

**THE VILLAGE ON ISLAND ESTATES
CONDOMINIUM ASSOCIATION
240 WINDWARD PASSAGE
CLEARWATER, FL 33767**

TO: All board members

FROM: Jo-Beth Dickson, Secretary

SUBJECT: Board of Directors Meeting, at CMA, May 28, 2024 @ 6:30 PM

BOARD MEMBERS PRESENT: M. DesRosiers, T. Donohue, JB Dickson, A. Valentine (ZOOM)

BOARD MEMBER(S) ABSENT: Bill Worms

OTHERS ATTENDING: Angela Johnson, LCAM Ameri-Tech Management Inc.

I. CALL TO ORDER FOR BOARD MEETING: The meeting was called to order at 6:32 pm by President Mona DesRosiers

II. CERTIFICATION OF NOTICE: JB Dickson reported that the notice for the meeting had been posted on the east and west bulletin boards on May 25, 2024, at 6:44 and 6:48 pm, and emailed to the VOIE community which constituted proper notice.

III. DETERMINATION OF QUORUM: Duly posted. Quorum of the board.

IV. APPROVE/WAIVE MINUTES:

Motion to approve *Amended Minutes* of March 19, 2024, made by M. DesRosiers, seconded by T. Donohue. Motion carried. A. Valentine objected stating minutes contain errors and omissions.

Motion to approve minutes of April 23, 2024, made by M. DesRosiers, seconded by T. Donohue. Motion carried. A Valentine objected stating minutes contain errors and omissions.

V. OFFICERS' REPORTS:

A. President: Photos of social event held on May 4, 2024, have been posted on the VOIE web site. Cut Rite Landscaping will increase watering schedule to three times per week.

B. Vice President: T. Donohue praised the board for all they have accomplished in four short months. Special kudos to Treasurer Bill Worms for his work to bring closure and clarity to the Roof Special Assessment issue.

I want to report on our initiative related to instituting best practice for annual board elections. There are two parts to this equation.

1. To establish, per an amendment to the bylaws, the total number of board members. The number being recommended is five and our legal counsel agrees based on the small size of our community and the challenge of finding candidates.
2. The second part of the equation is the establishment of staggered two-year term appointments for board members. This requires an amendment to the bylaws. We have discussed the rationale for this concept several times. The purpose is to bring stability and continuity to the board, to reduce divisiveness and to allow for the opportunity for better long-range planning. At the advice of our legal counsel, we combined these two initiatives in a schedule of amendments to the bylaws, which is called Exhibit A. I

have prepared several copies for distribution, and I'd like to read through the proposed changes so the language and process is clearly understood.

EXHIBIT "A"
SCHEDULE OF AMENDMENTS
TO THE
BYLAWS
OF
THE VILLAGE ON ISLAND ESTATES CONDOMINIUM ASSOCIATION, INC.

ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY STRIKE THROUGH

1. Article II, Directors, Section 1, of the Bylaws, shall be amended to read as follows:

Section 1. Number and Term: The number of directors which shall constitute the whole Board of Directors, also known as the Board of Administration, shall be five (5) ~~not less than three (3), nor more than seven (7)~~. ~~Until succeeded by directors elected as hereinafter provided, directors need not be members; thereafter a~~U directors shall be members of the Association. Within the limits above specified, the number of directors shall be elected as hereinafter provided and each director shall be elected to serve for the term of ~~one (1)~~ two (2) years or until his successor shall be elected and shall qualify. Elections may be conducted by an electronic voting system in compliance with applicable Florida law.

2. Article III, Officers, Section 1, of the Bylaws, shall be amended to read as follows:

Section 1. Executive Officers: The executive officers of the corporation shall be a president, vice-president, secretary, and treasurer, ~~all of whom shall be elected annually by the Board of Directors~~. Any two of said offices may be united in one person, except that the president shall not also be the secretary or an assistant secretary of the corporation. If the Board so determines, there may be more than one (1) vice-president. At the first election held after the adoption and recording of this amendment, all five (5) seats will all be up for election. The candidates with the highest three vote totals will serve two-year terms and the candidates with the next two highest vote totals will serve one-year terms in order to establish staggered terms. In the event of a tie, if the candidates cannot agree on who will serve the aforementioned terms, a run-off election will be conducted pursuant the Florida Administrative Code. Thereafter, all directors shall serve a two-year term.

3. Article VI, Notices, Section 1, of the Bylaws, shall be amended to read as follows:

Section 1. The method of calling and summoning the unit owners to assemble at meetings, including annual meetings, shall require at least fourteen (14) days' written notice to each unit owner in advance of the meeting, which may include electronic notice, and the posting at a conspicuous place on the condominium property of a notice of the meeting at least fourteen (14) days prior to said meeting. The notice of the annual meeting can be sent by mail to each unit owner and the post office certificate of mailing shall be retained as proof of such mailing and such mailing shall be deemed notice. The foregoing requirements as to meetings are not to be construed, however, to prevent unit owners from waiving notice of meetings or from acting by written agreement without meetings, as provided in these By-Laws, the Declaration of Condominium, or the laws of the State of Florida.

