



ANNUAL MEETING NOTICE

May 22, 2024

Last Name/Account Name (as it appears in the association's data base) LBTS
Account #:

Dear Litchfield by the Sea Property Owner:

In accordance with the Bylaws of Litchfield by the Sea Community Association, Inc., Notice is hereby given for the holding of the Forty Sixth Annual Members' Meeting on **Saturday, June 22nd, 2024**. The Meeting will commence at 10:00 a.m. and will be held as an entirely virtual meeting. The meeting link will be provided via Town SQ notification closer to the meeting date.

The primary purposes of the Forty-Sixth Annual Members' Meeting are to:

- Elect directors
- Vote on the Tax Resolution for the year ending December 31, 2024
- Approve the 2023 annual meeting minutes
- Transact any other business that may be properly brought before the Meeting

The minutes are already posted on the Litchfield by the Sea website for your reference. Information on these matters is provided on the enclosed proxy. **Please vote and return the proxy in the self-addressed stamped envelope provided.** For the voting to be valid, a quorum (51%) of proxies must be received.

The meeting will be held virtually using GoToMeeting, a video conferencing service. An email with instructions about how to participate in the virtual meeting will be emailed to all property owners in advance of the meeting via the TownSq email app. Information will also be posted on the Litchfield by the Sea website <http://www.litchfieldbythesea.com/>.

In order to encourage the highest possible participation, several options for voting will be offered:

- You may cast your vote by mailing the proxy/ballot included with this notice, or
- You may cast your vote by emailing the proxy/ballot included with this notice, or
- You may vote electronically using the instructions below.

To cast your ballot electronically, please visit <https://vote.associationvoting.com/lbts> and enter your Owner name and your LBTS account number (both are printed on the top of this notice). The voting window will be open from May 22 through June 20th, 2024.

Since LBTS properties that are owned by multiple parties are allowed only ONE vote for the unit, please designate one person to cast the vote on behalf of the unit.

Board of Directors Election

It will be necessary to elect three (3) members to the Board this year. The terms of Board Members Larry Ferguson, Jim Guzewich, and Royce King expire at this year's meeting. All three have agreed to serve another term on the Board, if they are elected. The Nominating Committee selected the applicants below as candidates for election to the Board. The current Board endorsed the actions of the Nominating Committee. The candidate bios are enclosed.

In considering the candidates to place on the ballot, the Nominating Committee selected the applicants below for one or more of the following reasons: the skill set the candidate brings to the table, the specific sector of the LBTS membership base they represent, and previous Board or Board Leadership in their host community.

<u>Nominee</u>	<u>Property Address</u>	<u>Term</u>
Larry Ferguson	Charlestowne Grant	Three years (2027)
Jim Guzewich	The Rookery	Three years (2027)
Royce King	Commercial Owner	Three years (2027)

Tax Resolution

When reviewing your proxy form, you will notice a section asking for your vote with regard to the Tax Resolution. It is essential that the membership vote to approve the tax resolution. Although the homeowners association is a non-profit corporation, it is not a tax-exempt non-profit corporation. Therefore, any excess assessment income over and above expenses is subject to taxation. The federal tax rate for all corporations that file an 1120 corporate tax return is 21%. While the tax law benefits for-profit corporations by lowering their tax liability, non-profit corporations, that are not tax exempt, will be taxed at a higher rate. If the membership votes to approve the resolution, the excess income can be applied against the subsequent year's assessments and expenses and therefore reduce the association's tax liability as provided by IRS Revenue Ruling 70-604. The election to defer the excess Association income would result in savings to the Association and its members.

Please cast your vote by mail, email, or electronically so that we receive it by June 20th, 2024.

If you have any questions regarding matters contained in this Notice, or on the voting of your proxy, please do not hesitate to call Waccamaw Management (843) 237-9551 for assistance.

For the Board of Directors,
WACCAMAW MANAGEMENT, LLC, AAMC
Managing Agent

Lisa Hergenrother

Lisa Hergenrother
Litchfield by the Sea General Manager, CMCA, AMS

Enclosures:

- The meeting notice
- Bios for Board Candidates
- The proxy and self-addressed stamped envelope

Proxies may be returned in one of the following ways:

1. Mailing address: Litchfield by the Sea
PO Box 2308
Pawleys Island, SC 29585
2. By email to debc@waccamawmanagement.com
3. Electronically: <https://vote.associationvoting.com/lbts> and enter your Owner name and your LBTS account number (both are printed on the top of this notice).

BIOGRAPHICAL STATEMENTS

Larry Ferguson, Charlestown Grant (Incumbent)

Larry Ferguson has been a property owner in LBTS for 29 years – first at Sandpiper Run and for the past 14 years at Charlestown Grant, where he was the HOA President for five years. He joined the Litchfield by the Sea Board in 2021, serving as the Vice President and now as the Board President. Larry has an extensive business background having served as CEO of a publicly traded international information technology firm. He has also served on 12 public and privately held company boards, as well as numerous not-for-profit, community organizations. Previous to his CEO role, he was a senior executive at American Express and served in the Air Force and graduated from The University of North Carolina -Charlotte. Larry is a member of the Reserve Club and enjoys golf, biking and running. He and his wife Debbie enjoy spending time with their grown children, grandchildren, and Golden Retriever “Hank” at LBTS.

Royce King, Commercial Owner (Incumbent)

Royce is president and CEO of the Litchfield Company Real Estate, LLC, where for the past 30 years he has provided team building leadership for the sales executives and staff. His management efforts have positioned the company as an industry leader. His personal goals and priorities are God, family and work, which provides both motivation and inspiration for his success and natural leadership. He is a member of All Saints Church in Pawleys Island. Additionally, he is an active member in the community. He has previously been on the boards of Palmetto Heritage Bank, Teach My People, Coastal Carolina Association of Realtors, Pawleys Island Litchfield Business Association, Magnolia Run POA, and John's Bay POA. He earned his B.S. from The Citadel and his M.B.A from the University of Toledo. He is a U.S. Veteran of the Vietnam Conflict, having served as a Hospital Corpsmen in the U.S. Navy/ U.S. Marine Corps. A resident of North Litchfield, he has been married for 55 years and has two daughters, seven granddaughters, and one great grandson. He owns a condo and commercial property within Litchfield by the Sea.

Jim Guzewich, The Rookery (Incumbent)

Along with serving on the LBTS Board, Jim is currently Treasurer. He and his wife Nora bought their first LBTS property in Heron Marsh in 2002 and later purchased in the Rookery in 2012. He was first elected to the Rookery Board in 2016 and currently serves as their President. He and his wife are from the Schenectady, New York area. They have three children and two grandchildren. Jim, a CPA, started his career with Ernst & Whinney in 1976. After leaving public accounting, he served as Chief Financial Officer of companies in a number of industries, spending his last 10 years as CFO then President of a software company. He currently serves as a consultant and mentor to a number of small/start-up businesses and not-for-profits. Jim and Nora split their time between upstate New York and Pawleys Island.