
From:
Sent: Wednesday, April 16, 2025 11:35 AM
To: liz@grandlandingshoa.org
Subject: RE: Concerns Regarding Membership Meeting Notice and Bylaw Changes

Liz,

I wanted to point out a couple of important details regarding the proxy form that was distributed:

- Incorrect Meeting Designation – The form references this as the Annual Meeting, which is not accurate. It's important that the correct meeting type is reflected on the form to avoid any confusion or misrepresentation.
- Proxy Limit Clarification – There is no accompanying notice to members that, per Florida Statute and our governing documents (CC&Rs), no individual, including the Secretary of the Association, if they are also a member, may carry more than five proxies. This is a critical point that should be clearly communicated to ensure compliance.

In our current bylaws and Florida Statutes (specifically Florida Statute 720.306(8)), the limit on how many proxies a person can hold does apply to all members of the association, including officers like the Secretary, if they are also homeowners or members of the HOA.

Here's how it generally breaks down:

- The 5-proxy limit is designed to prevent any one person from controlling an HOA vote disproportionately.
- If the Secretary is also a member (meaning they own property in Grand Landings), they are subject to the same proxy limits as any other member.
- The Secretary's role as an officer (such as recording meeting minutes or facilitating logistics) does not override the proxy rules tied to their status as a member.

What matters:

- If the Secretary is not a member (e.g., a third-party hired to fulfill secretarial duties), then the proxy rule would not apply, since they wouldn't have voting rights at all.
- But if they are a homeowner or official member of the association, they cannot carry more than 5 proxies, regardless of their officer title.

Please let me know if there are plans to revise the proxy form or send a follow-up clarification to members and if I can help generating any documents.

Thanks!

From:

Sent: Monday, April 14, 2025 9:34 PM

To: liz@grandlandingshoa.org

Subject: Concerns Regarding Membership Meeting Notice and Bylaw Changes

Dear Liz,

I hope this message finds you well. I'm writing to express several concerns regarding the upcoming Membership Meeting and the recent handling of the bylaw changes and related documentation.

Firstly, I am concerned that the method of delivering the meeting notice and associated materials may not comply with Florida law. Delivery, in a legal sense, typically does not mean hand-delivery by a member of the HOA to each home—especially considering that not all properties are owner-occupied. This practice introduces uncertainty about whether every member received proper notice. As you are aware, the burden of proof lies with the sender, which is why we previously asked homeowners to sign for package deliveries. If you hand a piece of mail to the post office, the post office then bears the responsibility of delivery and maintains the requirements of our current covenants, bylaws, and applicable state laws. Without a verifiable and accountable delivery method, compliance remains in question.

Secondly, the bylaws distributed to members have since been modified. Even seemingly small changes in wording can have significant implications for interpretation and enforcement. Simply posting a notice on a website does not comply with notification to all members, unless they have opted to accept digital consent. Moreover, not all necessary changes have been addressed, and the list of revisions provided does not appear to be comprehensive. To solidify that point, there are additional sections that still require attention—specifically Section 7.2, as the current rewrite does not follow a logical or coherent structure and needs further review.

Additionally, I'd like to raise an issue with the use of the proxy ballot. A proxy is intended to authorize another individual to vote on a member's behalf—not to pre-approve specific bylaw amendments. The current proxy form seems to suggest that the proxy holder is simply endorsing the proposed changes as-is. This could create a significant problem. If the bylaws are discussed and amended during the meeting—as often happens—the proxy vote might no longer reflect the true intent of the member, particularly if the final language differs from what was originally proposed.

Given these concerns, perhaps the Board should consider rescheduling the Membership Meeting to ensure the proposed bylaws are complete, thoroughly reviewed and approved by the Board, and properly released for membership consideration. This would provide the necessary time to ensure all legal requirements are met, the documentation is finalized and accurate, and the process remains transparent and fair for all members.

Thank you for your time and attention to this matter. I look forward to your response.