

RESOLUTION OF THE BOARD OF DIRECTORS OF HERITAGE VILLAGE OF PALM BEACH LAKES HOMEOWNERS ASSOCIATION, INC. REGARDING ELECTION PROCEDURES

WHEREAS, the HERITAGE VILLAGE OF PALM BEACH LAKES HOMEOWNERS ASSOCIATION, INC. (“Association”) has been established for the operation of the Heritage Village Community, in accordance with the Declaration of Restrictions and Covenants for the Heritage Village Community, recorded December 22, 1986, in Official Records Book 5256, Page 820, of the Public Records of Palm Beach County, Florida, as amended; and

WHEREAS, to ensure a fair and unbiased election and in an effort to preserve the integrity of the process related to the election of the Association’s directors, the Association’s Board of Directors (“Board of Directors”) has opted to adopt uniform and official election procedures (“Election Procedures”) pursuant to Section 720.306 of the Florida Statutes, which procedures shall serve to supplement the minimum standards; and

WHEREAS, Section 720.306 of the Florida Statutes provides “that if the election process allows candidates to be nominated in advance of the meeting, the association is not required to allow nominations at the meeting”; and

WHEREAS, the Board of Directors desires to create standard and uniform election procedures for the Association, for the annual election of directors (“Election”) to be held in conjunction with the Association’s Annual Meeting (“Annual Meeting”); and

WHEREAS, the proposed Election Procedures, attached hereto and incorporated herein as **Exhibit A**, were considered and adopted by at least a majority of the Association’s Board of Directors at a Meeting of the Board of Directors, at which a quorum was present, held on Monday, March 14 ,2022.

NOW THEREFORE BE IT RESOLVED, on behalf of the Association’s Board of Directors, that the Board of Directors has adopted and resolved this Resolution along with the Election Procedures, attached hereto and incorporated herein as **Exhibit A** are to go into effect immediately to apply to the 2022 Annual Meeting and Election and for such Election Procedures to be applied henceforth unless and until withdrawn or modified by a subsequent resolution of the Board of Directors.

ADOPTED by the Board of Directors this 14th day of March, 2022.

WITNESSES:


Tavera Pratt (Mar 23, 2022 18:04 EDT)
Print Name: Tavera Pratt

Kimberly A. Jones
Kimberly A. Jones (Mar 22, 2022 18:30 EDT)
Print Name: Kim Jones

HERITAGE VILLAGE OF PALM BEACH LAKES HOMEOWNERS ASSOCIATION, INC. a Florida Not For Profit Corporation

By: *James Allen*
President

EXHIBIT "A"
Election Procedures

I. ANNUAL MEETING.

First Notice of Annual Meeting. Not less than forty (40) days prior to the Annual Meeting and Election of Directors ("Annual Meeting"), the Association will mail to all Members a First Notice of Annual Meeting, including a Nomination Form ("Nomination Form"). A candidate may be nominated by another Member, or a Member may nominate himself or herself. To be valid, the nomination must specify the name and home address of the nominating Member and the nominated Member, unless they are one and the same. Nominations may be made only by Members of the Association. **Only Members (owners) may be nominated for a position on the Board of Directors.** Nominees may but are not required to submit information about themselves on a one page/one-sided (8-1/2" x 11") information sheet describing his or her background, education, and qualifications which information sheet will be mailed with the Ballots.

Nomination Forms and nominee information sheets must be received by the Association no later than twenty (20) days prior to the scheduled Annual Meeting ("Nomination Form Deadline"). Nomination Forms may be hand delivered, mailed or emailed to the Association by PDF to the e-mail address designated for receipt of such e-mails in the First Notice of Annual Meeting. If the Nomination Form is hand delivered, the Association shall provide a written receipt indicating the date on which such Nomination Form was received. Candidates nominated for election to the Board of Directors must meet all eligibility requirements set forth in Section 720.306, Florida Statutes, and the Association's governing documents by the Nomination Form Deadline. The eligibility requirements for Directors are as follows:

1. The person must be 18 years of age or older;
2. The person must be a Member of the Association;
3. The person is not delinquent in the payment of any fee, fine or other monetary obligation to the Association as of Nomination Form Deadline; and
4. The person has not been (a) convicted of any felony in the State of Florida or in a United States District or Territorial Court or (b) convicted of any offense in another jurisdiction that would be considered a felony if committed in the State of Florida. If the person has a felony conviction on his/her record, the individual is not eligible for board membership unless his/her civil rights have been restored for a period of no less than five (5) years as of the date of the election as mandated by Section 720.306(9), Florida Statutes.

