



The Village on Island Estates Condominium Association, Inc.

Notice of Members' Meeting

Ameri-Tech Community Management
24701 US Highway 19 N, Suite 102
Clearwater, FL 33763

Tuesday, July 12, 2022 @ 6:00 PM

ZOOM Meeting ID: 817 9061 5813

Passcode: 462257

SPECIAL MEETING AGENDA:

- Call to Order
- Proof of Notice of the Meeting
- Establish Quorum of the Board & Membership
- Member Vote on Amendment to the Governing Documents
- Adjournment

The Village on Island Estates Condominium Association
c/o Ameri-Tech Community Management, Inc.
24701 US HWY 19 N, Suite 102
Clearwater, FL 33763

June 17, 2022

Dear Members of The Village on Island Estates Condominium:

On Tuesday, July 12, 2022, at 6:00 p.m., at Ameri-Tech Community Management, Inc., 24701 U.S. Highway 19 North, Suite 102, Clearwater, Florida 33763, a special meeting of the membership of The Village on Island Estates Condominium Association, Inc. will be held for the purpose of voting on a very important issue to the Association and the individual members. The purpose of the meeting is to vote on amending the Amendment Requirements contained within the Governing Documents of the Condominium Association. In order to amend the Governing Documents overseeing the Condominium Community, the changes must be approved in writing by at least seventy-five percent (75%) of the membership. This high standard makes it extremely difficult for any changes to be made to the Governing Documents despite some of the outdated language appearing in the Governing Documents.

The Board of Directors of the Condominium Association are asking that you participate in the upcoming vote to amend the Governing Documents so as to allow for future amendments to be approved by fifty-one percent (51%) of the membership, rather than the seventy-five percent (75%) required currently. The Association has expended a great deal of effort in order to present this vote to the membership. Therefore, whether you agree or do not agree with the proposed change, the Board of Directors is urging you to vote so that the Board can confirm whether the membership is interested in reducing the required vote for amending future documents governing the Association.

The Board understands that this is somewhat confusing and has had legal assistance guiding the Board. Therefore, if you, as individual owners, have any questions regarding the enclosed Proxy, please reach out to a Board member for further explanation. If you cannot attend the upcoming meeting scheduled for July 12, 2022, it is imperative that you complete and return your Proxy for the Association to be able to have the vote necessary to determine whether a change should be made to the Governing Documents.

The enclosed Proxy allows you to designate an individual that you know will be attending the meeting as your proxyholder or, alternatively, to designate an officer of the Association to submit your vote. However, you are required to complete the Proxy by voting whether you approve of the amendment.

The Governing Documents further state that a person may only hold five (5) proxies for a meeting. If the chosen proxyholder you designate has reached the maximum limit of five (5) proxies, the proxyholder is entitled to designate a substitute proxyholder. This will be determined by the proxyholder prior to submitting the Proxies to the Association on or before 6:00 p.m. on July 12, 2022.

Thank you for your attention to this matter.

Sincerely,

Board of Directors
The Village on Island Estates Condominium Association, Inc.

THE VILLAGE ON ISLAND ESTATES CONDOMINIUM ASSOCIATION, INC.

LIMITED PROXY

The undersigned, owner(s) or designated voter of the following Condominium identified with the address of _____ in The Village on Island Estates Condominium, appoints:

(a) _____
(fill in name of alternative member to act as your proxy holder)

or

(b) President/Secretary/Treasurer/Vice President (circle officer position to serve as proxy holder, and if no officer is circled, the President shall choose the appropriate proxy holder)

to attend the meeting of the members of The Village on Island Estates Condominium Association, Inc., to be held on July 12, 2022, beginning at 6:00 p.m., at Ameri-Tech Community Management, Inc., 24701 U.S. Highway 19 North, Suite 102, Clearwater, Florida 33763. The proxyholder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxyholder's authority is limited as indicated below:

GENERAL POWERS (You may choose to grant general powers, limited powers or both. Check "General Powers" if you want your proxyholder to vote on other issues which might come up at the meeting and for which a limited proxy is not required).

_____ I authorize and instruct my proxyholder to use his or her best judgment on all other matters which properly come before the meeting and for which a general power may be used.

LIMITED POWERS (FOR YOUR VOTE TO BE COUNTED ON THE FOLLOWING ISSUES, YOU MUST INDICATE YOUR PREFERENCE IN THE BLANK(S) PROVIDED BELOW).

