



Windover Farms Community Association  
P.O. Box 658  
Titusville, FL 32781  
[www.windoverfarmshoatitusville.com](http://www.windoverfarmshoatitusville.com)

## Annual Meeting Minutes

2\_01\_2025

### **I. Call to Order**

Meeting was called to order by President Randy Wilhite at 12:00 p.m. at the Titusville Civic Center. President Wilhite chaired the meeting. No attorneys for the HOA were in attendance.

### **II. Roll Call and Quorum Evaluation**

Board members present: President – Randy Wilhite, Vice President – Joy Bryant, Secretary Susan Alderfer and Director at Large Jenny Ramia-Ramos. Absent due to illness was Treasurer Sue Langin.

30 members of Windover Farms Community Association were in attendance in person. Director Ramia-Ramos reported 152 votes for quorum purposes were collected through the new electronic voting process over the month long period the new electronic voting was open to the members. The January 2025 By Laws require a quorum of 20% of the total 403 voting lots which comes to 81. The electronic votes total 152 votes for quorum exceeding the required 81 votes for a valid Annual General meeting. The Annual Meeting may legally proceed.

### **III. Meeting Notification**

Paragraph 6C of the By laws requires 14 days notice of the annual meeting. Such notice was provided to each member on December 19, 2024 via email or US postal service first class mail. Notice of the Annual meeting was also posted on the WFCA website [www.windoverfarmshoatitusville.com](http://www.windoverfarmshoatitusville.com) and physical signs were posted along Windover Way and outside the Titusville Civic Center.

### **IV. Previous Meeting Minutes:**

Motion was made and seconded to waive reading the previous meeting minutes. A vote was taken on this motion and the motion was carried with a majority vote. A copy of 2024 Annual meeting minutes was made available to the two dissenting voters.

### **V. 2025 Annual General Membership meeting topics**

No election - The current board members each hold two year terms of office that expire in February 2026. Therefore there is no election at this year's annual meeting. Each Director and Committee Chair then briefed the members on developments since the last annual meeting.

**VI. Electronic Voting**

- a. Director Ramia-Ramos reported out on the new electronic voting capability. The annual membership meeting afforded the board the opportunity to test out the voting capability with a simple vote for the purposes of attaining a quorum. The result was 152 votes for purposes of attaining a quorum from the 299 members consenting to electronic communication.
- b. There were several members that questioned why selections were not provided. Director Ramia-Ramos clarified that this test case was a simple response scenario to be counted for proxy and that in the future each member will have all options presented when voting on a future topic.
- c. Director Jenny Ramia-Ramos offered to provide assistance to any member who needed help with the electronic voting process.

**VII. Budget Report**

- a. President Randy Wilhite reviewed the budget report in lieu of Treasurer Sue Langin due to an unexpected illness.
- b. The 2025 Bylaw enabled consolidation of accounts which will greatly simplify the handling of assessments. The total of the combined recreation and association accounts are \$16,802.51 whereas the contingency is \$49,334.29 as of 31 December 2024
- c. President Wilhite reviewed the expenses in 2024 touching on several line items to expand on the elements included within that accounting line or highlighting items improved throughout 2024.
  - i. Accounting – \$3,575 items such as ongoing audits, checks as a responsibility of the accounting firm
  - ii. Mailings – \$1,304 expenses for mailouts are reduced from the projected expenses of \$2,385 by the introduction of the consent for electronic communication.
  - iii. Meetings – \$1,327 expenses included the 2024 annual meeting expenses for both the hotel and the sheriff monitors.
  - iv. Legal - \$8,724 expenses were down from 2023 \$10,741. The Board has switched from the large firm initially employed in spring of 2024 to a local firm which has improved both response time and reduced current and projected expenses.
  - v. Over Payment - \$731 are the expenses necessary to refund and document any assessments received in error such as a home that was erroneously included in the HOA when in fact the home was in unit 2. These home owners were due a refund.
  - vi. Returned Checks - \$174 was an administrative error and has been corrected.
  - vii. Insurance - \$14,377 included all insurance required by the HOA
  - viii. Lawn Maintenance - \$8,100 ground upkeep for the park, north entrance and the Addison Canal guard rails
  - ix. Net Income – (\$20,677) the HOA has a negative net income for 2024.

