

CURLEW LANDINGS

Dock Owners' Association

Annual Members Meeting Minutes (via ZOOM)

Meeting: October 29, 2020 & November 10, 2020

Directors Present: Jim Beaty, Dana Windhorst, Robert Megiel, Ed Land, David Newman

Document Date: November 16, 2020

Author: Jim Beaty – Secretary / Treasurer

Call to Order

The Annual Members Meeting was called to order on October 29, 2020 at 7:06pm and was recessed that evening at 9:40pm. This recess allowed for a 10-day voting period for dredging to conclude. The Annual Meeting was resumed on November 10, 2020 at 7:00pm and recessed that evening at 8:10pm. This recess allows for a 90-day voting period for Bylaws and Covenant changes to conclude, as the proxies for the meeting called to order on October 29, 2020 are valid for 90 days from that date. The 90 day period expires at midnight on January 27, 2021. The Annual Meeting will be resumed again on January 28, 2021 at 7:00pm, after the 90-day voting period concludes for the purpose of tallying the votes (proxy votes and votes during the Oct 29 meeting) on the proposed amendments to the Bylaws and Declaration of Covenants, and adjournment.

These meeting minutes combine the record of the business of the October 29 and November 10 sessions of the annual members meeting.

Proof of Meeting Notice

A notarized *Affidavit of Mailing of Notice to Owners* is presented in Appendix A.

Certify Proxies and Establishment of Quorum

There were 40 Members represented when the October 29 meeting was called to order (28 by written proxy and 12 in attendance), so a quorum was established. And additional ____ proxies were certified during the 10-day window for additional written assents for the vote on the dredging special assessment (see below).

MOTION PASSED: Quorum was established.

Review and Approval of Last Meeting Minutes

MOTION PASSED: The 9/22/2020 Special Members Meeting Minutes were approved.

Treasurer's Report & 2021 Budget

Jim reviewed the outlook for 2020 and the 2021 Proposed Budget, which are presented in Appendix B. The 2021 Proposed Budget does not include dredging or a dredging assessment as votes had not yet been tallied.

MOTION PASSED: The proposed 2021 Budget was adopted. It can be updated with offsetting dredging assessments and dredging spending at the next Board Meeting.

Secretary's Acts and Corporate Affairs Report

Jim reviewed the Secretary's Acts and Corporate Affairs Report, which is presented in Appendix C.

Dock Maintenance Officer's Report

Mike Brooker (DMO) reviewed top-line priorities for deck repair. These included:

- Eliminating trip hazards
- Eliminating remaining electrical code violations (Member's responsibility)
- Gate repair / keypad locks

Election of Directors

One Director term expired as of this meeting, that of Jim Beaty. Bill DeMarse volunteered for this open Director position. This self-nomination was seconded and Bill DeMarse was elected by proclamation due to being the only candidate (no secret ballot, therefore, was required).

MOTION PASSED: Bill DeMarse elected by proclamation as Director on the Dock Board.

Old Business

- The sidewalk near the East Gate continues to be a tripping hazard. Ameritech has been "waiting for a bid to repair" since July 2020! (Open)
- Loggerhead Marine had been selected to install missing Tie-Piles, but scheduling may slip until after the holidays. (Open)
- Mike Brooker has repaired/replaced all missing finger pier planks. Thank you Mike!!! (Closed)
- Following the electrical system upgrade earlier in 2020, code violations of various slips were identified, and the Owners/Members were given a timeline to fix them. Not all repairs have been conducted, and Mike Brooker (DMO) will follow-up with the Members in question. (Open)

Members Votes on Revision of Bylaws/Declaration of Covenants

[Note: there is a 90-day window to receive votes for these, and voting results shown in this report represent the vote tally as of November 8, 2020. Voting will remain open until January 27, 2021]

A key 2020 priority for the Dock Board has been revision of the Bylaws and Declaration of Covenants. There had been much discussion in previous meetings about specific items that could/should be revised, resulting in a formal recommendation of 7 changes.

The following is a brief explanation of these proposed changes along with ***the voting results as of 11/8/2020 [voting remains open until 1/27/21]***. ADDITIONS INDICATED BY UNDERLINE, DELETIONS INDICATED BY STRIKE THROUGH, OMISSIONS INDICATED BY ELLIPSIS

Notice of Meetings (Bylaws, Article III, Meetings of Members, Section 3)

This is a housekeeping amendment. Changing our meeting notice requirement from 10 to 14 days will bring our Bylaws up to date with newer guidance from the State of Florida. Regarding the second aspect of the amendment: while current law allows the association, with the current language of this section, to convert to electronic communication as we have now done with the majority of members, the addition of the electronic delivery wording clarifies it.

