

Tangerine Bay Club Association Inc.,

A Not-For-Profit Corporation

Minutes of The Meeting of The Board of Directors

Wednesday, April 17, 2024

A scheduled meeting of the Board of Directors was held via the Zoom online platform and in person on April 17, 2024.

The meeting was called to order at 2:04 pm by the President, Clare Villari. Clare stated that no owners had provided advance notice of their intent to record the meeting.

A quorum was established. Board Members present in the meeting were Clare Villari, Jeff Spalter, Dave Van Ess, Mike Wells, Karen Wiltsie, Andy Schaer, Rick Henry. General Manager Michael Canacari was also present.

Proof of notice was posted per Association Bylaws and Florida Statutes 718.

Board Actions:

1. Minutes of prior meetings

- a) **2/26 Closed Board Meeting** – No comments. **Motion to approve minutes** made by Dave seconded by Andy. All Approved. Will be posted on website.
- b) **2/28 Board Meeting** – No comments. **Motion to approve minutes** made by Rick seconded by Dave. All approved. Will be posted on website.
- c) **3/22 Board Organization Meeting** – No comments. **Motion to approve minutes** made by Karen seconded by Dave. All approved. Will be posted on website
- d) **Annual Meeting Minutes** – Will be approved at next annual meeting; Draft will be posted to website.

2. **Gate Entrance Security: Envera access system review** - Received 10 comments — all positive. Gate needs to be approached slowly upon entry. Overall good experience. Clare shared guard cost history — 2012 was \$210k with current system \$28k/year with \$25k investment. Exploring use of bar code in addition to current access process.

3. **Approval: Reimbursement of surplus legal Special Assessment to owners** – Karen shared history of assessment estimate and collection. Settlement reached Jan 2024 – originally collected \$4k/unit or \$360k. Spent \$199k or 53% - returning \$160k or \$1790/unit. Karen analyzed legal charges and expenses related to the litigation and settlement. Board to approve when to return surplus to owners.

Motion: To return excess funds in the amount of \$1790/unit from the Special Assessment funds, which had been collected for the purpose stated in the 2022 Special Assessment resolution dated June 22, 2022, to current unit owners as a credit applied to future quarterly assessments in 2024. Moved by Dave seconded by Karen. All approved.

Tangerine Bay Club Association Inc.,

A Not-For-Profit Corporation

Minutes of The Meeting of The Board of Directors

Wednesday, April 17, 2024

4. **Approval: TBC Committee Charters and Initial Goals – Committee Chairs reviewed Charters and goals.**

1. Amenities – Jeff - Add 'recommendation'
2. Finance - Karen stated that the committee has not yet updated their charter which has existed for several years. It will be discussed at the next committee meeting which has not yet been scheduled.
3. ARC - Dave - Working to make forms easier to use and ensure construction complies with Board approval. Dave to update 'determining' with 'recommendation to the Board' and clarify types of projects that may be approved by Committee Chair vs the Board.
4. Technology - Dave - Website includes resident directory and forms that owners need. Needs to be accessible but protected. Looking for a form to communicate issues to GM – will likely go to Office Admin to track progress.
5. Landscaping - Andy - Summarized responsibilities - 2 areas, master plan and ongoing maintenance. Priority is clean up of dead and dying vegetation. Will be recommending having Grants Garden do a full property clean up so that everything is in good shape at once. Looking at worn bare grass from work done on roofs and soffits etc. Looking at pedestrian and cyclist access to property. Discussion around Ficus trees on DryDock side of property which have been treated for disease.

Motion to approve Committee Charters – As submitted for the following Standing Committees authorized by the Board in the Resolution dated February 28, 2024:

1. Amenities Committee
2. Architecture Review Committee (ARC)
3. Insurance Committee
4. Landscape & Grounds Committee
5. Technology Committee

Moved by Karen, seconded by Dave. All approved.

5. **Approval: Recommendation of Landscape & Grounds Committee to revise contract with Grants Garden** – \$1350/month increase to Grants Garden - compete clean-up of dead and dying vegetation monthly. Will work with Michael to ensure that work is not wasted. Intent is 12 months contract with 30-day cancellation.

Motion: As recommended by the Landscape & Grounds Committee – to approve a revised landscape gardening contract with Grant's Gardening which expands coverage to include a 3-person crew visit once a month to perform trimming and detail work. Revised contract increases annual expense by \$16,200 annually.

Moved by Rick seconded by Dave. All approved.

Tangerine Bay Club Association Inc.,

A Not-For-Profit Corporation

Minutes of The Meeting of The Board of Directors

Wednesday, April 17, 2024

- 6. Approval: Recommendation of Amenities committee to: Revise TBC Rule XXV which pertains to Fitness Room protocols** -- Jeff provided background and context for proposed change to regulation and return to open access consistent with pre-Covid regulations. Committee desire to align fitness room access with concept of community asset, restore opportunity for socialization with multiple users, and allow maximum flexibility for use by all owners and resident guests. Significant discussion ensued with both positive and negative comments provided.

Motion: As recommended by the Amenities Committee – set forth in attached proposed rule -- to revise TBC Rule XXV as it pertains to Fitness Room protocols.

Moved by Mike, seconded by Andy. All approved.

- 7. General Managers Report** - Deferred.
- 8. Open Session** – No owner questions.
- 9.** Move to adjourn by Mike seconded by Dave. Meeting ended at 3:55.

Jeff Spalter, Secretary, Tangerine Bay Club Association Inc. Board of Directors