

Winter Haven Christian Center, Inc. Special Meeting – March 31, 2025

Ben Walls called for a Special Meeting of stockholders, to take place March 31, 2025, at the Annual Meeting held on March 3, 2025. Ben called the Special Meeting to order at 9:15 am. The board members present were Ben Walls-President, Gary Roth-Vice President, Mari Docusen-Secretary, Donald Smith-Director, and Larry Schindel-Director. Larry Hammond and Jim Pickett were unable to attend. Ben W. called for the Quorum from Don Smith, Election Committee Chairperson. There were 55 stockholder units present and 17 absentees, totaling 72 out of 129, which is 56%. This fulfilled the 30% requirement of 39 stockholders for a quorum.

Ben W. noted that everyone had received an agenda which stated that the priority for the meeting which was to vote on the three Amended and Restated Revitalized items in our CCR's and By-laws. However, in unfinished business, Ben shared that the Annual Financial Report from the Annual Meeting on March 3, 2025, had not been accepted and voted on during the meeting. Karl Ehresmann, lot 9, made a motion that it be accepted as presented and David Korhonen, lot 129, seconded the motion. Ben asked for a show of hands to vote for approval of the report and the stockholder vote was unanimous.

Ben W recognized Don Smith as the Election Committee Chairman. Don S recognized the tellers for the Special Meeting. Head Teller was Diane Laabs and Assistant Head Teller was Karen Beggs. Tellers were Bob Cramer, Denise Smith, Jeff Laabs, Terry Hammond, Rick Smith, Sue Ehresman and Madeleine Elliott. Ballots will be signed for by lot after the ballot discussion.

Ben asked Larry Schindel to present the ballot items and lead a discussion before the vote. Larry explained that a copy in full of all the documents and wording to the amendments had been sent out to the stockholders on March 17, 2025. He read the three ballot items and expanded on the reasoning behind each of the amendment proposals. Larry opened up the floor for questions or comments. There were several questions related to the reasoning for the required name and lot number of the stockholder on the ballot. Larry explained that our legal firm, Clayton & McCulloh, has advised us that due to the fact that the ballot contains an amendment for items pertaining to "leasing of property" the ballots would need to be assigned to a stockholder with name and lot number. This will insure no lot has more than one vote. It will also be filed in the stockholder file in case of any legal issues pertaining to leasing in the future. The governing documents of Winter Haven Christian Center only require a secret ballot for election of officers. Larry assured the stockholders that this will not be a regular practice going forward, but at the advice of our attorney this specific ballot does require a name and lot number this time. There were also questions about how the items pertaining to "leasing" would be handled with any stockholder voting against the amendment. Molly B shared that if the amendment passes, it would become part of the governing documents for Dove's Rest. Those who choose to lease their properties will be asked to follow the rules and processes to do so. Our goal in this process has been to provide guidelines and documents for leases that help protect the corporation, the community and the stockholders. Because each stockholder and their lessors are owner-to-tenant agreements, we cannot tell you how a "no" or "yes" vote will affect every situation. Larry S shared, "The Board of Directors are not attorneys, and we cannot advise as to Statute rights or requirements. We are not specialists in Community Association Law." An issue involving "leasing" may have to be addressed individually by the owner with an attorney. All votes for this ballot will be retained in each personal stockholder file and follows the stockholder, not the lot. After no further questions, the stockholders were instructed to pick up and sign for their ballots by lot. The ballots were completed and submitted to the teller committee.

Don Smith gave the voting results for the ballot. (Each amendment needed 2/3 present and voting = 48 votes to pass)

- A. Amendment to Amend and Restate the Declaration including substantial rewording of Articles 1-15 and adds new article 17. Votes were 62 for and 8 against. The amendment passed.
- B. Amendment to Amend and Restate the Declaration and substantial rewording of Article 16. Votes were 63 for and 7 against. The amendment passed.
- C. Amendment to Amend and Restate Revitalized By-laws
Votes were 61 for and 9 against. The amendment passed.

Ben thanked the stockholders for coming and making their vote count. The meeting was adjourned at 10:15pm.
Respectfully Submitted,

Mari Docusen, Secretary
Molly Buccafurni, Recording Secretary