

UNAPPROVED

TOPS'L Master Association, Inc.
Minutes of the Organizational of the Board of Directors
March 4, 2023

CALL TO ORDER

The Organizational meeting of the Board of Directors of TOPS'L Master Association was called to order by the president, Keith Raines, at 12:03pm on March 4, 2023 in the Ocean Club restaurant, as specified in the meeting notice to the Board Members.

CALLING OF THE ROLL/DETERMINATION OF A QUORUM

Board members present in person: Mr. Keith Raines (Summit), Mr. Steve Harrison (Captiva), Mr. Rick Bell (Beach Manor), and Ms. Cheryl Frazier (Tennis Village for Gary Brewis). Board Members present via Zoom: Mr. Todd Garey (Tides), Ms. Jennifer Frost (Vacasa) and Mr. Art Chapman (Sierra Dunes). A quorum of directors was established to hold a valid meeting.

Owners Present in person: Patti Daic (Summit), Allen Blythe (Summit), George Van Der Schoor (Summit), Wendy and Richard Crew (Beach Manor), Susan Larsen (Summit), Loren Espinosa (Summit), Barbara Azzam (Summit), Joe Gains (Beach Manor), Dianne Reed (Beach Manor), Carol and David MacIntosh (Tides), Joanne Kostanzer (Tennis Village), Phillip May (Summit), Peggy Sherriff (Tennis Village), Karen and Terry Furlow (Tennis Village), Jim Keisby (Tennis Village), Keith Orban (Sierra Dunes), Karolina Doroshenko (Sierra Dunes), Tony Capellini (Tides), Jerry Zich (Beach Manor and Tides), Shari and Richard Bell (Beach Manor), Al Pramuk (Summit), Susan Silbernagle (Summit), Sandy Carter (Summit), Bill and Kelly Little (Tennis Village), Donna and Steve Clark (Tides), Judy Elgin (Summit), Carmen Filipski (Captiva).

Owners Present via phone of google meet: None

Also present: Todd Preston (TOPS'L Master Association Manager, Virtuous Management Group) and Katrinna Mashburn (Virtuous Management Group).

PROOF OF NOTICE OF MEETING

Notice of the meeting was e-mailed to all Board members two weeks in advance of the meeting.

READING AND DISPOSAL OF ANY UNAPPROVED MINUTES

The Budget meeting minutes of December 21, 2022 were presented for approval.

MOTION by Mr. Bell and seconded by Mr. Harrison to approve the minutes of December 21, 2022 budget meeting as presented. All were in favor, motion carries.

UNFINISHED BUSINESS

Election of Officers

Management presented the incumbent positions currently held.

President

MOTION by Mr. Harrison and seconded by Mr. Bell to nominate Mr. Raines as President. All yes, Motion carries.

Vice President

MOTION by Mr. Raines and seconded by Mr. Bell to nominate Mr. Chapman as VP. All yes, motion carries.

Secretary

MOTION by Mr. Bell and seconded by Mr. Raines to nominate Mr. Brewis as Secretary. All yes, motion carries.

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Treasurer

MOTION by Mr. Bell and seconded by Mr. Raines to nominate Mr. Harrison as Treasurer. All yes, motion carries.

Land Lease with Vacasa for Housing of Compactor

Management presented a draft lease to house the 34-yard compactor on Vacasa owned land located at the old maintenance building. The lease provides Vacasa with two containers to be located at the Club and the maintenance office located in the commercial center. TMA will service those two containers twice a day seven days a week. Vacasa agreed to approve the lease as presented with one exception. Vacasa requested the language be removed that only allows the Master Association to use the compactor and add language that will allow Vacasa to use the compactor.

Management agreed to remove the language and stated that TMA will train the Vacasa maintenance personnel on how to properly use the compactor to eliminate past problems caused by improper use.

MOTION by Mr. Harrison and seconded by Mr. Bell to approve the land lease as amended. All yes, motion carries.

Refuse Removal Contract

Management presented a service agreement between Thomas A. Dozier and The Master Association for trash service twice a day seven days a week, 365 days a year. All trash will be hauled from each Association, Vacasa Club and Vacasa Maintenance to an onsite 34-yard compactor. The contract is effective March 31, 2023, through April 1, 2024. The agreement is in the order of \$55,000.00 annually and includes servicing the tram stop trash cans, the dog waste stations and blow down of TOPS'L Beach Blvd twice a week.

