

**BANYAN HARBOR TIMESHARE ASSOCIATION  
BOARD MEETING  
Friday February 21, 2020 – 9:00am  
Banyan Harbor Unit A4**

**1. Roll Call**

President Wyman called the meeting to order at 9:00am.

**Board Members**

Stephanie Wyman, President  
Jill Briley, Vice President  
Deborah Rice, Secretary  
Michael Conner, Treasurer  
Linda Garcia, Director

**OLS Hotels & Resorts**

Rick Ball, Vice President, OLS Hotels & Resorts  
Kealii Alexander, Vice President, OLS Hotels & Resorts  
Lyle Otsuka, General Manager, Banyan Harbor  
Julie Holwegner, Accounting/HR, Banyan Harbor  
Tore Wistrom, Consultant, OLS Hotels & Resorts

**Others in Attendance**

Ken Wyman (Timeshare Owner), Ben Bregman (Timeshare Developer), Meryl Ferrari (AOAO Board member), Chuck Church (AOAO owner).

**2. Proof of Notice**

Lyle reported that notice was posted on 01/20/20.

**3. Approval of Meeting Minutes**

- a. **Board meeting minutes of November 13, 2019** – President Wyman informed Directors that she provided a few corrections to management and reviewed her corrections. She then asked if there were any other changes or corrections to the submitted minutes. Hearing no further changes, the following motion was made:

<b>MOTION:</b>	<b><i>To adopt the minutes with changes</i></b>
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**MOVED BY:** Deborah Coburn Rice,                      Second: Jill Briley  
**VOTE:** Unanimous  
**RESULT:** **PASSED**

**4. Management Reports**

- a. **Board President's Report** – President Wyman thanked everyone for their participation and continues to appreciate management and Staff's attention to Banyan Harbor. She informed the Board that she met with Staff yesterday and everything is going well, property looks great and RCI guest comments are improving. She then moved on to Manager's report.

- b. **Manager's Report** – Lyle acknowledged our great team of Banyan Harbor associates, who currently maintain an 85.3% Guest satisfaction rating. Lyle announced Banyan Harbor received the 2<sup>nd</sup> highest RCI honor of “Resort of Distinction” award. He then touched on accomplishments over the year such as new kitchen upgrades, Improved Kitchen and Hallway lighting, Hawaiian print uniforms, water heater replacements, AC flow deflectors, vinyl flooring installs and installation of corner wall guards. Lyle then thanked everyone for their support and deferred to his submitted written report.

## 5. Financial Reports

- a. **December 2019 Financial** – Lyle reviewed the financial results through December 31, 2019. Revenues year-to-date are behind budget by \$21,956 due to less owner assessments as a result of unit de-annexation as well as less late fees. Payroll and payroll taxes and other payroll expenses are favorable to budget by \$116,500 due to payroll reallocations, and operating expenses are unfavorable to budget by \$46,663 due to bad debt, GE taxes (state raised by .50%) increase, property tax and uniforms. Through December 31, 2019, net earnings are \$35,537. Management recommends the 2019 year-end surplus be carried over to Capital Reserves for 2020

**MOTION: To roll over year-end operational surplus to the 2020 Capital Reserve.**

**MOVED BY:** Jill Briley, Second: Deborah Rice  
**VOTE:** Unanimous  
**RESULT:** PASSED

- b. **Reserve Study** – Lyle reviewed the reserve study and noted key projects for 2020 replacement: bed bug covers, lampshades, air conditioners and carpet repurchase. We continue to monitor capital projects on a quarterly basis. Purchases are scheduled as needed to ensure we maintain the furnishings, fixtures and equipment of our units. The 20-year Reserve Study, which is reviewed by the Board quarterly, continues to serve as a good tool to compare funding to anticipated future project expenses.
- c. **Collection** – Lyle reported timeshare receivable balances are in line with last year's trends for this time of year. Receivables overall are in good shape due to deannexation program.

## 6. Unfinished Business

- a. **RCI Comment Cards** – Lyle gave a short review and overall Banyan Harbor comments continue to be favorable for our property type. RCI comments were reviewed and the Board felt overall comments were improving and reflected favorably on our staff and how they care for our guests.
- b. **Sale of TS weeks / De-annexation** – Tore recapped unit deannexation project. To date we have closed escrow on unit 46. Then unit 47 should be market ready by March 2020. Also unit 58 owner mail out scheduled for April 2020. Plan continues to be 2 deannexations in 2020. This has been an excellent way for the Timeshare Association to reduce the escalating amount of foreclosed weeks.
- c. **Board of Directors expenses** – A copy is included in all Board packets for expenses through December 31, 2019.

- d. **2018 Audit for approval** – Lyle recapped the audit (included in Board books). The following motion was made:

**MOTION: To accept 2018 Audit as presented.**

**MOVED BY:** Michael Conner, Second: Linda Garcia  
**VOTE:** Unanimous  
**RESULT:** PASSED

- e. **Other** –President Wyman asked if there was any further old business. Hearing none, Board moved on to new business.

## 7. New Business

- a. **Meeting dates 2021** – Lyle reviewed 2021 meeting dates (in Board books). Hearing no discussion, President Wyman asked for a motion and the following motion was made:

**MOTION: To accept the 2021 meeting dates as presented.**

**MOVED BY:** Jill Briley, Second: Deborah Coburn Rice  
**VOTE:** Unanimous  
**RESULT:** PASSED

- b. **Annual Meeting Agenda 2020** – Lyle reviewed the agenda and format for tomorrow’s annual meeting at the Marriott.
- c. **Other new business** – President Wyman asked if there was any further new business, Director Coburn Rice asked everyone to gather after the Timeshare Annual meeting for a picture of the incoming Board. Rick announced the AOA would be revising the house rules and covered the changes. Hearing no other new business President Wyman entertained the following motion.

**MOTION: To move into Executive Session for personnel matters (9:50 am)**

**MOVED BY:** Michael Conner, Second: Deborah Coburn Rice  
**VOTE:** Unanimous  
**RESULT:** PASSED

Board reconvened into Regular Session at 9:55 am.

8. **Adjournment-** The following motion to adjourn was made:

**MOTION: To Adjourn meeting at 9:56 am**

**MOVED BY:** Deborah Coburn Rice, Second: Linda Garcia  
**VOTE:** Unanimous.  
**RESULT:** PASSED