- x. Income included \$1,023 in donations, \$4,000 in estopple fees and \$2,418 in legal fee reimbursement. Also donated were 10 rolls of 100 USPS forever stamps.
- xi. A member asked what is the expense for the Titusville Civic Center for this year's annual membership meeting and President Wilhite answered \$420.

#### **VIII. New HOA website.**

- a. Secretary Alderfer overviewed the impact of our new HOA website.
- b. The new HOA website – [www.windoverfarmshoatitusville.com](http://www.windoverfarmshoatitusville.com) allows full control over content posting, streamlines processes, and enhances communication between residents and the board.
- c. Website metrics since the launch of the website
  - i. 12,533 site visitors
  - ii. 292 lot owners representing 312 lots have signed up for email notices
  - iii. 26 bookings for Long Lake Recreational Area
  - iv. The Windover Farms website is now one of the top-performing HOA websites
- d. Looking ahead – Secretary Alderfer reminded everyone that the Board wants to hear from the members
  - i. What additional resources would you like to see?
  - ii. What suggestions do you have for improvement?
  - iii. How can we continue to make this an even better experience for you?

#### **IX. Park Management**

- a. Vice President Joy Bryant briefed the Board's approach to reducing Park expenses by revisiting the heavy hitters on the 2023 budget line items. The Board tackled four line items that had a total 2023 budget of \$32,562 – Water, Electric, Insurance and Lawn Maintenance resulting in an expense of \$25,384 representing a 22% decrease for these line items in 2024.
  - i. Water – 2023 \$922 vs 2024 \$715. The board added a lock to the hose bibs throughout the park to address mid summer spikes on summer usage in 2023 that could not be explain by reservations of the park. The water bill has been reduced for 2024 to \$715.
  - ii. Electric – 2023 \$2,482 vs 2024 \$2,192 . The board turned the breaker off for the lights to the parking lot as the park closes at dusk and is not required for member usage.
  - iii. Insurance – 2023 \$17,107 vs 2024 \$14,377. The board re-competed the insurance with two providers including the existing underwriter. Four common coverages are necessary to protect the members from risk exposure. These coverages are 1. General Liability, 2. Directors and Officers (D&O) insurance, 3. Crime insurance and 4. Property Insurance.
    - 1. General Liability – A significant deficiency was uncovered through the quoting process. The HOA was not carrying general liability for the park areas with the exception of the pavilion and restrooms. General liability

is calculated based on the number of homes in the HOA which had modestly increased since last year's insurance and was an expected minimal increase. However, the courts, playground and 5 acre park were not covered and represent a significant coverage shortfall. The coverage now includes the general liability for 369 homes, pavilion, courts and 5 acre park.

2. Directors and Officers (D&O) insurance – D&O insurance provides coverage for actions and decisions of board members and officers of the association. The HOA coverage of D&O was sufficient in 2023 and was continued in 2024.
  3. Crime insurance – A minor deficiency was discovered in the amount of crime coverage. The HOA was not carrying the amount of coverage required by the Florida Statute. The Board had to increase the coverage to \$100,000 at an incremental cost of \$586.
  4. The General Liability, Directors & Officers and Crime covered was increased to the appropriate levels for the HOA and the price increased commensurately to \$12,069 versus the previous \$10,470 for 2023.
  5. Property insurance - 2023 \$6,636 vs 2024 \$1,720. Maintaining the previous coverage was quoted at \$7,074. The Board decided to reduce the property coverage to offset the Liability coverage increases. The coverage was reduced to wind on the pavilion and restrooms only and self-insured on the tennis and racquetball court. This reduced coverage was quoted at \$1,720.
  6. Total insurance cost – 2023 \$17,107 vs 2024 \$14,377
- iv. Lawn Maintenance – 2023 \$12,050 vs 2024 \$8,100. The board re-competed the lawn service with the same SOW plus weed eating the Addison canal guard rails and was able to select an experienced provider while yielding a more competitive price.
- b. The last heavy hitter addressed by VP Bryant was the 2024 line item for Park Maintenance of \$13,119. This line item includes minor elements such as new swing set attachment links, purchase of a legally required NO TRESPASSING sign and repair of both restroom cipher locks. The driver for the Park Maintenance was a new roof for the racquetball court including four skylights necessary for the enclosed building for a competed price of \$11,600.