Nomination of a candidate not submitted by that candidate must contain an executed approval or acceptance of such nomination by the nominee in writing. No such acceptance need be submitted if the nominated candidate is self-nominated. **Nominations will not be taken from the floor during the Annual Meeting.**

Second Notice of Annual Meeting. A Second Notice of Annual Meeting will be mailed to all Members and posted in the community not less than fifteen (15) days before the Annual Meeting. If the number of eligible candidates for election to the Board of Directors exceeds the number of vacancies, then a ballot with a list of all eligible candidates (in alphabetical order by surname) will be mailed to all Members along with the Second Notice of Annual Meeting. Along with the ballot, the Association will mail an outer envelope addressed to the Association's management company and a smaller inner envelope in which the ballot is to be placed. The exterior of the outer envelope will require the name of the Member, Member's address, and signature. The envelope containing the ballot shall either be mailed or hand delivered to the Association. Upon receipt by the Association, no ballot may be rescinded or changed. The envelopes containing ballots received by the Association's management company will be retained by the management company and will not be opened until the election at the Annual Meeting. No write-in candidates are permitted. If more than one ballot is submitted for any unit, the ballots for that home shall be disqualified. If the Annual Meeting is only held via video conference, all ballots must be received by the Association's management company by no later than 3:00 p.m. on the day of the Annual Meeting. Otherwise, ballot may be hand delivered to the meeting location at the time of the Annual Meeting. If Members will have the option of attending the Annual Meeting and Election via video conference, and if there is an Election, an Association Representative and two (2) inspectors of Election will be physically present at the meeting location to accept in person ballots and to oversee the Election process. Inspectors of the election shall be appointed by the Board of Directors and may not include current Board members or any candidates running for the Board, or any spouse, child, partner or employee of a current Board member or a candidate.

II. QUORUM

In accordance with Section 720.306(1)(a), Florida Statutes, a quorum shall be established by the presence, in person or by proxy, of the Members entitled to cast thirty percent (30%) of the voting interests. Members attending the Annual Meeting by video conference are not counted for quorum and must submit a proxy if they are unable to attend the Annual Meeting in person. If the Association does not achieve a quorum of at least thirty percent (30%) of the voting interests for the Annual Meeting, no election will be held. In such event, the existing Directors will continue to serve on the Board of Directors until the next Annual Meeting of the Association.

III. PROXIES

Proxies may be used **solely** for the purpose of establishing a quorum and other limited matters, if any, to be voted upon at the Annual Meeting; however, proxies may not be used for voting for directors. **All proxies must be received by the Association's management company no later than 3:00 p.m. on the day of the Annual Meeting.** Proxies may be hand delivered, mailed or emailed to the e-mail address designated for receipt of such e-mails in the Second Notice of Annual Meeting. To the extent that there is an Election, owners may hand deliver their proxies to the Annual Meeting location.

IV. APPOINTED REPRESENTATIVE(S) / SECURITY MEASURES

The Board of Directors shall have the right to designate an Association-appointed representative (e.g. attorney, accountant or manager or any combination thereof) to prepare and distribute annual meeting and election notices and related materials, including ballots, ballot envelopes, proxies, voting certificates, etc.

The Association-appointed representative may be designated as the official party designated

to receive annual meeting and election materials and documents delivered by unit owners and eligible voters.

Only "official" election materials and documents, including ballots, voting certificates and envelopes, shall be used in connection with the election of directors. Copies of ballots, ballot envelopes and other election material will be deemed invalid and unacceptable for purposes of the election. In the event a unit owner would like to obtain a replacement ballot or envelopes for a lost or misplaced ballot, then the owner requesting such ballot shall submit the written request for such replacement ballot to the Association-appointed representative administering the election process, together with a copy of a valid government-issued identification, to document that the replacement ballot or envelopes are being requested by an eligible voter.

Any ballots submitted in violation of the foregoing procedures, including ballots that are not on official forms or in official envelopes delivered on the Association's behalf to the eligible voter, or officially issued replacement ballots or envelopes issued thereby, shall be invalidated and disregarded.

Additionally, submittal of ballot envelopes on behalf of third parties will be allowed in advance of the meeting provided owners or others submitting such ballots to the attorneys' office will be required to sign an acknowledgment form attesting to the verification/authenticity, etc. of the ballot envelope being submitted. Accordingly, if a ballot is being submitted on behalf of someone else, such individual submitting the Ballot will be required to sign a receipt/acknowledgment form.

In connection with the submittal of ballots, the Association reserves the right to further verify and authenticate the validity of any ballot cast on behalf of the party on whose behalf the ballot was purportedly submitted to the Association.

The Association-appointed representative will oversee the validation of outer ballot envelopes and the information provided thereon, including verifying the validity of the ballots cast. The foregoing procedure may include the appointment of a committee to verify the validity of the outer ballot envelopes and ballots cast, which process may be scheduled to take place prior to the scheduled time of the annual meeting and election (e.g. 12pm on the date of the election). In the event such a committee is appointed to verify the validity of outer ballot envelopes and ballots cast before the scheduled time of the election, then no ballot envelopes submitted by mail, hand-delivery or courier service, will be accepted subsequent to the scheduled time of such committee meeting.

Security measures implemented by the Association may include the incorporation of tamper-resistant paper and the incorporation of a raised seal designating the ballot used as an official ballot. Additionally, the Association may establish the use of randomly numbered outer ballot envelopes to ensure that the outer ballot submitted on behalf of an eligible voter was the ballot submitted to the eligible voter, or an officially issued replacement thereof.

The foregoing shall serve as a non-exhaustive list of the procedures which may be implemented by the Association's Board of Directors in order to preserve the integrity of the process by which the Association's directors are elected.