

Wedgewood Owners' Association, Inc
Minutes of the Annual General Membership Meeting on Thursday, December 7, 2017
Caper Room in the Atrium of the Sun City Center Community Association
Sign in and Social Time: 9:00 a.m. - 10:00 a.m. General Meeting: 10:00 a.m. - 11:30 a.m.

NOTICE: In accordance with F.S.720 and Wedgewood governing documents, Notice of the meeting was hand delivered (signatures required) of all residents reachable in person and mailed by first class mail to those who were not. Notice was also posted at the pumping station and on the Wedgewood website.

QUORUM: Secretary Geraldine Garretson certified that a quorum was present. A quorum is a minimum of 28 Wedgewood households represented. 35 households were represented in person and 38 by proxy for a total of 73 out of 84 members represented. There were 48 people in attendance. All board members were present: Rebecca (Becky) Scaringe, president; Eugene (Phil) Mickel, vice president; Marilyn Wilson, treasurer; Geraldine (Jerri) Garretson, secretary; and Edward (Ed) Malatesta, director. William (Bill) Regis, ACC Chairman and Robert (Bob) Vellante, Social, Hospitality and Covenant Committees Chairman, represented our committees.

WELCOME: President Becky Scaringe called the meeting to order at 10:05 a.m. She led the membership in the Pledge of Allegiance and a moment of silence in memory of residents that died in the past year. These included Don Wilbert, Helen Reaney, Frank Watkins, and George Carlton. She introduced the board and committee members and welcomed new residents: Jim Hart and June Brackett, Bob and Dottie Fladung, Mary Michaels, Grant and Laurie Stevenson, and Allen and Cynthia Strathmann.

2016 ANNUAL MEETING MINUTES: There were no corrections. Joann Hobbs moved and Carol Hawk seconded that the minutes be approved as written. The motion passed unanimously.

TREASURER'S REPORT & PRESENTATION OF THE 2018 BUDGET: Marilyn Wilson explained our income from assessments, interest and estoppel letters, which she is now required to produce for property sales. She noted that while our association is now self-managed because our management company did not work out, we had more legal bills than expected and need to replenish our reserves, so the board elected not to reduce our assessments. There is also a possibility that we may hire a different manager in the future. At this time, all our financial records are in order and all bills paid.

Some of the higher amount for legal fees was for the amendment process (having our lawyer prepare documents), but the rest was for having our law firm collect the amounts due on 2004 Berry Roberts Drive. We were very pleased that they were able to recover both the three years' annual assessments as well as the expenses we had in upkeep on the yard.

We did not spend any Covenant Reserves this year or print any newsletters. The printing budget includes money for redoing the "red books" of our governing documents, partly because our supply is nearly exhausted, but mostly because we need a version showing the amendments we have made.

We used less postage than we budgeted and got a rebate on insurance because we no longer have a management company and therefore have no employees to be covered. The liability and bond insurance will be lower in the future because of that. We also charged the management company, L.E. Wilson & Associates, Inc. (LEW), for mistakes and subtracted that amount from their payment (with their agreement) prior to their termination of service.

Community member Dr. Gail Dudley said there were various rumors about why we no longer had the management company and asked whether we could remain self managing. Wilson and Garretson

answered that we originally hired LEW for two reasons, both of which still are important. First, it was difficult to find community members willing to serve on the board and do the amount of work required. Having a management company shifted much of the paperwork and record-keeping, but not the policymaking, to them. We hoped this would help us keep a functioning board. The other reason was the expertise in the legal requirements for HOAs, which the legislature keeps changing. A good management company provides a great deal of assistance with legal and regulatory compliance.

When Lou Ellen Wilson still ran the company, we got good service, but when she retired and sold it, service diminished. Bob Vellante led the board in a professional management review and our contract was modified with the agreement of the owner, providing that we would pay half the management fee for six months and then do another evaluation, at which time we could increase the fee if we documented that service had improved and was satisfactory. However, the buyer eventually got into legal trouble and through a court case, all LEW accounts were assigned to another company, Vesta, the company that manages Kings Point.

At that point when we were going to present our second evaluation, they terminated our contract. Vesta apparently did not want a contract that allowed for a half payment from an association that was going to present management evaluations. Although our last manager at LEW was good, most of the six months in the second evaluation was actually worse than the initial evaluation. Because they had terminated us, we did not exercise the 60 day notification required and asked for our records and became self managing virtually immediately. Luckily, both Wilson and Garretson had been treasurer and secretary before we hired LEW and the board was ready to step into self-management immediately.

The board has not ruled out seeking another management company, if the services are available at an affordable price. Wedgewood can remain self managing if there are people willing to run for the board, learn the regulatory law and our documents, and are willing to pay for necessary legal assistance.

Wilson explained what our committees do and what is budgeted for them, as well as the corporate registration fee, the Berry Roberts Lake fund (separate from the general fund) to maintain it, and the difference between the budgeted and paid amount for Don's Lawn Service (LEW overpaid them last year). The proposed budget was approved by the board, as specified in our documents. Wilson noted that she will deposit assessment checks January 2nd. A copy of the treasurer's report and budget is attached. Total association funds as of December 31, 2017 are shown as \$11,495.75. The annual assessments for 2018 are \$115.00 for all members (per property) and an additional \$240 for the twelve homes on Berry Roberts Lake (for lake maintenance). They therefore pay a total of \$355 per year.

