

PDPOA BOARD OF DIRECTORS
MEETING
January 31, 2024
5:30 PM | PDPOA Conference Room & Zoom

Board Members Present: Becky Brumley, *Chair* Alice Bettencourt
 Jerry Durkin Kurt Faires
 Ed Garino Doug Luba
 Brandon Smith Bob Talbot
 Chad Terefenko (via Zoom)

Ex-officio: Andrew Schumacher *CEO*
 Elizabeth Simpson *Recording Secretary*
 Jim Griner *Chief of Security*
 Matthew Nemes *Controller*

Chairman Becky Brumley called the meeting to order at 5:30 p.m.

Approval of Agenda: Chairman Becky Brumley called for a motion to approve the January Board Meeting Agenda. Bob Talbot made the motion; it was seconded by Kurt Faires.

The motion passed unanimously. (9-0-0)

Approval of Minutes:
Brandon Smith made the following motion:

“I move to include the way each individual Board member votes on motions in the Board Meeting minutes.”

The motion passed unanimously. (9-0-0)

Chairman Becky Brumley called for a motion to approve the November 2023 minutes with the addition of how individual members voted, as much as it is possible to determine. Kurt Faires made the motion; it was seconded by Doug Luba.

The motion passed. (9-0-0)

Owner comments were open for the January Board Meeting Agenda. There were no owner comments.

Becky Brumley presented the Chairman’s Report.

Andrew Schumacher presented the CEO’s Report.

Chief Jim Griner presented the Security Report.

Matt Nemes, Controller, presented the monthly financial statement.

Bob Talbot, Treasurer, presented the Treasurer's Report and made the following motion:

“The members of the Finance Committee approve the revised Finance Committee Charter and recommend that the PDPOA Board approve the revised Finance Committee Charter.”

The motion passed unanimously. (9-0-0)

Kurt Faires gave the ARB Report and made the following motion:

“The ARB nominates Dan Wolf to serve as a member on the ARB Committee.”

The motion passed unanimously. (9-0-0)

Dave Morrill, Safety and Security Committee Chair, presented the Safety & Security Report and made the following motion:

“The members of the Safety and Security Committee approve the Revised Charter dated 12-12-2023 and recommend that the PDPOA Board approve the revised Safety and Security Committee Charter.”

The motion passed unanimously. (9-0-0)

Dave Morrill made the following motion:

“The Safety Security Committee recommends the PDPOA Board NOT proceed with a second access for Palmetto Dunes to Hwy 278.”

The motion passed. (7-2-0)

Directors Bettencourt, Brumley, Durkin, Faires Talbot, Terefenko, and Smith voting in favor, and Directors Garino and Luba voting against.

Kurt Faires, Nominating Committee Chair, presented the Nominating Committee Report.

Brandon Smith presented the Greenwood Communities and Resorts Report.

Unfinished Business: None

New Business:

Alice Bettencourt made the following motion:

“I move with the current CEO contract expiring on December 31, 2024, and notification to the incumbent required by April first, that the Board of Directors not seek to extend the incumbent’s contract and term of employment and proceed with formal notification and terms of the contract.”

Bob Talbot seconded the motion. The motion passed (7-1-1)

Directors Bettencourt, Brumley, Durkin, Faires Garino, Luba, and Talbot voting in favor; Director Smith voting against; Director Terefenko abstaining.

Bob Talbot made the following motion:

“I move to hire a consultant to begin an organizational evaluation to advise the Board and to grant the Chair authority to negotiate and sign a contract on the PDPOA's behalf.

Ed Garino seconded the motion. The motion passed. (8-0-1)

Directors Bettencourt, Brumley, Durkin, Faires Garino, Luba, Talbot, and Smith voting in favor, and Director Terefenko abstaining.

Doug Luba made the following motion:

“I move the Board to investigate repurposing the yet-to-be activated exit arm gate at Mariners for another safety and security purpose in Palmetto Dunes. Additionally, the to-be-installed south gate exit arm project is to be put on hold.”

Ed Garino seconded the motion. The motion passed. (8-1-0).

Directors Bettencourt, Brumley, Durkin, Faires Garino, Luba, Talbot, and Smith voting in favor, and Director Terefenko voting against.

Kurt Faires motioned to adjourn the meeting, and it was seconded by Bob Talbot. The motion passed unanimously. (9-0-0)

Adjournment: 7:14 p.m.

The meeting was followed by owner comments.

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