

Monarch at Sea Pines Owners' Association, Inc.

Board of Directors Meeting

May 2, 2023

A regular meeting of Monarch at Sea Pines Owners' Association, Inc., Board of Directors was held on May 2, 2023, at the offices of Marriott Vacation Club® International, Board Room, 1044 William Hilton Parkway, Hilton Head Island, South Carolina 29928.

Present from the Board of Directors were: Ron Marks, President; Edward Brennan, Vice President; William Klein, Treasurer; Eileen Fitzgerald, Secretary; Scott Sutker, Director and Nancy Barbee, Director

Absent from the Board of Directors was: Daniel Tovar, Director

Present from Marriott Vacation Club® International, representing the Management Company, were: Rob Welch, Regional Vice President, Vacation Ownership; Wayne Hulme Regional Director of Finance-East Region (via conference call); Erac Priester, Associate Vice President, Architect and Construction; Elana Luneva, Associate Director, Interior Design; Gabriella Callinan, Marriott® International, Sr. Interior Design Manager (via conference call); Birgit Koellner-Gozlan, General Manager; Mark Heldt, Market Director of Finance; Jared Crews, Director of Engineering; Romaine Guerrini, Financial Analyst; Quincey Busby, Chief Engineer; Nancy Miller, Director of Services; Lisa Geiger, Front Desk Manager and Scott Wilson, Guest Relations Manager

Owners present were: Mike and Carol Helmase

Guests present were: Bea Pila, B. Pila Design; Florinda Rossini, B. Pila Design and

CALL TO ORDER

Ronald Marks, President, called the meeting to order at 8:58 a.m., Eastern time.

ESTABLISHMENT OF QUORUM

Mr. Marks announced with a majority of Board Members present, quorum was met.

APPOINTMENT OF RECORDING SECRETARY

Mr. Marks appointed Scott Wilson to serve as Recording Secretary.

PROOF OF NOTICE OF BOARD OF DIRECTORS MEETING

Notice of Board Meeting was emailed to all Board Members on November 17, 2022.

APPROVAL OF AGENDA

A motion was made by Eileen Fitzgerald to add a review of the action items to the Agenda and approve the Agenda. The motion was seconded by William Klein and unanimously carried.

APPROVAL OF BOARD OF DIRECTORS MEETING MINUTES

A motion was made by Edward Brennan to waive the reading of the October 25, 2022 Board of Directors Meeting Minutes and the October 25, 2022 Organizational Meeting Minutes and approve as presented. The motion was seconded by Scott Sutker and unanimously carried.

ACTION ITEM REVIEW

Birgit Koellner-Gozlan reviewed action items.

RESORT OPERATIONS REPORT

Mrs. Koellner-Gozlan presented an update on resort operations. Highlights included:

- Resort projects
- 2025-2026 villa refurbishment
- Model unit and Owner displacement

A motion was made by Nancy Barbee to approve up to \$80,000 from the Reserve Fund in the event expenses are incurred for displacement of Owners during 2025-2026 villa refurbishment as presented. The motion was seconded by Edward Brennan and was unanimously carried.

Eric Priester provided an update on the 2025-2026 villa refurbishment Highlights included:

- Design
- Revisions
- A new conceptual plan will be created before the October 24, 2023 Board of Directors Meeting

FINANCIAL REPORT

Mark Heldt presented a financial report. Highlights included:

2022 Financials

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

Reserve Fund

Mr. Heldt reviewed current reserve projects, 2024 proposed projects and reserve cash flow.

Quarter 1 2023 Financial Results

Mr. Heldt reviewed the balance sheet and Operating Fund.

Accounts Receivable

Mr. Heldt reviewed unpaid maintenance fees for the First Quarter 2023.

OLD BUSINESS

2042 Declaration

The Board and Rob Welch discussed holding a vote on the 2042 Declaration. The following points were agreed to by the Board and Management team:

- If possible, the Board would like to hold an Owner vote in 2023 to extend Monarch at Sea Pines Owners' Association, Inc. in perpetuity.
- The Governance Committee will create a milestone document for holding a vote.
- The Governance Committee will work with Morrow Sodali, third-party proxy company, to develop the voting plan for this needed action.

NEW BUSINESS

Board of Directors Expense Reimbursement Policy

Mr. Heldt reviewed the Board of Directors Expense Reimbursement Policy.

A motion was made by William Klein to approve the Board of Directors Expense Reimbursement Policy as updated with current IRS rates and attached to the minutes of record as Exhibit A. The motion was seconded by Edward Brennan and unanimously carried.

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

Mr. Heldt reviewed the Investment Policy.

A motion was made by William Klein to approve the 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 Scott Sutker and unanimously carried.

Announcement of Next 2023 Meeting Date

- October 24, 2023 – Board of Directors Meeting
- October 24, 2023 – Annual Meeting

ADJOURNMENT

A motion was made by William Klein to adjourn the meeting at 1:08 p.m. The motion was seconded by Edward Brennan and unanimously carried.

Submitted by:

Scott Wilson 7/18/23
Date
Scott Wilson
Recording Secretary

Approved by:

Ronald Marks 7/18/23
Date
Ronald Marks
President