



Winding Cypress Homeowners Association Board of Directors
May 16, 2023, 6:00 PM
Special Members' Approved Meeting Minutes

Location: 7180 Winding Cypress Drive, Naples, Florida – Amenity Center (Event Room)

Meeting Called to Order: The meeting was called to order by President Powell at 6:00 PM.

Proof of Notice: John Roland confirmed the meeting was properly noticed according to the state statute (see attached).

Establishment of Quorum: All board members present - William "Bill" Powell, Bill "BC" Bell, Dr. Michael Boriss, Kay Ballard, Steve Shedd (also present: Steve Harshman, Seacrest Regional Manager, John Rowland, Property Manager, Jade McKim, Asst Property Manager. 400 proxies attained (electronic and hard copies). 30% required quorum met.

Disposal of Minutes of the last Members' meeting: There were no minutes approved.

Officer Reports: There were no officer reports on the agenda (the business at any Special Members' meeting shall be limited to the items specified in the notice of meeting).

Committee Reports: There were no committee reports on the agenda.

Unfinished Business: There was no unfinished business on the agenda.

New Business:

- A. Discussion and vote on the proposed amendment of Sec 14.3 of the Declaration of Covenants, Article VIII, Section C of the Articles of Incorporation, and Section 9.3 of the Bylaws.
 1. Bill reiterated what the threshold vote is about, why it's important, and the challenges the HOA faces in making changes. Bill read a statement (see attached).
 2. BC said 400 member households have voted. 8 out of 10 voted "yes". We are 195 votes short of the 511 yes votes required.

Member Comments, Opinions, Questions RE Agenda Item(s):

No owner comments.

Action Item(s):

- A. Vote: A motion was made by Mike Merola to extend the voting window. Motion was seconded by Jayne Shedd. Majority of members present agreed (demonstrated by show of hands).

General Member Comments, Opinions, Questions:

- A. "How many votes per household?" BC: one.
- B. "The documents we want to amend; what does that encompass? I've seen changes, like the gate guards, that was not a vote." BC: Long-term landscaping and access company contracts are decided by a board vote, and we do that in front of you. The board can't change anything that's spelled out in our governing documents; that requires the community to vote, and 511 must vote yes.

Adjournment: There was no adjournment, as the vote was not completed, but extended. The Members' Meeting will reconvene within 90 days. Meeting "ended" at 6:18 P.M.

Respectfully submitted,

Signature:



Dr. Michael Boriss, Board Secretary