

PALM LAKE HOMEOWNERS ASSOCIATION

SPECIAL MEMBERSHIP MEETING

DEC. 17, 2022

Board members present: Ned Timmer, Mike Ketchum, Fred Lenz, Steve Hunter and Dr. David Boyer

Homeowners present: Russ Carlson, Marty Crosley, Rose Ann Ketchum, Scott and Joan Ziegler, Sal Haider, Greg Hatch, Steve Maloney, Simon Hemming, Fred Lenz, Fabio Napoleoni, Dr. Aaron Walker, Tory and Rebecca Wozny

Homeowners represented by proxy: Debbie Britt, Marcos Cigagna, Tom Dugan, Ben Ellis, Tiffany Faddis, Mike Faragalla, FLDC Holdings, LLC, Dr. Ann Hajek, Hannelore Schmacker, Dr. Ben Service, Joe Sikora, Andrew Sordi and Nadeem Veerani

President Timmer called the Special Membership Meeting to order at 9:45 a.m. and announced the presence of a quorum. A Proof of Notice of Meeting was provided the Secretary by Timmer.

Timmer advised the membership of the recent resignation of PLHOA Treasurer Ben Ellis due to health issues. Timmer thanked Ben for his service and asked the board to ratify the appointment of Dr. David Boyer to serve the remainder of Ellis' term and serve in the capacity of the PLHOA Treasurer. A motion was offered and seconded to approve the Boyer nomination along with full access to the PLHOA bank accounts as needed. The motion was approved by the board without objection.

Timmer indicated the purpose of the Special Meeting was to hear from the Search Committee on engaging an HOA Management Company and to consider approval of a proposed amendment to Article Section XII, Section 12.2 of our governing documents. He indicated due to the lack of a sufficient number of homeowners required for a vote to successfully pass the amendment its consideration would be postponed possibly until the 2023 Annual Meeting or later.

Concerns were voiced by several attendees indicating they had come prepared to vote on the proposal and objected to the delay. They maintained an adequate meeting quorum was present to conduct a vote. A sustained discussion ensued with observations offered from several attendees as to the pros and cons of the proposed amendment. Timmer provided an explanation of how the proposal would improve Palm Lake's current amendment process based on the advice of legal counsel who cited the Florida Statutes as the reason for the specific wording of the proposed amendment.

The Secretary was requested by several attendees to announce the votes on the proposed amendment that were received at the meeting. The Secretary stated the official count he had received so far from attendees at the meeting was 5 in favor and 11 against. Noting the vote results which indicated the proposal had fallen short, Timmer asked for those in opposition to suggest and submit alternative language that might allay the concerns they had expressed and possibly lead to its passage at a later date. It was agreed to have an attorney craft an alternative that would then be reviewed by in-house attorney for approval.

The meeting then shifted to a presentation from the Management Company Search Committee composed of Ned Timmer, Sal Haider and Russ Carlson on their recent work to explore the advisability

of securing a Management Company. The committee noted a Management Company does bring experts and professionalism in HOA management which is generally lacking in volunteers who are not experts. Additionally, it provides ways to implement best practices and can ease vendor selection. Timmer clarified the Management Company operates as the board directs it and highlighted a number of functions and duties that a Management Company would assume from the board such as selecting vendors, handling the books and ARB reviews and notices. A number of questions followed from attendees relating to the costs and how the Management Company would interact with the board in managing the HOA. Several attendees cited their previous experiences with Management Companies. Questions occurred as to the board's intentions on taking final action on the Management Company proposal at the following Dec. 17 Board meeting with several attendees indicating it should be a decision made by the community and not the board. Timmer indicated the board would discuss the matter and could not speculate on what the board would decide to do.

Carlson indicated a Management Company was "an idea worth considering" with "best practices the best reason for doing it." He further observed it "would take months to implement" and the ARB functions would be the hardest part to reconcile. He felt specific standards would need to be established and a determination made as to how the ARB would be structured and operate. Timmer added ARB standards would need to be clarified and socialized. Sal Haider felt the \$6,000 Management Company bid received from one vendor "was reasonable" and was not as expensive as once thought. He went on to admonish the attendees on the "factionalism" he had observed as a new resident among his neighbors in Palm Lake. He felt this was detrimental to the neighborhood's well-being and moving forward as a successful community.

To conclude the discussion, Timmer indicated the Search Committee would continue its work in determining the feasibility of a Management Company by collecting bids and conducting the needed due diligence.

The meeting was adjourned by President Timmer at 11:24 a.m.

Respectfully submitted,

Mike Ketchum, Secretary