#### **X. Updating Governing Documents**

- a. President Wilhite reviewed the three charters the Board received from the members when they were elected in February of last year.
  - i. Stop all future foreclosure actions against member properties solely for non-payment of annual assessment
  - ii. Improve communications with the members – addressed by the email communications project and the new website project.
  - iii. Produce new governing documents

- b. Earlier in the meeting Secretary Alderfer briefed the members on the email communications which has not only speeded up communications with the members but also saved considerable money in postage and materials such as paper and envelopes.
- c. President Wilhite reviewed the changes to the By-Laws completed on January 4<sup>th</sup> of 2025 with the enactment of the new By Laws. He summarized some of the important changes to the By Laws.
  - i. The board is now required to respond to written or emailed member questions within 10 days.
  - ii. The HOA budget is now consolidated into one unified budget which greatly streamlines bookkeeping and accounting.
  - iii. The annual meeting was moved to noon on the first Saturday in February of each year rather than 7 pm on a Tuesday night.
  - iv. Lower thresholds for quorum requirements were implemented.
  - v. The HOA now has its first ever written election procedures
  - vi. Vacancies on the board are required to be announced for at least 30 days to allow members to volunteer.
  - vii. Prohibits more than one member of a household from serving on the board of directors at the same time.
- d. President Wilhite also reviewed the actions undertaken for the CC&R revision. Over a six month period new CCRs were drafted by the documents revision committee, reviewed by the board and provided to the members for a 40 day long review and comment period. The CCRs were again revised as a result of member comments and submitted to the association attorney for a complete legal review which is now underway. The Board hopes to have the new CCRs ready for a vote in early March 2025. The Board expects the vote on the new CCRs will be a multi-month long process using email, electronic voting and mailed ballots. To adopt the new CCRs requires approval by two-thirds of the total voting interests of 403 lots which come to 271 votes.
- e. President Wilhite summarized some of the significant proposed changes to the CCRs
  - i. Where possible, adopt the standards of Brevard County Code of Ordinances on things like vehicle parking, fences, outbuilding size and location requirements and parking of RV's of all descriptions
  - ii. There are new restrictions on short term rentals to prevent a house from becoming an "Air B&B Party house" with heavy traffic, noise and parking issues.
  - iii. An outright ban on foreclosure against any property solely for nonpayment of annual dues. The primary enforcement tool is applying a lien and possible referral to a collection agency and possible impacts of adverse credit reporting information.
  - iv. An increase in the annual dues from \$75 per year to \$100 per year.
  - v. Allowing the board to increase the annual dues by up to 15% for any given year but requires any such increase to be voted on by the majority of the members in attendance at an announced meeting. Restricts these increases to no more than three years out of the most recent five year period.

- vi. Allow the CCRs to be amended by a majority vote of 50% plus 1 of the members in the future rather than the current two-thirds of the total voting interests.
- vii. President Wilhite asks the members to consider that creating new CCRs is a balancing act. The Board asks that when you receive the new CCRs for voting, that you make your decision on whether or not to support adopting them with the good of the community as a whole in mind.

**XI. Events Committee**

- a. Dolores Passarella, Chair of the Events Committee briefed the activities of the year – Easter Egg Hunt, Spring Community Yard Sale and Christmas decoration contest. This year's Christmas decoration judging was performed by a large contingent with multiple age groups represented.
- b. Dolores notes that Fall yard sale had to be cancelled due to safety concerns caused by the yard debris from the hurricane.
- c. Dolores commented that the committee welcome suggestions from the members on events.
- d. President Wilhite commended Dolores and the committee for being able to continue the community involvement on an extremely frugal budget.

