

BAREFOOT RESORT NONRESIDENTIAL OWNERS ASSOCIATION, INC.
EIGHTH ANNUAL MEMBERS MEETING MINUTES
June 9, 2022

I. CALL TO ORDER

The Eighth Annual Members' Meeting of the Barefoot Resort Nonresidential Owners Association, Inc. ("NRA") was called to order at 11:03 a.m. 2:15 p.at the Dye Clubhouse located at 2600 Pete Dye Drive, North Myrtle Beach, SC 29582.

II. WELCOME AND INTRODUCTION

Present: Dargan Grigg and Holly Casper

Absent: Roger Grigg

Also Present: Kelly White and Brandy Reaves, Ponderosa Management, LLC

III. OPENING STATEMENTS

Dargan Grigg opened the meeting per the Association's By-Laws, Article 2, Section 2.3 Annual Meetings. The first meeting of the Association, whether a regular or special meeting shall be held within one year from the date of incorporation of the Association. Subsequent regular annual meetings shall be set by the Board so as to occur during the third quarter of the Association's fiscal year on a date and at a time set by the Board.

Dargan Grigg, President of the Association, served as Meeting Chairman and Brandy Reaves, Ponderosa Management, LLC, served as Recording Secretary for the Meeting.

A. QUORUM ESTABLISHMENT

Mr. Grigg stated 29.93% of the membership were represented by proxy and that a quorum was established per the stipulations of the Association's Bylaws requiring 25% of the total membership vote to constitute a quorum to successfully conduct the meeting.

B. PROOF OF MAILING

Mr. Grigg reviewed the Notice and Proof of Mailing for the Eighth Annual Members' Meeting, declaring all to be in order and would be filed with the official records of the meeting.

IV. PRIOR ANNUAL MEETING MINUTES APPROVAL

Upon a motion by Ms. Coughlin (Yacht Club Villas) seconded by Mr. Artim (Retreat) and carried, it was: **MOVED: To dispense with the reading of the Minutes of the Seventh Annual Members' Meeting and approve as written and submitted.**

V. REPORTS

Joint Committee:

Mr. Grigg reported that the following items were accomplished by the Joint Committee in the last year.

- The Town Center has three (3) merchants. Barefoot Liquors will be the fourth merchant in 2022.
- Paving of the North Tower Parking has been delayed as the City is requiring additional information. The JC Board is working to secure an engineering firm however, due to construction in the area, engineers are not readily available. The JC did contract with Palmetto Corp to have the parking lot graded, leveled, and shape. This work was completed June 7th.
- The entry monument signs at the corner of Windy Hill Road (Walgreen's entrance) the monuments on this side of the bridge; as well as, those on Par Avenue and Links Drive are in the process of being refaced.

- The Association's insurance policy will renew on June 11th. The policy has been bound and the total annual premium has increased \$1,612.90.

Treasurer's Report:

Ms. Casper reviewed the April, 2022 financial report.

VI. ELECTION AND APPOINTMENT OF DIRECTORS

Mr. Grigg reported that According to the By-Laws of the Barefoot Resort Nonresidential Association Master Declaration, Article III Board of Directors; Section 3.1 Governing Body—The affairs of the Association shall be managed by a Board of Directors, each of whom shall have one equal vote.

Article III Board of Directors, Directors during the Class "B" Control Period. Subject to the provisions of Section 3.5, the directors shall be selected by the Class "B" Member acting in its sole discretion and shall serve at the pleasure of the Class "B" until the termination of the Class "B" Control Period as defined in Section 3.3(b) of the Declaration.

Article III Board of Directors 3.5 (c) Election and Term of Office (c). At the first annual meeting of the membership after the termination of the Class "B" Control Period, the Board shall be increase to seven directors, who shall be selected as follows by the Class "A: Members, with an equal number of directors elected by the Members in each Village and any remaining directorships filled at large by the vote of all Class "A" Members. Three directors shall serve a term of two years and three directors shall serve a term of one year, as such directors determine among themselves. Upon the expiration of each director's term of office, the Members entitled to elect such director shall be entitled to elect a successor to serve for a term of two years.

As per the Declaration, Article III Association Function, Membership and Voting, 3.4 Parcels and Villages. The Barefoot Resort Nonresidential Association has been divided into two (2) Villages for the purpose of electing Directors to the Board. The Residential Village will consist of all residential properties (the condominium units within the North Tower and Yacht Club Villas and the residences located within Barefoot Retreat). The Commercial Village will consist of all commercial units (i.e. Conference Center, Towne Center, Marina, and all other Commercial Property).

The Residential membership will elect three (3) homeowners to serve as the Residential Village representative and one (1) homeowner to serve as Director At Large.

The following members have indicated their willingness to serve on the Board of Directors, if elected, and are offered for your consideration. (The candidates are listed by Last Name Alphabetical).

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|----------------------------|------------------------|
| ▪ Retreat | Fred Caruso |
| ▪ Yacht Club Villas | Richard Couture |
| ▪ Retreat | Mary Gavin |
| ▪ Retreat | Gary Penebre |
| ▪ Yacht Club Villas | Kelly B. Sloop |

The Commercial membership will elect three (3) members/owners to serve as the Commercial Village representative. Holly Casper, Sea Glass Cottages Developer, Tom Staats, Barefoot Companies, and Jay Springs, Commercial Building, will be elected by acclamation to serve as the Commercial Village Directors.

There were no nominations from the floor, Ms. Reaves stated that the newly elected Board of Directors members were: Richard Couture, Fred Caruso, Mary Gavin, and Gary Penebre. Mr. Grigg congratulated the newly elected members of the Board and stated that the Organizational Meeting will be held once the Developer termination documents are filed.

VI. UNFINISHED BUSINESS

Mr. Grigg indicated that after reviewing the past meeting minutes, there were no items of unfinished business requiring discussion and/or action.

VII. NEW BUSINESS

A. Member Comment

- Mr. Grigg reported that the traffic light at the intersection of Barefoot Resort Bridge Road and Club Course Drive must be under construction by the 45th home of Sea Glass Cottages Phase II.
- Mr. Gavin (Retreat) asked how the Joint Committee Board of Directors is seated. Mr. Grigg responded there are three members from Nonresidential Association and two members from Residential Association.
- Ms. Coughlin (Yacht Club Villas) asked how to complete a Master Deed revision. Mr. Grigg responded that the Master Deed revision would have to be approved by the majority of Barefoot Resort with a 66% majority vote.
- Ms. Coughlin (Yacht Club Villas) asked why they were considered Nonresidential when most owners live in their unit's full time. Mr. Grigg responded that the initial intent of the land was to build 4000 square feet of commercial space. The plan did not proceed as designed.
- Ms. Gavin (Retreat) wanted to know if the HOA dues would increase with the second phase of Sea Glass Cottages. Mr. Grigg responded that when you add units the percentage goes down; however, the costs to maintain the community could increase. Ms. Casper reported that by July 1, 2022, Sea Glass Cottages Phase II would be complete. Construction for Sea Glass Cottages Phase II would start March, 2023.

VIII. ADJOURNMENT

Upon a Motion by Ms. Coughlin (Yacht Club Villas), seconded by Ms. Gavin (Retreat) and carried, it was **MOVED: To adjourn the meeting at 11:53 a.m.**

Respectfully submitted by:

Approved by:

Brandy Reaves
Brandy Reaves, Recording Secretary

Rick Couture
Rick Couture, (President, 2022 & 2023)

9/27/2023
Date of Approval

Sept 25, 2023
Date of Approval