

**BEACH VILLA OWNERS ASSOCIATION**

**BOARD OF DIRECTORS MEETING**

**APRIL 18, 2024**

1. **Call to Order:** The meeting was called to order by Chair, Bill McLean at 4:06 pm. Those in attendance were Bill McLean, Bill Chew, Susan Slaff, Allen Butts, Sharon McCann and Kim Donald. General Manager, Shantell Brutus and Building Committee Chair, John Monaghan were also present.
2. **Welcome to New/Re-elected Directors:** Chair, Bill McLean welcomed newly elected board member, Kim Donald and re-elected members, Allen Butts and Susan Slaff.
3. **Minutes of March 28, 2024 and April 9, 2024:** A motion to approve the minutes of March 28, 2024 was made by Allen Butts and seconded by Sharon McCann. Vote to approve was unanimous. A motion to approve the minutes of April 9, 2024 was made by Allen Butts and seconded by Bill Chew. The vote to approve was unanimous.
4. **Committee Reports:**  
**Building:** John Monaghan submitted his status report. Chair, Bill McLean reported that the survey commissioned by the BVOA confirms that the improvements made by Villa 549 show a specific encroachment on a portion of the BVOA property not just non-compliance with the perimeter requirements. An As-Built from the surveyor has been requested and will be shared with the owner. Villa 715 completed work on a deck and steps without obtaining a permit. The owner has been asked to submit an application and the deadline is pending. A survey has been done to mark the property lines along beach/dune area.  
Legal paperwork has been filed as to Villa 535 regarding the deteriorating condition of the property. Eventually, the owners will be served with a court order to improve the property to the BVOA standard.  
The board has reviewed pictures of the deck for Villa 712 that significantly encroaches on BVOA property. Bill McLean informed the owner that he would look to see if there was any evidence of prior board approval. After review of past board minutes, no approval has been found. John Monaghan reported that the application to replace a paved walkway with concrete by Villa 521 had been approved.

Villa 566 submitted an application for a golf cart storage space. John is awaiting additional information from the owner.

**Finance Committee:** Treasurer, Sharon McCann reported that the financials are on track for the first quarter. Legal expenses are tracking a little higher. Pool and social expenses are also running a little higher. There was additional spending for Fire and Security. Cash on hand is in good shape going forward.

**Pool/Beach:** Chair, Bill McLean advised that the additional chaise lounges have been ordered. The furniture has been used to the max especially during the month of March. The sand on the beach was leveled last week, which was timely as there was a huge build-up of sand in the cabana area.

**Fire/Safety/Security:** No report.

**Landscaping/Lighting:** No report.

5. **Committee Assignments for 2024:** Chair, Bill McLean asked Kim Donald to chair the newly formed Social Committee. John Monaghan will continue to chair the Building Committee. Bill Chew will continue to chair the Fire and Safety Committee and take on additional responsibilities of the Pool and Beach Committee. Sharon McCann will continue as Treasurer and chair the Finance Committee. Owners are encouraged to participate and should contact the chair of any committee that piques their interest.
6. **Annual General Meeting Date for 2025:** Chair, Bill McLean suggested that the date of the Annual General Meeting be set well in advance so that owners can have the information when planning their travel arrangements next year. Given the requirement of the Companies Act which states that the audit report must be distributed to the owners twenty-one (21) days before the meeting, a date of March 22, 2025 was proposed. Treasurer, Sharon McCann thought this time frame would be fine as long as the information was given to the auditors. A motion to hold the Annual General Meeting on **Saturday, March 22, 2025 at 10am** was made by Allen Butts and seconded by Sharon McCann. The vote to approve was unanimous.
7. **BVOA Board Roles and Responsibilities:** Chair, Bill McLean highlighted the main provisions of The Memorandum and Articles of Association of the Beach Villa Owners Association Limited [document 1] detailing the role and

responsibilities of the board. This crucial document formally creates the BVOA. It is posted on the website and all owners should review it.

The directors are specifically granted the financial authority to run the BVOA and that this obligation rests solely with the board (page 3). For example, there is no vote on the budget by the owners at the Annual Meeting given that the board is vested with the sole financial authority. There is a fiduciary responsibility to be transparent with the owners as to the parameters of the budget and that the funds are being handled responsibly.