I SPECIFICALLY AUTHORIZE AND INSTRUCT MY PROXYHOLDER TO CAST MY VOTE IN REFERENCE TO THE FOLLOWING MATTERS AS INDICATED BELOW:

Amending the Amendment Requirements of the Governing Documents

Do you agree to allow for the Governing Documents, including the Declaration of Condominium, the Articles of Incorporation and the Bylaws to be amended so that the requirement for amending the provisions of these three documents, identified as the Governing Documents, requires a vote of fifty-one percent (51%) of the members rather than the current requirement of seventy-five percent (75%)?

_____ YES, I agree to reduce the requirement for amending the Governing Documents to fifty-one percent (51%) of the membership.

_____ NO, I do not agree to the requirement for amending the Governing Documents to fifty-one percent (51%) of the membership.

The proposed amendments to the Governing Documents are attached as **Exhibit A** to this Proxy.

Date: _____

Signature(s) of Owner(s) or Designated Voter

SUBSTITUTION OF PROXYHOLDER

(Only to be used if the original proxyholder cannot be available)

The undersigned, appointed as proxyholder above, designates _____
to substitute for me in voting the proxy as set forth above.

Date: _____

Signature of proxyholder

THIS PROXY IS REVOCABLE BY THE UNIT OWNER AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT. IN NO EVENT IS THE PROXY VALID FOR MORE THAN THIRTY (30) DAYS *(this is an alteration from the standard proxy language as a result of the requirements of Article V of the Bylaws)* FROM THE DATE OF THE ORIGINAL MEETING FOR WHICH IT WAS GIVEN.

The substitution of proxyholder can be used to appoint another officer of the Association if a particular officer has been designated to hold more than five (5) proxies, which is the limit as set forth in Article V of the Bylaws.

EXHIBIT A
PROPOSED AMENDMENTS

[See attached]

Prepared by & Return To:

Karen E. Maller, Esq.
Johnson, Pope, Bokor, Ruppel & Burns, LLP
490 First Avenue South, Suite 700
St. Petersburg, Florida 33701

ABOVE THIS LINE FOR RECORDER'S USE

**CERTIFICATE OF AMENDMENT TO RESTATEMENT OF
DECLARATION OF CONDOMINIUM FOR
THE VILLAGE ON ISLAND ESTATES, A CONDOMINIUM
(INCLUDING THE ARTICLES OF INCORPORATION AND BY-LAWS)**

WHEREAS, a Declaration of Condominium Ownership of The Village on Island Estates, a Condominium, was recorded on July 6, 1979, in OR Book 4878, beginning at Page 1988, Public Records of Pinellas County, Florida (the "Original Declaration");

WHEREAS, the Articles of Incorporation for The Village on Island Estates Condominium Association, Inc. were filed with the Florida Department of State, Division of Corporations on July 2, 1979, and were attached as Exhibit F to the Original Declaration, and recorded in OR Book 4878, beginning at Page 2025, Public Records of Pinellas County, Florida;

WHEREAS, the By-Laws of The Village on Island Estates Condominium Association, Inc. also were attached as Exhibit G to the Original Declaration, and recorded in OR Book 4878, beginning at Page 2033, Public Records of Pinellas County, Florida;

WHEREAS, the Original Declaration was subsequently amended by Amendment to the Declaration of Condominium as follows: a first amendment recorded in OR Book 4933, beginning at Page 1737, adding Phase VI to condominium form of ownership; a second amendment recorded in OR Book 4949, beginning at Page 1933, adding Phases II and VII to condominium form of ownership; a third amendment recorded in OR Book 5228, beginning at Page 9, adding Phases, III, IV, and V to condominium form of ownership; a fourth amendment recorded in OR Book 5131, beginning at Page 219, adding Phases VIII and XIII to condominium form of ownership; a fifth amendment recorded in OR Book 5272, beginning at Page 1672, adding Phases IX and XII to condominium form of ownership; a sixth amendment recorded in OR Book 5359, beginning at Page 1251, adding Phases X and XI to condominium form of ownership; all of which were recorded in the Public Records of Pinellas County, Florida;

WHEREAS, a Restatement of a Declaration of Condominium for The Village on Island Estates, a Condominium, was recorded in September 18, 2007 in OR Book 15982, beginning at Page 665, Public Records of Pinellas County, Florida (the "Declaration"), and included the Articles of Incorporation and By-Laws as Exhibits.

