



800 Hickory Trail, Westminster, SC 29693

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Board of Directors Special Meeting Minutes December 19, 2020

Board Members Present: Greg Sheperd, Greg Lohman, Patrick Coates, Kellye Rembert, Belinda Belvin, Kelly Clark, Sonya Hale

1. Calling of meeting to order – 9:01 AM Greg Sheperd, President
 - a. Pledge of Allegiance
 - b. Conduct of Meeting reminder – this is a Special Meeting, so not open for member comments.

2. Review and Approval of Minutes – Kellye Rembert, Secretary
 - a. Regular Board Meeting – November 21, 2020
 - i. Patrick C made a motion to approve the minutes as submitted, Sonya H seconded. Motion carried unanimously.

3. Treasurer's Report – Patrick Coates, Treasurer
 - a. Approval of Financials – October 2020
 - i. First set of financials from Goodmanagement included.
 - ii. Cost of goods sold very high due to carry over from last month showing a loss in the restaurant.
 - iii. Patrick working with Goodmanagement regarding where they are billing their fee.
 - iv. Income still shows everything that has been billed as opposed to what has been collected. Patrick working with Goodmanagement on this.
 - v. We are at about 51% for collections.
 - vi. Kellye R made a motion to accept financials for October as presented by Treasurer, Belinda B seconded. Motion carried unanimously.
 - b. 2019-2020 Audit Update
 - i. Elliott Davis has submitted everything for the bankruptcy court. Attorneys have filed paperwork for the bankruptcy court. We are in a 14-day waiting period for a response from the court before we can proceed.

4. POA Update – Beth Patterson
 - a. Thanks to Beth and Russ Dukeman for their help since Louise's departure.
 - b. Orientation schedule for new GM being developed. Board asked for suggestions and provide to Beth and/or Sherry.
 - c. Records are still being kept manually as we are still not on line with Goodmanagement. Will hopefully be live with Goodmanagement by the end of the month.
 - d. Maintenance has completed numerous projects to include cold-patch, comfort station repairs, lights hung at main entrance, equipment maintenance, tree/shrubbery trimming, pool maintenance (there is a leak).



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- e. Still looking for 2 PT and 1 fill-in Security positions. Keith was recertified by SLED. 24 incidents during month of November.

5. Old Business

a. Chapter 11 Update – Greg Sheperd

On December 3, 2020 Judge Burris entered a judgment against 2982 Default Judgment Defendants (those defendants that did not file in opposition to the POA's requested relief), and their successors in ownership of those lots, stating the following:

1. They are members of the POA
2. They are obligated to pay budget-based fees, dues and assessments
3. Their restrictions are reformed to remove perpetual flat assessment language and
4. Their lots are tied to the bylaws

In addition, we are in the process of serving an additional 217 lot owners through publication in The Journal newspaper. Judge Burris ordered that we may serve these owners by publication after our mailing of the Summons and Complaint to them earlier this year was returned as undeliverable. The Summons will run in The Journal on December 17, 24 and 31st. Any of these lot owners will then have 30 days (to February 1) to file a response. For those owners who do not file a response by February 1, we will ask the Court to enter a default judgment for the same relief stated above. We expect to receive very few to no responses from these owners being served by publication. If no responses are received, this will bring the total to approximately 3,197 owners as to whom relief will be granted.

On December 4, 2020, Judge Burris entered an Order addressing our motion to dismiss the counterclaims filed by Michael Dodd's group of clients. Of the six declaratory relief counterclaims alleged by these individuals, the Judge dismissed two of their counterclaims, and allowed the other four to survive at this early stage in the case. This does not necessarily mean that she believes these four counterclaims are likely to succeed on the merits. It merely means that Mr. Dodd's clients can try to establish an entitlement to the relief sought over the coming months. The other two counterclaims are now effectively dead.

Specifically, Judge Burris dismissed their counterclaim seeking a declaration that the Association does not have authority to charge budget-based fees, dues and assessments because that request is exactly the inverse of what we are asking for, making it a clearly duplicative counterclaim. She also dismissed their counterclaim asking the Court to require a special meeting be held to vote on various issues



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because the South Carolina statute requires this be done in state court, not federal court.

The counterclaims that survived are requests for a declaration: (1) establishing the rights and legal relations between the parties; (2) establishing which set of documents are valid and binding on the members of the POA; (3) that Brent Knerr is not a member of the POA; and (4) that Brent Knerr has no valid contract between him, the POA and all other owners. Because Rule 12 (which governs dismissal) is very lenient to claimants, this plausibility of stating a claim was enough to get the counterclaims past this first hurdle.

On December 16, 2020, an order was entered authorizing the employment of Susan Mangubat as the real estate agent for the POA.

- b. Bylaws Committee Update – Belinda Belvin
 - i. Continuing to look at cleaning up the Bylaws. Putting in additional recommendations including information from SC Law. Should wrap up initial work soon. Board has started looking at recommendations from the committee.
- c. Website Update – Beth Patterson
 - i. Changes are being made to the website. Need minutes for May and June Board Meetings. All important financial documents have been posted. Will be including sections for forms as well as the restaurant and lounge.

6. New Business

- a. Committee Chairperson appointees – Due to resignations by several committee chairs, Greg Sheperd put forward the following individuals who have expressed interest in chairing these committees:
 - i. ACC
 - 1. Mike Smith
 - ii. Social Committee
 - 1. Sue Robert
 - iii. Neighborhood Watch Committee
 - 1. Debbie Cook
 - iv. Nominating Committee
 - 1. Louise Moisan

Patrick C made motion to accept all four, Greg L seconded. Motion carried unanimously.

- b. Foxwood Christmas Party – Sue Robert
 - i. 36 people have signed up – there is a limit of 40 due to social distancing
 - ii. Greg Sheperd, Belinda Belvin and Kellye Rembert will assist in serving
 - iii. Jimmy and Sundance (band) – they are also scheduled for New Year's Eve and Valentine's Day



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- iv. Greg S thanked Sue for the decorations (Sue gave Charmaine Revitsky, Jackie Wallace and Debbie Morgan acknowledgment for their help) as well as her willingness to take this job on and get so much done in such a short period of time.

7. Adjourn – 9:28 AM

Board moved into Executive Session

Submitted by: _____
Secretary, Kellye Rembert

Approved by: _____
Board President, Greg Sheperd

Date: _____