EXHIBIT 'A'

To enact these amendments, a 75% (¾) majority is required. This process will start with an informational letter sent to all property owners in early July.

I think there is a broad consensus that a full clean-up and updating of our original bylaws is long overdue. This is a lengthy and costly endeavor. Our attorney recommends we plan this project for 2025 and factor the cost into the 2025 budget.

- C. Treasurer Report: Presented by T. Donohue in the absence of B. Worms.

Treasurer's Report May 28, 2024, Meeting

Information as of May 22nd

Operating Funds	\$ 32,757.45
Reserve Funds	\$141,203.58
Flagship Bank Loan	\$392,723.13
Special Assessment Fund	\$132,927.85
Remaining Uncovered Loan Balance	\$259,795.28
Delinquent Assessment (over 30 days)	\$ 12,336.07

To Be Determined Expenditures / Budget Items:

- Additional principal payment to Flagship Bank

Additional Information:

- Our current balance for the roof special assessment is \$132,927.85. As of this date an additional \$17,606.08 is to be transferred at months end to the Special Assessment Account. This will bring the balance to \$150,533.93 by May 31, 2024.
- I am recommending that we use another \$125,000 from the Money Market Account to further pay down our Flagship Loan principal. Our monthly payments to Flagship are in the amount of \$5,130.25, so this would leave roughly 5 months of payments available to us.
- Fourteen or fifteen units remain unpaid as of this date (estimated \$230,000), leaving approximately \$30,000 in uncovered interest for which the association will be responsible. Assuming we can have all unit owners paid in full by the end of June, and assuming we have funds available due to our lower insurance premium, I would recommend we pay off the uncovered interest with these monies.

Motion to accept Treasure's report & Additional Information made by T. Donohue, second by M. DesRosiers.
Motion carried unanimously

- VI. MANAGEMENT REPORT:** See report submitted by Angela Johnson, LCAM Ameri-Tech.

VII. DOCKMASTER REPORT: D. Millhouse

- A. Leases: Slip #1 has been leased; Slip #2- vacant; Slip #9 boat sold to owner of slip #8.
- B. Discussion ensued regarding general condition of docks. The under-structure is poor, boards are old and deteriorating. Initial step is to inspect pilings and support structure.

VIII. OLD BUSINESS

- A. Dock Lighting – lighting project will be finished on Thursday, May 30, 2024. Project includes new lights, electrical, and meter work.

IX. NEW BUSINESS

A. Appointment of Full-Service Attorney

A motion was made by A.Valentine , second by T. Donohue for the Board of Directors of VOIE to approve Greenberg Nikoloff P.A. as the attorney to represent the Association at the rates ranging from \$250.00 to \$300.00 per hour, depending on the attorney; rate for a paralegal at \$100.00 per hour. All direction and communication with the Attorney to be approved by the Board of Directors and all subsequent communication to be shared with the Board of Directors. Email communication with the attorney will save on the legal cost.

**Copy of contract available upon request.

B. NaturZone Proposal

Motion made by M. DesRosiers, second by A. Valentine to approve NaturZone proposal that will provide interior and exterior pest services and tend all bait boxes. Interior pest services may be scheduled by residents during routine visit for a fee of \$25 per unit. Outside of routine visits, fee will be \$75. Residents should contact NaturZone @ 941-378-3334 for scheduling.

C. Flagship Principal Payment/Uncovered Interest

Two-part motion made by M. DesRosiers, second by JB Dickson

Part 1: Pay \$125,000 Principal into Flagship loan.

Part 2: Use funds saved from reduction in insurance fees and apply to approximately \$30,000 in uncovered interest funds.

Motion carried unanimously.

D. Condo Community Development Committee

1. Motion made by M. DesRosiers, second by T. Donohue to convene a Condo Community Development Committee. Motion carried unanimously.

To summarize, a Condo Community Development Committee plays a vital role in fostering a sense of community, improving communication, and enhancing the overall living experience for residents. The efforts of this committee contribute to a well-functioning and harmonious condominium environment.

2. Motion made by M. DesRosiers, second by JB Dickson to appoint the following residents to the committee: Jenn Maniatakos, Peter Yackel, Peter Kohut and Maxine Wood. Motion carried unanimously.

X. MEMBERSHIP COMMENTS:

A. Resident expressed disappointment regarding cancellation of association paid cable TV. Increased fees must be absorbed by residents.

B. Information requested regarding Long-range plans and Wind Mitigation report. Update will be given to committee on June 10 when the committee will meet with Beryl regarding changes to SIRS report.

C. Residents of 501 reported their roof had been replaced by Dynamic Roofing, eliminating leaks.

D. Request to have Chelsea Chapman prepare history & summary of insurance changes over last several years.

XI. ANNOUNCEMENTS

Meetings for summer months to be determined. The CMA is not available during summer months. Summer meetings will be held at Ameri-Tech's Management Office or by ZOOM.

XII. ADJOURNMENT: Motion to adjourn made by M. Desrosiers, seconded by T. Donohue; meeting adjourned @ 7:57 pm.