

BALD HEAD ISLAND TRANSPORTATION AUTHORITY
Board of Trustees
Wednesday, November 18, 2020, 9:15 am
Meeting Held Remotely with Simultaneous Communication
Pursuant to N.C.G.S. § 166A-19.24
Minutes of Special Meeting

ATTENDEES

Trustees – Via Teleconference

Susan Rabon, Chair
David Jessen, Treasurer
Andy Sayre
Michael Brown
Rex Cowdry
Jim Powell
Jed Dixon
Robert Howard
Claude Pope

Counsel and Clerk – Via Teleconference

Hal Kitchin, McGuireWoods LLP, Counsel to Authority
Dickson McLean, McGuireWoods LLP
Mary Nash Rusher, McGuireWoods LLP
Daralyn Spivey, Clerk for the Village of Bald Head Island, Acting Clerk

Other Participants – Via Teleconference

Debra Straub, Interim Finance Officer for Authority
Ted Cole, Davenport & Company, LLC
Mitch Brigulio, Davenport & Company, LLC
Eric Golynsky, UBS Financial Services, Inc.
Jim Leonard, Mercator
Chad Paul, Bald Head Island Limited

I. Call to Order and Welcome

Chair Rabon called the meeting to order at 9:15 a.m. reading the following statement:
Today, once again, we are meeting fully remotely with simultaneous communication, pursuant Section 166A-19.24, a statute enacted by the General Assembly in May. There are a few requirements for conducting a remote meeting pursuant to this statute, and I've been advised by our counsel to explain these at the outset of the meeting.

- i. *This type of remote meeting can only occur when a declaration of emergency has been issued under Section 166A-19.20 of the General Statutes. In Executive Order 116, dated March 10, 2020, the Governor*

declared a state of emergency based on the public health emergency posed by COVID-19, and that state of emergency remains in effect.

- ii. *In order to hold this type of remote meeting, board members are participating by what the statute calls “simultaneous communication,” and the board must have provided the public with notice of the means by which the members of the public can access the remote meeting as that remote meeting occurs. Such notice has been given with respect to this meeting.*
- iii. *Except for trustees who are visible by video, each trustee must identify himself or herself before speaking and when voting. All votes will be taken by roll call.*
- iv. *The statute requires our minutes to reflect when each member joins or leaves the remote meeting. So if you are going to step away from the phone or computer, or are going to leave the meeting, it is important that you let us know so that the Clerk can note that for the record.*
- v. *Any chats, instant messages, texts, or other written communications between members of the board regarding the transaction of the authority’s business during the remote meeting are considered a public record,*
- vi. *Because a remote-only meeting is not consistent with our previously-approved regular meeting schedule, in that the location of the meeting is remote-only instead of the Community Center, which is currently closed, this meeting has been properly noticed as a special called meeting of the Board. If anyone has a question at this point about our procedure, I’m sure our counsel can try to answer it.*

With no questions posed to Counsel, this completes the opening remarks.

- II. **Roll Call:** Ms. Spivey called the roll with those listed above as present and confirming the existence of a quorum.
- III. **Ethics Statement:** Chair Rabon read the following ethics statement: *Under the State Government Ethics Act, the Board Chair is required to remind all members of their duty to avoid conflicts of interest or appearance of conflicts of interest. If any member has a conflict or appearance of a conflict of interest with respect to any item on the agenda, please state this for the record and refrain from inappropriate participation on that item. Does any member of the Board have anything to state for the record?*
No conflicts of interested reported.
- IV. **Approval of Minutes from August 19, 2020 Regular Meeting of the Board of Trustees:** Mr. Pope made the motion to adopt the minutes included as Attachment 1 to the Agenda Packet as written. Mr. Dixon seconded the motion with the roll call vote as

follows: Mr. Brown: Aye, Mr. Cowdry: Aye, Mr. Dixon: Aye, Mr. Jessen: Aye, Mr. Howard: Aye, Mr. Powell: Aye, Mr. Pope: Aye, Mr. Sayre: Aye. Chair Rabon: Aye. Motion carries (9-0).

V. **Update and Report on Financial Affairs of the Authority:** Ms. Straub reported there were no issues of significance to report.

VI. **Administrative Items:**

a. **Update on Status of COVID-19 Response on Ferry Operations:** Mr. Paul reports Bald Head Island Transportation continues to run slightly above the last three (3) years monthly passenger counts. The Island remains full. There have been no COVID related illness within Transportation and Limited operations. Given the Governor's change in the last week, there will be no changes sought by Transportation to the number of passengers. There have been decreases in the need for bump boats indicating the key number of passengers is the difference between seventy-five (75) and one hundred (100) passengers. Face mask requirements still required with exceptions as allowed as necessary. The Utilities Commission/Public Staff concerning preferential boarding is not going to be granted unless there is a declaration from the Village, Southport or the County.

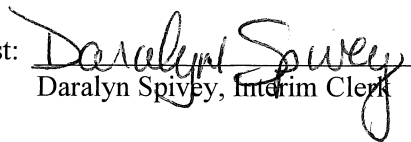
Closed Session: At 9:40 a.m., Chair Rabon entertained a motion to convene in Closed Session, based on the following: (i) to prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or the United States, including without limitation Section 132-1.2 of the North Carolina General Statutes, or not considered a public record within the meaning of Chapter 132 of the General Statutes; or (ii) to discuss the Authority's position in negotiating price and other material terms of a contract or proposed contract for the acquisition of real property by purchase, option, exchange, or lease. Mr. Powell made a motion to enter Closed Session with Mr. Dixon seconding the motion and a roll call vote as follows: Mr. Brown: Aye, Mr. Cowdry: Aye, Mr. Dixon: Aye, Mr. Jessen: Aye, Mr. Howard: Aye, Mr. Pope: Aye, Mr. Powell: Aye, Mr. Sayre: Aye. Chair Rabon: Aye. Motion carries (9-0).

VII. **Other Business:**

a. There will likely be a need for a Special Meeting before the next scheduled Authority meeting to be held December 16, 2020 at 9:15 a.m., either remotely or at another location, to allow for an in-person meeting.

VIII. **Adjourn:** Chair Rabon adjourned the meeting at 10:48 a.m.


Susan Rabon, Chair

Attest: 
Daralyn Spivey, Interim Clerk

(SEAL)



Trustee Zimmer moved to approve the foregoing, Trustee Powell seconded, and the motion was passed by the following vote:

Ayes: All present and voting

Nays: None

Not Voting: n/a

Board Action Control Number: 2021 - _____