

Amended and Restated Board Meeting Resolution

BOARD RESOLUTION ON ESTABLISHING MEETING POLICY

WHEREAS,

- The Board of Directors of Dadeland Walk Association is responsible for ensuring orderly, efficient, and productive meetings.
- Florida law permits members to audio and/or video record board meetings under specific conditions, and the Association seeks to establish clear guidelines to ensure compliance while maintaining decorum.
- The lack of formal policies on meeting conduct, speaking procedures, and recording usage has led to the need for standardized regulations to prevent disruption and ensure transparency.
- It is in the best interest of the Association to promote an environment where all members can participate in discussions respectfully and without intimidation or disorderly conduct.
- The Board has a fiduciary duty to act in the best interest of the Association and its members, which includes protecting the integrity of board meetings and ensuring they are conducted professionally.
- Excessive disruptions, unruly behavior, or the unauthorized dissemination of recordings may create legal and reputational risks for the Association.
- The right to record board meetings should be exercised in a manner that does not interfere with the ability of directors and members to communicate effectively and conduct business.
- Unregulated recording and dissemination of meeting content could lead to selective editing, misrepresentation, or violation of members' privacy, making it necessary to impose restrictions on public distribution.
- The Association seeks to foster a constructive and inclusive environment where all members have equal opportunities to express concerns and participate in discussions within reasonable limits.
- Clearly defined speaking procedures will help maintain order, ensure meetings run efficiently, and allow all voices to be heard within the allotted time.
- The Association recognizes the importance of providing an opportunity for open dialogue while also ensuring that board meetings remain focused on agenda items and governance matters.
- Establishing a formal meeting policy will provide consistency in operations, protect the rights of all members, and help mitigate potential conflicts and misunderstandings.

RESOLVED:

The Board of Directors hereby adopts the following policies for all Board meetings, effective immediately:

1. Right to Record

- Members are permitted to audio and/or video record board meetings in compliance with Florida Statutes.

2. Notification Requirements

- Members intending to record a meeting must provide written notice to the Board at least one (1) day in advance before the scheduled meeting start time.
- Blanket or “perpetual” notices will not be accepted. This policy ensures that the Board and attendees are aware when recording is taking place, helps prevent misunderstandings, and maintains an orderly meeting environment.

3. Equipment and Setup

- Audio and video recording devices must be set up 30 minutes before the meeting begins to prevent disruptions.
- Devices must operate silently and without emitting distracting lights.
- Operators must remain stationary during the meeting to minimize disturbances.

4. Distribution of Recordings

- Audio and video recordings are for personal use only.

5. Conduct During Meetings

- **Respectful Behavior:** All attendees must conduct themselves courteously to allow meetings to proceed efficiently and without disruption.
- **Prohibited Actions:** Derogatory descriptions of the community, such as slurs or offensive language (e.g., referring to the community in a disparaging manner), are strictly prohibited.
- **Disruptive behavior,** shouting, obscene gestures, profanity, or offensive language, including derogatory remarks about the community or its members—is strictly prohibited. Such behavior undermines the respectful environment of Board meetings.
- **Immediate Action:** Individuals engaging in prohibited conduct will receive a warning. If disruptive behavior continues, the individual may be asked to leave the meeting to preserve order. Or be muted (for virtual meetings) or be asked to leave.

- **Consequences:** Repeated or severe violations may result in further action as outlined in the association's governing documents and Florida law.

6. Reporting Concerns

- Members who feel offended or threatened by any conduct during meetings are encouraged to report concerns in writing to the property manager.
- The Board is committed to addressing such issues promptly to maintain a **safe and respectful** community environment.

7. Member Speaking Rights

- Members may speak for up to 3 minutes after the Board discussion but before a vote on any agenda item that involves a vote.
- Comments must relate to the item being voted on.
- If No vote is taken on an item, comments may be made only during Open Forum instead.

8. Speaking Order & Recognition

- The HOA President or designated moderator will recognize speakers in the order requests are received.
- Members must raise their hand or use virtual tool and state their name
- Discussions should remain on topic and relevant to HOA matters.

9. Response to Member Comments

- The Board may choose to respond immediately or defer a response to allow for further review.
- If a question requires follow-up, the Board will provide a response in writing or at the next meeting.

10. Open Forum

- Members may speak once for up to 3 minutes total during Open Forum
- The 3-minute-per-agenda-item rules does not apply during Board Meeting
Open Forum only at Members Meetings.
- Members may comment on non-voting items during Open Forum, within their 3-minute time limit.

11. Agenda Order

- The Board may adjust the order of the agenda during the meeting.

Implementation

- This resolution is effective immediately upon adoption.
- A copy will be distributed to all members, included in meeting agenda, and posted on the HOA's website (if applicable).
- This resolution shall remain in full force and effect for all current and future Boards of Directors unless formally amended or rescinded by a majority vote of the Board, in compliance with the Association's governing documents and applicable Florida law.

Certification of Adoption

The undersigned hereby certify that the foregoing Amended and Restated Board Meeting Resolution was duly adopted by the Board of Directors of Dadeland Walk Association, Inc. at a meeting held on the 24 day of July, 2025, at which a quorum was present and acting throughout.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on behalf of the Association.



Elizabeth Kenneally
President



Audree Burrow
Secretary