Article III, Meetings of Members, Section 3, Notice of Meetings, of the Bylaws, shall be amended to read as follows:

Section 3. Notice of Meetings. Written notice of each meeting of members shall be given by, or at the direction of, the secretary or other person authorized to call the meeting, by mailing, or otherwise electronically delivering for those members that have consented to receiving electronic notice, a copy of such notice, postage prepaid, at least fourteen (14) ~~ten (10)~~ days but not more than forty-five (45) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the association, or supplied by such member to the association for the purpose of receiving notice. Such notice shall specify the day, hour, and place of the meeting, and in the case of a special meeting, the purpose of the meeting.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	26
YES	45
NO	1
Did Not Vote	4
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Quorum (Bylaws, Article III, Meetings of Members, Section 4)

Another housekeeping amendment. The Florida statute standard for a quorum for our association meetings is 30 percent. Amending the current quorum requirement will allow essential business to be conducted with a smaller turnout. All votes for special assessments, and for increases of annual assessments more than 15 percent, will *still* require the affirmative votes of a majority of members (26 of 50), so this *will not* lower the bar for any monetary assessment impacts on the members. Amendments to the Declaration of Covenants will still require a ¾ vote (38 votes out of 50).

Article III, Meetings of Members, Section 4, Quorum, of the Bylaws, shall be amended to read as follows:

Section 4. Quorum. The presence at the meeting, in person or by proxy, of members entitled to cast thirty percent (30%) ~~a majority~~ of the votes of each class of the membership shall constitute a quorum for authorization of any action, except as may otherwise be provided in the declaration, the articles of incorporation, or these bylaws. If a quorum is not present at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	26
YES	37
NO	9
Did Not Vote	4
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Fire Insurance (Covenants, Article III, Assessments, Section 2, Sub-Section g)

The Declaration of Covenants has always required fire insurance coverage for the full replacement cost of the dock. As far as anyone can remember, this requirement has never been met. Fire insurance is very expensive and would certainly require a substantial increase in members' annual assessments in order to insure against a very unlikely event. The chance of a total loss of the dock to fire is exceedingly remote. This has been discussed at length and the Board feels it is more cost-effective to use maintenance reserve funds or a special assessment, if necessary, to repair any fire damage that might occur to our common property.

ARTICLE III, Assessments, Section 2, Purpose of Annual Assessments, shall be amended to delete Sub-Section (g) in its entirety as follows:

~~———(g) Fire insurance covering the full insurable replacement value of the dock areas with extended coverage.~~

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	38
YES	39
NO	8
Did Not Vote	3
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Notice and Quorum (Covenants, Article III, Assessments, Section 5, Notice and Quorum for Action Authorized Under Sections 3 and 4)

This Covenants amendment brings Section 5 of Article III into line with the quorum amendment to the ByLaws (second ByLaws amendment, above). The referenced Sections 3 and 4 refer to increasing annual assessments more than 15% over the previous year, and to special assessments (both require a vote of the membership for passage). This amendment also brings this section into accordance with Florida Statutes, which make proxies good for 90 days from the date of the meeting they are signed for.

ARTICLE III, Assessments, Section 5, Notice and Quorum for Action Authorized Under Sections 3 and 4, shall be amended to read as follows:

Section 5. Notice and Quorum for Action Authorized Under Sections 3 and 4. Written notice of any meeting called for the purpose of taking any action authorized by Section 3 or 4 shall be sent to all members not less than fourteen (14) ~~ten (10)~~ nor more than forty-five (45) days in advance of such meeting. In the event the proposed action is favored by a majority of the votes cast at such meeting, but less than the requisite majority of each class of members, members who were not present in person or by proxy may give their assent in writing within ninety (90) ~~ten (10)~~ days after the date of such meeting.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	38
YES	38
NO	9
Did Not Vote	3
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Advance Notice of Sale (Covenants, Article V, Restrictions on Resale)

The governing documents of the Dock Association have certain requirements for the sale of a dock slip, whether sold either as a part of or separate from the sale of a townhouse. These requirements include that all dock slip annual and special assessments are paid in full, and that the Buyer of the slip is a Curlew Landings homeowner. In addition, all dock slip sales must be reported to the Florida Department of Environmental Protection (FDEP). If the Curlew Landings residence associated with the Seller's dock slip does not have a current Homestead Exemption, a transfer fee must be paid to the FDEP. This fee is based on the value of the dock slip and has been \$160.50 per non-homesteaded slip sold for the past several years.

