updated policy to the minutes of record as Exhibit A. The motion was seconded by Ron Marks and unanimously carried.

#### **Investment Policy**

Mr. Heldt reviewed Monarch at Sea Pines Owners' Association, Inc. Investment Policy.

A motion was made by William Klein to approve Monarch at Sea Pines Owners' Association, Inc. Investment Policy as presented and attached to the minutes of record as Exhibit B. The motion was seconded by Ron Marks and unanimously carried.

# Board of Directors Expense Reimbursement Policy

Mr. Heldt reviewed the Board of Directors Expense Reimbursement Policy. Mr. Heldt stated the mileage was updated.

A motion was made by Edward Brennan to approve Monarch at Sea Pines Owners' Association, Inc. Board of Directors Expense Reimbursement Policy as updated and attached to the minutes of record as Exhibit C. The motion was seconded by Ron Marks and unanimously carried.

# Committee Reports

Mr. Henn reviewed the Board Committees. Highlights included:

Nominating Committee

Governance Committee

A motion was made by Dale Henn to approve legal expenses incurred to date of approximately \$21,000 for Association counsel's work on the 2042 Timeshare Plan and to approve up to \$10,000 more legal expenses, if needed. The motion was seconded by Scott Sutker and unanimously carried.

Reserves Committee

Finance Committee

**Communications Committee** 

o David Eisenreich provided an update on www.monarchowners.com website.

# Establishment of Next Board of Directors Meeting Dates

May 02, 2023 – Board of Directors Meeting

October 24, 2023 – Board of Directors and Annual Meetings

May 14, 2024 – Board of Directors Meeting

October 08, 2024 – Board of Directors and Annual Meetings

# Announcement of Next Board of Directors Meeting

The next Board of Directors Meeting is scheduled for October 25, 2022.

# **ADJOURNMENT**

A motion was made by Edward Brennan to adjourn the meeting at 11:43 a.m. The motion was seconded by Scott Sutker and unanimously carried.

Submitted by:		Approved by:	
Karen Haymore	Date	Dale Henn	Date
Recording Secretary		President	

These minutes are subject to approval at the next Board of Directors Meeting