

**MINUTES OF THE EMERGENCY MEETING BOARD OF DIRECTORS
OF THE ISLE OF PALMS SPECIAL DISTRICT ON WEDNESDAY, FEBRUARY 16, 2022**

The Emergency Meeting was called to order at 6:30 PM by the Chairman. Present in person were David Touring, South Isle of Palms, Paul Raudenbush, South Isle of Palms and Ken Wright, Central Isle of Palms. Present on the telephone was Josh Reichert, North Isle of Palms. It was noted that a proper quorum was present. Also present was the board's attorney, Wayne Flowers.

The Chairman stated the purpose of the meeting was to consider the invoice submitted by BDI on February 9, 2022 which was considered by the Board at the February 9, 2022 meeting.

Discussion was had with all physically present Board Members expressing their desire to make payment of the invoice. However, each member also expressed concern that the survey supporting the invoice was performed by DeGrove Surveyors, not by ARC Surveying, as required by the contract, and their concern that this could lead to future problems.

Two similar proposed letters were put forth by different board members with regard to ways that the invoice could be paid without violating the contract or otherwise putting the Board in a difficult position in the future with regard to BDI's use of the DeGrove firm.

The first proposal was to send a letter to BDI explaining that payment would be made on the DeGrove supported invoice but noting that the invoice was not properly supported as required by the contract with a survey by ARC Surveyors and to advise that that no future payments would be made pursuant to any survey except one performed by Arc Surveyors.

The second proposal was to send a letter to BDI agreeing to make payment of the invoice, conditioned on receipt from BDI of a written communication agreeing that future payments would be based on surveys performed by ARC Surveying and that ARC's surveys would be controlling as to all future payments.

The Board's attorney, Wayne Flowers, suggested that the latter approach was preferable and Board members expressed their agreement.

MOTION: Wright moved to send the letter described in the second proposal, conditioning payment on receipt by the Board of a written communication from BDI as set forth therein. The letter could be modified by suggestions, if any, by the Board's counsel.

The motion was seconded by Raudenbush.

MOTION PASSED, 4 – 0.

There being no further business on the agenda, the meeting was adjourned.