The Dock Association is responsible to assure that the transfer fee and all assessment debts are paid before ownership of a dock slip can be transferred. Sellers submit an Estoppel Letter (which we will post on the association web site to make it easier) to the Dock Association, enabling the Board to quickly determine if any of the requirements listed need to be addressed. This has mostly worked fine, but unfortunately slips are sometimes sold with the transfer fee and/or assessments still due, causing hardship for the unknowing Buyers as well as loss of revenues to the association.

ARTICLE V, Restrictions on Resale, of the Declaration, shall be amended to read as follows:

**ARTICLE V.
Restrictions on Resale.**

Every owner of a dock shall be required to sell, transfer or convey the dock to another owner of the Curlew Landings Subdivision. No dock may be sold, transferred or conveyed to any person who does not own a lot in Curlew Landings Subdivision. No dock shall be sold, transferred, or conveyed without the written consent of the Board of Directors and any sale, transfer or conveyance without the written consent of the Board of Directors shall be voidable by the Board of Directors. Any owner of a dock wishing to sell, transfer or convey his or her dock must notify the Board of Directors at least ten (10) days in advance of said sale, transfer or conveyance, on such form as may be required by the Association from time to time. The Board of Directors shall issue an approval or disapproval for the proposed sale, transfer, or conveyance and estoppel letter to notify the owner of any regular or special assessment fees which may be owed on the dock/unit and the amount of any transfer fee which may be applicable pursuant to the Sovereignty Submerged Land Lease or other applicable law in conjunction with said sale, transfer or conveyance. Any and all assessments and/or other transfer fees owed on the dock or resulting from the sale, transfer or other conveyance of the dock slip shall be owed by the seller and shall constitute a lien against the dock and the unit of the purchaser if not paid in full.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	38
YES	39
NO	8
Did Not Vote	3
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Electric Systems/Circuits (Article VI, Use Restrictions)

In February 2020, due to the hazardous condition of the electrical systems in a number of the slips, the Board passed a resolution to establish a policy of requiring that certain electrical work be done by a licensed electrician, and of requiring all electrical systems be kept up to code. This amendment codifies that policy as a Covenants requirement passed by the membership as a whole, rather than just the Board. It also eases the requirements by *removing* the resolution's requirement that owners obtain prior written approval of electrical work. On reflection, it was felt this is not necessary, that our association members' interest in this should simply be to ensure all slips are safe and up to code, and that, as long as that requirement is met, decisions on *what* work is to be done should be up to the slip owner. It is assumed that common sense will prevail.

ARTICLE VI, Use Restrictions, of the Declaration, shall be amended to add an entirely new Section 9, Electric Systems/Circuits, to read as follows:

Section 9. Electric Systems/Circuits.

- (a) All work associated with any individual Owner's electrical system/circuit shall be performed only by a licensed and insured electrician, except that replacements of parts that do not touch and concern the electrical components themselves and would not create an electrical fire hazard if improperly installed or maintained may be replaced by Owner. Owners are responsible to ensure that all electrical components and the electrical system/circuit servicing their dock meet with and remain in compliance with all current electrical codes and safety regulations at all times.
- (b) Owners are granted an easement for their electrical wiring and components on the common areas up to the electrical panel which is maintained by the Association for the benefit of all Owners and for purposes of maintenance and repair of same. This easement is conditional upon the Owners properly maintaining their electrical system/circuit and the components and wiring in compliance with applicable code and safety regulations and the Association may disconnect same where in violation of the rules and regulations set forth herein.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	38
YES	36
NO	11
Did Not Vote	3
Pass / Fail	

Liability Insurance (Covenants, Article VI, Use Restrictions)

This requires all members to ensure that a motorized watercraft in the member's slip is covered by current liability insurance. This is something that should have been in the Covenants from the beginning. This amendment makes it clear that the owner of the dock is responsible for ensuring any motorized watercraft, whether owned by the dock owner or by a renter (renters must live in Curlew Landings) is insured. This amendment also requires the policy to list Curlew Landings Dock Association as an "additional interest." An additional interest is a party listed on an insurance policy that has an "interest" in being notified whenever a policy cancels or has a major change made to it. There is no coverage afforded to an additional interest. For current policies it is a simple matter to call the insurance company to add the additional interest. As far as I am aware, no insurance company charges, or increases policy premiums, for adding an additional interest party. Your insurance company will require the address of the additional interest: Curlew Landings Dock Association, 2350 Bayshore Blvd., Dunedin, FL 34698.