NOW, THEREFORE, the President, Peter Kohut, and the Secretary, Maxine Wood, of The Village on Island Estates Condominium Association, Inc., a Florida not for profit corporation, do certify that in accordance with the applicable provisions of the Declaration, Articles of Incorporation,

and the By-Laws, the following amendments to the Declaration, Articles of Incorporation, and the By-Laws were approved at a special meeting of the members of The Village on Island Estates Condominium Association, Inc. held on Tuesday, July 12, 2022, and upon the affirmative vote of three-fourths (3/4) of the Members/Unit Owners as those terms are defined in the Declaration, voting either in person or by written proxy, the Declaration was amended as follows:

1. Article 11(a.) of the Declaration is amended to read as follows:

11. AMENDMENT OF DECLARATION:

a. This Declaration may be amended by affirmative vote of ~~three-fourths (3/4)~~ fifty-one percent (51%) of the condominium parcel owners/unit owners present or represented by written proxy in accordance with the By-Laws at a meeting duly called for such purpose pursuant to the By-Laws; provided, however, that no amendment shall be made which shall in any manner impair the security of an institutional mortgagee having a mortgage ~~or other~~ lien against any one or more condominium parcels/or units, ~~or any other record owner of liens thereon~~; save and except if such amendment is for the purpose to correct an error or omission in this Declaration of Condominium or in other documentation required by law to establish the condominium form of ownership, then such amendment shall nevertheless be effective when duly passed by an affirmative vote of fifty-one (51%) percent of the members of the Association present or represented by written proxy in accordance with the By-Laws, and recorded among the Public Records of Pinellas County; provided, however, that the property rights of the owners are not materially or adversely affected by such amendment.

2. Article VIII of the Articles of Incorporation for The Village on Island Estates Condominium Association, Inc. is amended to read as follows:

VIII

The By-Laws of the corporation are to be made, altered or rescinded by a ~~three-fourths (3/4) vote of the members of this corporation~~ fifty-one percent (51%) vote of the members of the corporation present in person or by proxy, save and except as provided for in the Declaration of Condominium of THE VILLAGE ON ISLAND ESTATES, A CONDOMINIUM, recorded among the Public Records of Pinellas County, as it pertains to correcting errors and/or omissions in the Declaration of Condominium or in any other documentation required by law to establish the condominium form of ownership.

3. Article IX of the Articles of Incorporation for The Village on Island Estates Condominium Association, Inc. is amended to read as follows:

IX

The amendments to these Articles of Incorporation may be proposed by the Board of Directors or by a ~~majority vote of the membership of this corporation~~ fifty-one percent (51%) vote of the members of the corporation, provided, however, that no amendment

shall be effective unless adopted pursuant to Article VIII or Article ~~IX~~XI of these Articles of Incorporation.

4. Article XI of the Articles of Incorporation for The Village on Island Estates Condominium Association, Inc. is amended to read as follows:

XI

These Articles of Incorporation may not be amended, altered, modified, changed or rescinded by a vote of less than ~~three-fourths (3/4)~~fifty-one percent (51%) of the ~~members of the corporation present in person or by written proxy of the then present members of the corporation~~, which may be accomplished at any regular or special meeting of the corporation, provided that written notice of the proposed change shall have been mailed to each member of the corporation fourteen (14) days prior to said meeting of the corporation, provided, however, that no such alteration, amendment, modification, change or rescission of Article II hereinabove, and of Sections 6, 7, 8, and 10 of Article X, may be made without an unanimous approval of the then members of the corporation together with the written unanimous approval of all mortgagees holding a valid, enforceable first mortgage lien against any condominium unit, provided such mortgagees are institutional mortgagees, such as a bank, life insurance company, federal savings and loan association, institutional investor, mortgage banker, and/or a real estate investment trust authorized to transact business in the State of Florida.

5. Article XV of the By-Laws is amended to read as follows:

ARTICLE XV Amendment of By-Laws

The By-Laws of the corporation may be altered, amended or repealed unless specifically prohibited herein, at any regular or special meeting of the members by a ~~three-fourths (3/4) vote of all members of the corporation~~fifty-one percent (51%) vote of all of the members of the corporation present in person or by proxy, unless a contrary vote is required pursuant to the Articles of Incorporation or the Declaration of Condominium, and provided that notice of said membership meeting has been given in accordance with these By-Laws and that the notice as aforesaid contained a full statement of the proposed amendment. No modification or amendment to these By-Laws shall be valid unless set forth or annexed to a duly recorded amendment to the Declaration of Condominium.

(words deleted are shown by “~~strikeout~~” and words added are shown by “underline”)