MOTION by Mr. Bell and seconded by Mr. Raines to approve the service agreement as presented. All yes, motion carries.

HOA Administrative Assistant Wages

Mr. Raines discussed the need to increase the hourly wage of the Master Association administrative assistant who supports 4 Associations on the resort and has taken on a new role handling the Guest Registration monthly billing.

MOTION by Mr. Raines and seconded by Mr. Harrison to increase the hourly rate being paid to the HOA Admin to \$23.00 an hour effective January 1, 2023. All yes, motion carries

NEW BUSINESS

Non-Owner Club Members

Management presented the revised Rules and Regulations regarding the use of TOPS'L Beach by non-owner club members. The new rule states: **Non-owner TOPS'L Club Memberships do not include rights of access to or use of the TOPS'L Beach and are subject to removal from the beach and may be fined up to \$1,000.00 and potential loss of TOPS'L Club membership.**

Discussion centered on whether TMA has the authority to revoke a club membership. Ms. Frost stated that only Vacasa has the authority to revoke a membership and suggested that that language be removed from the rules and regulations.

Mr. Raines inquired if Vacasa could help police their own guests by notifying their guests of policy.

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MOTION by Mr. Harrison and seconded by Mr. Bell to approve the rule change as presented/written. 6 "yes" - Vacasa "no", Motion carries.

TOPS'L Beach Blvd Parking Restrictions

Management presented the revised Rules and Regulations regarding eliminating parking anywhere along TOPS'L Beach Blvd. and specifically the south circle by Beach Manor and Tides. The new rule states: **Parking is prohibited along TOPS'L Beach Blvd. to include around the south circle in front of Beach Manor and Tides.**

MOTION by Mr. Raines and seconded by Mr. Chapman to approve the rule change as presented. 6 "yes" Mr. Bell voted "no". Motion carries.

Golf Cart Purchase

Mr. Harrison presented a proposal from a TOPS'L owner to sell their electric golf cart to the Master Association in return for \$3,500.00. Mr. Harrison requested the Board approve the proposal to start going "Green" and begin eliminating the noisy gas-powered golf carts on the resort. This electric cart will replace a gas-powered cart currently being used by TMA.

MOTION by Mr. Harrison and seconded by Mr. Raines to approve the proposal and expense of \$3,500.00. All yes, motion carries.

Gate Operator Purchase

Chase Toole presented a proposal from Patriot Technologies to replace and upgrade the main entry gate operator. The new operator is in the order of \$7,800.00 and interfaces better with the new license plate reader and provides quicker operation for better control of the flow of traffic into the resort.

MOTION by Mr. bell and seconded by Mr. Raines to approve the purchase of a new Parking Pro Barrier 9010 with 12' boom. All yes, motion carries.

Virtuous Management Contract

Management discussed the need to add a layer of management to the Master Association since there are several new goals and associated duties being implemented by the Board. These include improving upon all security procedures, purchasing new security equipment, and successfully implementing Guest Registration.

This position will report directly to the Board of Directors and oversee the daily Security operations. This position will be supported by the outgoing manager to help provide a smooth transition into their new role and help provide a historical perspective.

MOTION by Mr. Garey and seconded by Mr. Raines to hire Micah Priest as the new Community Association Manager and Guest Registration Manager for TOPS'L Master. All yes, motion carries.

Open Forum

Guest Registration signage was discussed. The Board requested that the existing "Guest Registration" signage come down on Vacasa property to eliminate any confusion for guests as to where to check in upon arrival. Ms Frost stated that Vacasa is working on new signage and will provide proofs to the Board for approval prior to installation.

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Mr. Chapman mentioned an email he received from Vacasa stating that only owners can preannounce their non-paying guests in ISN. This is to prevent non-paying guests from being included in the monthly guest registration billing erroneously.

Ms. McIntosh suggested the Master Board should set a standard for adding addresses to the individual Associations signage much like the Summit has added recently.

Mr. Raines suggested that Vacasa replace the chaise lounges at the lower pool deck.

Adjournment

Mr. Raines adjourned the meeting at 1:20 pm. All were in favor.

Date: _____

Signed: _____
Secretary