ARTICLE VI, Use Restrictions, of the Declaration, shall be amended to add an entirely new Section 10, Liability Insurance, to read as follows:

Section 10. Liability Insurance. Dock owners shall ensure that any motorized water vessel in their dock is covered by a current liability insurance policy with the Association listed on the policy as an additional interest. Members are responsible for all injuries and damage to property caused by use or presence of boats in their docks.

A motion to pass this amendment was made and seconded, and the vote taken.

Votes Required to Pass	38
YES	40
NO	7
Did Not Vote	3
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Members Votes on DREDGING PROPOSAL

[Note: there was a 10-day window to receive votes (written assents in the form of the proxy) for this, and voting results shown in this report represent the vote tally as of November 8, 2020... the 10'th day]

Sediment issues and the need for dredging has been a topic in many prior Dock Board meetings. Most recently:

3Q-20 Quarterly Meeting (July 23, 2020): A motion was approved to contract with Gator Dredging to conduct an engineering study to identify sediment levels by location and provide options for sediment removal.

Special Members Meeting (September 22, 2020): Results of the engineering study reviewed and dredging options presented, and Board selected proposed option for Annual Meeting Member's vote.

Full Dredge

Dredge area includes 10' beyond current lease. (40' northward from dock)

All slips get to -2.5 of water at Mean Low Tide (including the extra 10')

Cost of \$142,663

Assessment of \$2,450/slip after \$20,000 contributed from Reserves.

Maintenance Dredge

Periodic removal of 300 cubic yards of sediment, particularly in the eastern ten slips

Helps maintain water levels in the eastern slips, and reduces sediment flow to western slips

Cost of \$600/year/slip, added to the annual assessment

Note: There was no motion for this anticipated vote, therefore no vote was taken. That no motion be made for this was recommended to avoid the additional financial impact on members during 2021, as funds for maintenance dredging would not be needed until early 2022. It is anticipated that an increase in the annual assessment to pay for maintenance dredging will be brought up for vote in the October 2021 Annual Meeting.

The Board once again reviewed the sediment issues, need for dredging, and the proposed option for voting.

There was much discussion during both the 10/29 and 11/10 meetings. Some Members voiced their support of the current dredging proposal. Others voiced their concerns. Top-line critique included:

- Not approving maintenance dredging made a full dredge less desirable
- Too much money
- The Attorney's counsel that dredging was a Board obligation felt questionable and coercive
- A full dredge must include collaboration with Pirate's Cove Marina.
- Concern that Gator would not really dredge out the extra 10' northward
- Concern that the eastern slips would simply fill-in quickly and that money would be wasted.
- Concern that Gator underestimated the amount of sediment to be removed and we could end up either paying substantially more money or getting substantially less available water at MLT
- Concern that Gator would increase the price of maintenance dredging

A motion for a special assessment, for dredging, of \$2,450 per slip, was made and seconded, and the vote taken.

The following are *the voting results as of 11/8/2020 [end of 10-day voting period]*.

Votes Required to Pass	26
YES	26
NO	20
Did Not Vote	4
Pass / Fail	PASS

THE ABOVE MOTION PASSED

Recess

The Annal Meeting was recessed at 8:10pm and will be resumed again on January 28, 2021 at 7:00pm, just prior to the Q1-21 Quarterly Board Meeting.

Appendix "A"

AFFIDAVIT OF MAILING OF NOTICE TO OWNERS

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The undersigned agent of the Association, whose name appears at the bottom of this affidavit, does swear and affirm that the Notice of the Members' Meeting of the Association to be held October 29, 2020, was mailed in accordance with the Bylaws of the Association and that said notice was mailed to each owner or owners at the address last furnished to the Association, as such address appears in the books for the Association.

CURLEW LANDINGS DOCK
ASSOCIATION, INC.

By: [Signature]
Dana Windhorst, Secretary
James Beatty

The foregoing instrument was acknowledged before me by means of ☐ physical presence or ☒ online notarization, this 19th day of October, 2020, by Dana Windhorst, as Secretary of CURLEW LANDINGS DOCK ASSOCIATION, INC., who is personally known to me or has produced _____ as identification.