The (Annual) General Meeting provisions discuss voting and the use of proxies. It should be noted that only ten (10) shares, either in person or by proxy, constitute a quorum (page 4). Only a vote of 100% of the shares can change any provision contained in this document. (Please see Memorandum of Association of BVOA Limited, [document 2] at page 2, no. 4.)

The board has the authority to run the BVOA absent a 100% vote to the contrary. "The management of the business of the Company shall be vested in the Directors who, in addition to the powers and authorities by these presents or otherwise expressly conferred upon them may exercise all such powers and do all such acts and things as may be exercised and done by the Company and are not hereby or by Act expressly directed or required to be exercised or done by the company in general meeting..."(page 7). This type of discretion does not exist in many HOA documents but it does in our founding document.

An annual audit is mandated by this document (page9).

8. **Updates:** Chair, Bill McLean reported that the dune has been restored in front of Villa 714 and at the owner's expense. No owner can take it upon himself to remove any sand, plantings, etc. on the dune without the express approval of the board. It is the board's responsibility to maintain the common area of the property and that includes the dune area. The board will always restore the dune to their original state and then bill the owner for the expense. The board will always work with an owner regarding access over the dune.  
Bill McLean has signed the last of the documents regarding the repossession of Villa 522. The paperwork needs to be recorded at the Registry of Deeds in Nassau. Once they are filed, the BVOA will be the legal owner of the villa.

9. **General Manager's Report:** Shantell Brutus indicated a few areas of focus for the landscaping crew in preparation for the summer months. The crew will attend to the irrigation system and the heads that have been damaged by the cars parking on the side of the road. The system will be monitored to ensure daily watering of the plantings. A new pump for the pool has been installed and the sand on the beach has been leveled after a particularly windy winter season. The pool heaters are functional and new chaise lounges have been ordered. This summer, lights will be installed around the pool and roundabout to enhance the beauty of the area. Shantell reported that one member of the landscaping crew is retiring.

Villas 507, 648, 514, 683, 535, 643, and 522 are all currently delinquent with the first quarter dues.

Owners who rent must give Shantell Brutus the name of their property managers. Renters are showing up and have no idea where the villa is located. One renter did not have a key to get in, had no property manager, and no paperwork inside the villa as to the instructions/rules of the villa area. Problems often arise after hours and no one is available to assist. It should be noted that your cleaning lady is not your property manager. Shantell will reach out to the owners who rent for the name of the property manager and this information will be posted by the pool/office to provide assistance especially after hours.

10. **Review BVOA Rules and Regulations and Distribution to Owners:** Chair, Bill McLean distributed this document and the board needs to review them for additions/corrections. The list will be updated with the new information regarding garbage disposal and no smoking rules.

11. **Other Business:** Chair, Bill McLean discussed several issues raised by owners.
- Every villa needs to have clearly displayed numbers for identification. Sharon McCann suggested that a map of the villa area be posted with information about the BVOA and Treasure Cay outside of the BVOA office and at the pool. It could be linked through a scan symbol for people to access given that there is Wi-Fi in both areas.
  - There is a need for signage/map to identify roads and parking lots within the property. This is an issue especially given the number of new owners and renters who are not familiar with the property.
  - The reconfiguration of the laundry/office space is being discussed. Plans and an estimate will be worked up.

This plan will include a design change of the outside area where the landscaping crew stores equipment.

12. **Rental of Villas:** Owners that rent must have current (post Dorian) information regarding the BVOA and Treasure Cay on-line and in the villa for renters to access. The name and number of their property manager is part of this requirement. (Please see additional discussion above under General Manager's Report.)
13. **Announcements:** The BVOA will host a community-wide reception at the pool on May 3, 2024 from 6-8 pm. People bring their own drinks and appetizers. This is one in a series of such events. Next year, the BVOA will be hosting this same event during the month of February.
14. **Adjournment:** There being no further business to conduct, a motion to adjourn was made by Allen Butts and seconded by Kim Donald. Vote to approve was unanimous and the meeting was adjourned at 5:19pm.

Respectfully submitted,

Susan Slaff, Secretary