ARCHITECTURAL CONTROL COMMITTEE: William Regis thanked everyone for taking care of their homes, on behalf himself and committee members Bob Luhmann and Jack Ward. Some homes have mildew on their roofs. Reminder letters will be sent out at the beginning of the year. If you have someone clean your roof, have them also do the driveway and sidewalk. We are responsible for keeping our driveways and sidewalks clean and clear of mildew as well.

Community Member Ken Thoman asked the association to write a letter to the county protesting the condition of our roads. It was noted that this was done in the past and our answer was that there was no money budgeted to improve them. It's time to write again.

COMMITTEE REPORTS:

WEBSITE: Phil Mickel reported that we try to keep everything available there: Minutes, photos, some news, our documents. We would welcome content from community members.

HOSPITALITY: Bob Vellante and his wife, Cindy, do this on behalf of the board. They visit and welcome new residents with a housewarming gift (wine, cheese and crackers) and "red book," and get

contact information from them.

SOCIAL: Bob Vellante reported on his active Social Committee. The members are Debbie Chilson, Winnie Goldklang, Ed & Jan Malatesta, Joyce Moloney, Bill & LaRae Regis, Becky Scaringe, Joe & Toni Volpe, Cindy & Bob Vellante, Jack & Billie Jean Ward, and Carol Yudofsky. They tried something new this year, a Starlite sunset dinner cruise, with 22 people participating, and plan to do it again. They also planned and hosted the Cinco de Mayo party, Fall Fest, pizza party and ice cream social. They will have the same activities in 2018, though the theme dinner might be a different country. They used to have a game night on Mondays but canceled it due to lack of interest. Will try to do another golf day.

COVENANTS: Bob Vellante was appointed by the board to chair an advisory Covenant committee. They plan to go through the Declaration of Covenants and Restrictions article by article to determine whether each is okay as is, needs to be deleted, modified, or replaced. There are six additional committee members, with a mix of people from snowbirds to long term residents: Laurie Stevenson, Rick Chilson, Ken Thoman, Bob Bauer, Gloria Smith and Dave Gilberg. They will try to get together one time before the end of the year to determine the timeline of events. The committee work will be transparent, with all meetings open to the community, and held in the evening. Vellante wants to have a web page for updates. The committee's goal to advise the board. They want to look at new ideas, not just what is currently in the document. He noted that we do not have to write the content. The lawyers will do that. There will be information meetings on the recommendations and community straw votes. Only if the community concurs will we go to the lawyer for language.

ELECTION OF DIRECTORS: Becky Scaringe called for nominations from the floor. There were none. Carol Yudofsky moved and Bob Vellante seconded that nominations cease. Scaringe introduced the two candidates, Phil Mickel and Marilyn Wilson running for the second consecutive terms.

Dave Gilberg moved and Bob Vellante seconded that the association cast a unanimous ballot for the two candidates. The motion passed unanimously. The Bylaws provide that the secretary can cast one vote for the association. The two candidates were elected.

VOTE TO AMEND THE ARTICLES OF INCORPORATION & BYLAWS: Scaringe explained that our documents are not in agreement in voting amendment procedures and our lawyer recommended that we make them agree. Three of the amendments will accomplish that, and the fourth one is that two documents don't agree in the length of a board member's term. An absolute majority, or at least 43 households voting in favor of each amendment is required to pass them,

Dr. Dudley asked about the clauses referring to the developer. Whole sections don't apply. Garretson explained the procedure for getting rid of those and updating the documents. Vellante noted that this is part of what his committee plans to accomplish.

Board members Phil Mickel, Ed Malatesta and community member Carol Yudofsky counted the votes and certified the results. All four Amendments passed. Amendments 1 and 2 had 70 yes votes. There were no votes against them. There were some people who forgot to vote the back side of the ballot, or mismarked that side by marking both yes and no on Amendment 3 and nothing on Amendment 4. Those were not counted, nor was the Proxy that someone brought with them and used instead of a ballot, This proxy was not made out. Thus there were 66 votes in favor of Amendments 3 and 4 as counted there.

ADDENDUM: Following the meeting, Secretary Jerri Garretson discovered two additional Proxies with their ballots that were in her Proxy folder. They bring the final vote count to:

Amendments 1 and 2 passed with 72 "Yes" votes and no "No" votes.

Amendments 3 and 4 passed with 68 "Yes" votes and no "No" votes.

ANY OTHER BUSINESS DEEMED APPROPRIATE: There was no further business.

MEMBERS COMMENTS & CONCERNS: No members brought forth any further concerns.

ADJOURNMENT: Bob Vellante moved and Dave Gilberg seconded that the meeting be adjourned at 11:17 a.m.

Respectfully submitted, Jerri Garretson, Wedgewood Secretary