[Signature]
NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



APPENDIX B 2020 Outlook & 2021 Proposed Budget

CURLEW LANDINGS DOCK ASSOCIATION

	2020 BUDGET	2020 OUTLOOK	2021 BUDGET
INCOME:			
DUES (PAST)	\$ 500.00	\$ 500.00	
DUES (CURRENT)	\$ 25,000.00	\$ 25,000.00	\$ 25,000.00
Late Fees	\$ 50.00	\$ 25.00	\$ -
Submerged Land Lease Fee (from non-homestead Seller)	\$ 802.50		\$ 802.50
Interest Income	\$ 20.00	\$ 10.00	\$ 10.00
TOTAL INCOME	\$ 26,372.50	\$ 25,535.00	\$ 25,812.50

EXPENSES:

Insurance			
Statewide Condo. (general liability / E&O)	\$ 3,401.00	\$ 3,311.75	\$ 3,401.00
Prosure Group (Board Member Bond)	\$ 138.00	\$ 138.00	\$ 138.00
Repairs & Maintenance			
Dock Repairs	\$ 1,000.00	\$ 2,018.65	\$ 5,000.00
Electrical	\$ 12,000.00	\$ 17,614.00	\$ 2,000.00
Dredging Study	\$ -	\$ 4,000.00	\$ -
Fire Safety (extinguishers / fire hose)	\$ 500.00	\$ 359.17	\$ 360.00
Professional Fees			
Legal Fees	\$ 5,000.00	\$ 3,913.00	\$ 2,000.00
Accounting & Tax Prep	\$ 415.00	\$ 315.00	\$ 315.00
Taxes			
Fla. Dept. Env. Prot. (submerged land lease fee)	\$ 802.50	\$ 963.00	\$ 802.50
Florida Dept. of State (corporation dues)	\$ 70.00	\$ 61.25	\$ 61.25
Office Expenses	\$ 150.00	\$ 600.00	\$ 600.00
Utilities (Electric)	\$ 1,100.00	\$ 1,100.00	\$ 1,100.00
Fees / Misc	\$ -	\$ 12.50	
TOTAL OPERATING EXPENSES	\$ 24,576.50	\$ 34,406.32	\$ 15,777.75

(+ / -) \$ 1,796.00 \$ (8,871.32) \$ 10,034.75

BALANCES

BANK ACCOUNT BALANCE \$ 36,423.91 \$ 46,458.66

if dredge contribution \$ (20,000.00)

remaining reserves \$ 26,458.66

APPENDIX C

Secretary's Acts and Corporate Affairs Report – 2020

Prepared by: Jim Beaty. Secretary/Treasurer. 10/29/2020

2020 Annual Meeting – January 28, 2020

MOTION PASSED The 2019 Annual Meeting Minutes were “Approved.”

MOTION PASSED The proposed 2020 budget was “Approved”.

MOTION PASSED Motion was “Approved” to survey tie pole replacement needs.

MOTION PASSED Motion was “Approved” to accept Sunrise’s quotation for the common dock area and commence as quickly as possible.

MOTION PASSED Discussion included the intent of the Board of Directors to promulgate a rule requiring the electrical service of all slips to meet current electrical code. This will be addressed in a future quarterly Board of Directors meeting. A motion was “Approved” to advise individual Dock Slip Owners of this plan so that those who wish to get out in front of this anticipated requirement may begin to plan for it

Special Members Meeting – February 24, 2020

Discussion and Vote on Electrical Systems/Circuits Resolution. As background, two motions were approved in the 1/28/20 Quarterly Meeting:

Common Dock Electric: Accept Sunrise Electric’s proposal and quotation to repair the common dock electric. Such work would be the responsibility of the Dock Association.

50 Individual Slip Electric: Promulgate a rule requiring the electric service of all slips to meet current code. Such work would be the responsibility of the Individual Dock Owners.

A Resolution entitled “Electrical Systems/Circuits” was drafted by the Association’s attorney. This document was reviewed.

MOTION PASSED: Accept the Resolution as-is , execute it with signatures, and provide notice to all Slip Owners

2Q-20 Quarterly Meeting – April 21, 2020

MOTION PASSED: Electrical Upgrade completed; item closed

MOTION PASSED: Consideration of Management Company rejected, item closed.

MOTION PASSED: Proceed with MRTA Notice of Preservation before year-end

MOTION PASSED: Quarterly BOD schedule is changed to 4th Thursday of January; 3rd Thursday of April, July and October.

3Q-20 Quarterly Meeting – July 23, 2020

MOTION PASSED: Contract Loggerhead Marine to install missing tie pilings

MOTION APPROVED: The CLDA MRTA Notice of Preservation Packet to be signed and recorded

MOTION APPROVED: Sign contract with Gator Dredging to conduct the Engineering Study/Plan

Special Members Meeting – October 16, 2020

A motion was made to amend the Bylaws to change the Annual Members Meeting to the October preceding the year in question. This enables the Board to approve an appropriate budget and to collect annual assessments in January as the Bylaws dictate.

There were sufficient YES VOTES, in person and by proxy, to approve this motion.

MOTION PASSED: Set Annual Members Meeting to October.