

VINEYARDS COUMMUNITY ASSOCIATION, INC.

BOARD MEETING

April 11, 2018

Call to Order: Tom Ruane called the meeting to order at 10:30 AM, April 11th, 2018, at the Vineyards Country Club (VCC), 400 Vineyards Blvd. Naples, FL 34119.

Quorum: A quorum was met. Present were Board of Directors (BOD): Tom Ruane (TR), John Bauman (JB), Stephen Sorett (SS), Tom Sackett (TS) and Alan Norris (AN). Also present was Stephen Cusson (SC) of PMP Management.

Approval of Minutes: JB moved to waive the reading of the minutes from the February 14, 2018 Board meeting and approve those minutes as written. SS seconded the motion. The motion was unanimously approved.

Tom Ruane addressed the Board and NR's: This is primarily a meeting to discuss two subject items, the drainage of the lakes and voting process for VCA Board members.

Old Business:

A. Status of the Lake Drainage:

TS reviewed the history of concerns about the south weir and the drainage from lake to lake within the south basin of the Vineyards. TS reviewed what had been completed to date using two separate engineering services and what we have found out meeting with the county and SFWMD. It has been brought to our attention the south weir fish screen was semi clogged during the hurricane and needed to be cleared of debris a few days after the hurricane hit. Since then we have meet with FF & W to discuss the screen and received permission to install a removable screen which can be taken out of the weir during high rain events.

We have also been working with Robau and Associates, an Engineering Firm to evaluate the drainage here in the Vineyards. We are replacing the fish screen, inspecting the pipe connects using MRI diving inspectors and will report those findings to the Engineer. We plan to have Emilio Robau the Managing Engineer for the service address all the NR's questions at a separate meeting as soon as it can be scheduled.

B. Discussion of Restating VCA Documents regarding Board elections.

The current governing documents have created four (4) Voting Groups into which the sub associations have been assigned. Each Voting Group is entitled to elect a member to the Board. The Board has a fifth "at large member" for whom each Voting Group casts a vote. The Board proposed eliminating the structure of Voting Groups and substitute direct voting by each sub association for each of the five (5) seats on the Board. Some of the NRs voiced opinion that they would retain the structure of Voting Groups. Within that opinion group, there were differing opinions on the requirement of residency within the Voting Group to qualify for election. Other NRs voiced support for the proposal for elimination of the Voting Groups for various reasons.

At the end of a full discussion on the subject, a vote of the NRs was taken. Attached to and a part of the Minutes is a listing of the votes of the sub associations on the proposal to eliminate the structure of Voting Groups. The proposal was approved. In addition, there was no support among the NRs to adopt term limits for the Board seats. The overwhelming sentiment on tie breaking was by (1) agreement between candidates and failing that, (2) a flip of a coin. The Board was directed to work with counsel and have the relevant sections of the governing documents modified and restated. The restatement will be amendments to the governing documents requiring the vote of the NRs. Once the final draft is complete, it will be presented to the NRs for comment and then vote. Thereafter, the election for the two (2) Board seats up for election will be scheduled.

NO Votes, = eliminate voting groups 1,810

YES Votes, = keep voting groups 796

No reply, = 79 units.

New Business:

- A. **Treasurers Report:** None
- B. **Managers' Report:** None.
- C. **Next Meeting Date:** PMP to schedule a meeting with the engineer for NR's lake drainage questions ASAP and notify the NR's.
The next Board Meeting is tentatively scheduled for Wednesday, May 9th, 2018 at 10:30 AM.
- D. **Adjournment:** JB moved to adjourn the meeting at 12:15 PM. TS seconded the motion, the motion passed unanimously

Respectfully,

Stephen Cusson, CAM, CMAC, AMS
Association Manager