

**WATERSIDE VILLAGE OF PALM BEACH
CONDOMINIUM ASSOCIATION, INC.**

**MINUTES OF THE SPECIAL MEETING
HELD ON JANUARY 30, 2016 at 3:00 p.m. AT THE CLUBHOUSE**

PRESENT:

André Mongrain – President
Jean-Claude Demers – Vice-President and Secretary
Claude Comtois – Treasurer
Normand Cadieux – Director
Marian Petrescu – Director
Michael Shane – Director
Claude Martel – Director
Stacey Casey – Property Manager

1. Quorum

A quorum was met. An affidavit sworn and filed by Stacey Casey confirmed that a total of 341 members were either present or submitted a proxy at the meeting, thereby exceeding the minimum requirement in Article VII (1)(E) of the By Laws for the presence of members having at least 33⅓% of total votes in the Association.

2. Proof of Notices of the Meeting

Jean-Claude Demers produced affidavits sworn by Stacey Casey confirming that the two notices of the Special Meeting were mailed, hand delivered or electronically transmitted to owners in accordance with the requirements of Section 718.112 of the Florida Statutes. The affidavits are appended to the Minutes as Appendix 1.

3. Approval of the Agenda

The approval of the Agenda was moved by Michael Shane (Unit 678), seconded by Alain Leroy-Audy (Unit 674) and unanimously approved.

4. Results to date concerning the Approval and Adoption of the Amended Governing Documents

André Mongrain confirmed that there were still two weeks remaining in the voting period. In other words, the voting period will be open until February 12, 2016. To date, a total of 336 votes were cast in person or by proxy representing

81.7% of the total number of votes available, with all 336 votes cast for “Approved” and zero (0) votes for “Not approved”. The results of the vote to date have therefore exceeded the requirement in Article VIII(2) (a) of the Declaration of Condominium that 75% of all owners (or a minimum of 309 owners) vote to approve the three governing documents, namely the *Articles of Incorporation*, *Declaration of Condominium* and *By-laws*, as amended. At the end of the two weeks remaining in the voting period, a final tally will be conducted and members will be advised of the results. However, the vote to date has already approved the three amended governing documents. Mr. Mongrain mentioned that it was very difficult to meet the existing requirement that 75% of all owners vote. In that regard, he noted that 130 units were rented, the owners of 20 units were not here due to sickness or are here “in and out”, and 17 owners have never previously participated in any vote. He thanked the owners for their participation in this important vote.

Mr. Mongrain indicated that the work involved in the project to amend the governing documents was enormous. He reminded members that this project began in October 2012 when Stephane Lamarche was the Secretary and not recently (as some persons have suggested) with a view to influencing in any manner a future vote to be held concerning the new clubhouse project. In 2012, the project began due to the fact that the *Rules and Regulations* did not match the *Declaration of Condominium* or the other governing documents. However, there were some internal disagreements, and the process was stopped. Due to a complaint made by an owner near the end of 2014 or the beginning of 2015, the Board of Directors requested advice from our lawyers. The lawyers again advised that we needed to amend the governing documents.

The revision project began and Jean-Claude Demers, Michael Shane and Stacey Casey worked throughout the summer months in conjunction with the law firm to prepare an initial draft. In November, Mr. Mongrain became involved, with assistance also provided by Claude Comtois. Since the initial draft was prepared, there have been 17 revisions. Throughout this period, the Clubhouse project was also underway. As a result, the Board was working on two major projects at the same time.

Mr. Mongrain noted that there is still work to be done before the amended governing documents take effect. In the coming weeks, Scrivener’s Corrections will be made to the text. This will involve the corrections of minor errors, including those of a typographical or grammatical nature, that do not affect the meaning or substance of the text. Once the corrections are made, the amended documents will be returned to our lawyers for registration with the State of Florida and, in due course, we will provide owners with a certificate from the State of Florida confirming the registration. We presently anticipate that this process should be completed in or around the end of March 2016.

The work on the *Rules and Regulations* that was stopped in 2013 has to be resumed and will be easier now that it will be possible to make them accord with the amended *Declaration of Condominium* and *By-laws*. We will also have to review and update the forms used in the office and on the website.

Mr. Mongrain thanked everyone involved in this project and all those who voted.

Jean-Claude Demers reminded everyone that there were still two weeks remaining in the voting period and reiterated that the final results of the vote would be communicated.

5. Adjournment

The adjournment of the meeting was moved by Claude Martel (Unit 531), seconded by Alain Leroy-Audy (Unit 674) and unanimously approved. The meeting was adjourned at 3:30 p.m.

Jean-Claude Demers
Secretary
February 7, 2016