**XII. Design Review Committee**

- a. Frank Rowe, Chair of the Design Review Committee briefed the activities of the year
- b. 8 Projects were submitted
  - i. Each project is reviewed and the site is walked by the DRC. Recommendations are provided towards permitting for those projects that would require permitting by the county.
  - ii. All 8 projects were reviewed, walked and subsequently approved.

**XIII. Open Forum-** After a 15 minute comfort break the meeting reconvened and the floor was opened to member question and comments.

- a. Proposed CCRs
  - i. Kelvin Pinero expressed his concerns over the proposed CCRs restriction for short term rentals to a minimum of 6 months or twice within a year. Kelvin commented that he owns two adjacent properties and has been renting his properties for short term rentals for ~~in~~ the past 15 years and has not had any issues. Kelvin further commented that he took exception to the characterization of a short term rental as a party house stating that individuals renting a house for 2 weeks at a time had no intention of partying for two weeks. Mr Pinero stated that most of his rentals are long term rentals and he collects the monies ahead of time in either case. Mr. Pinero requested that the CCR be relaxed to allow a shorter rental period. When asked what time period he currently rents he responded with 1 week.
  - ii. David Seaton stated that he agreed with Mr. Pinero's comments.
  - iii. Mr. Pinero added that it was his understanding that the intention of the revised CCRs was to simplify and yet the 6 month period was an added complication that made short-term rentals unviable. Mr. Pinero expanded further that if this

restriction was not relaxed he was going to vote for disapproval of the proposed CC&R and was going to encourage other members to do the same.

- iv. Mr. Pinero commented that in addition to the short term rental restrictions there were other elements of the proposed CCR that pose risk to the HOA such as allowing home businesses, nonprofit dog breeding facilities, and mechanical repair.
- v. Mr. Pinero requested that the restrictions on short term rental periods be reduced and the other exceptions be reviewed for the good of the community.
- b. Racquetball Court door is locked.
  - i. Mr. Pinero requested a key to the racquetball court
  - ii. Stephen Foster suggested adding a combination lock to the racquetball court.
  - iii. VP Joy Bryant took an action to find a combination lock that will work with the securing door installed on the exterior of the building.
- c. Social media meeting
  - i. Steve Foster requested that the members be polled on their preferences for adding social media options for future meetings excluding Zoom
  - ii. Answer – President Wilhite committed to put that question to the members.
- d. Fishing on the Lake
  - i. A member asked if fishing was allowed on the lake between 7350 and 7490 Windover Way.
  - ii. Answer – Fishing by the general public is not allowed on the lake as it is a combination of personal and business property. Member was advised to notify law enforcement of trespassing and possibly posting NO TRESPASSING signs .
- e. Closing of the North entrance
  - i. Mark and Carolyn Padfield asks if the association would consider closing the north end of Windover Way. They commented that the closing was anticipated in the original building of Windover Farms when a majority of the homes were built.
  - ii. President Wilhite explained that the county maintains the roads and the HOA is not allowed to close the north end of Windover Way.
  - iii. David Seaton commented that he used the north exit of the community each day.
  - iv. President Wilhite went on to clarify that we had contacted the County sheriff to address the speeding on all locations of Windover Way. On one occasion the County did have officers monitoring speed with radar yet further monitoring has not been accomplished since Mr. Wilhite made the request.
- f. Black Cat Coffee thank you. The entire Board of Directors and members in attendance thanked Mindy Elfand, the owner of Black Cat Coffee, who generously donated coffee service for the meeting.

#### **XIV. Adjournment**

Meeting adjourned at 2:00 p.m. Next meeting will be a Board of Directors meeting at the Long Lake Recreation Area pavilion on the first Saturday in March at 10:00 AM.