

**THE GLADES**  
**Special Meeting of Board of Directors**  
**February 16, 2019**

Board Members Present:	Thomas Trossen, President	John Paul Jones, Director
	Jeff Storey, Director	Jim Snider, Director
	Gus Martell, Director	George McNitt, Treasurer

Board Members Absent:	Sherri Dotson, Director	Vice President - Vacant
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The Glades Homeowner’s Association held a Special Meeting of the Board of Directors on Saturday, February 16, 2019 at 3:30 PM, Central Time at the Gulf Coast Baptist Church, located 10620 Hutchinson Blvd., Panama City Beach, FL 32407. Twenty seven owners were in the audience.

**Opening Remarks**

- Thomas Trossen, President, called the meeting to order at 3:30 PM and welcomed those in attendance.
- Quorum was attained with five (5) voting board members present.
- Thomas Trossen, President, presented the agenda of two items as published on The Glades Facebook

**Old Business:** Thomas Trossen introduced the first topic of re-addressing the fence replacement decision made during the 24 January 2019 meeting. He read Section Six of the Glades Phase II Declaration of Covenants, Conditions and Restrictions:

“Section 6: Phase II Assessment Purpose and Administration. The Phase II assessments levied by the Association shall be used exclusively for the purpose of promoting the health, safety, and welfare of the residents in the Phase II Properties and in particular for the improvement and maintenance of properties, services and facilities devoted to this purpose and related to the use and enjoyment of the Phase II Common Properties, and repair, replacement, and additions thereto, and for the cost of labor, equipment, materials, management and supervision thereof, as well as for the purpose of payment for drainage maintenance. The Glades Mail Center Common Property shall be maintained by the Association with maintenance assessment levied by the Association pursuant to Article V of the Glades Declaration and not by Phase II assessments.

The Phase II Annual Assessment for the initial year of the jurisdiction over The Glades Phase II by the Association shall be \$300.00 per lot. The establishment and collection of the Phase II assessments shall be in accord with the provisions of the Glades Declaration regarding such maintenance assessments as may be levied by the Association pursuant to Article V of the Glades Declaration, which are incorporated herein by reference.”

- Thomas Trossen motioned that the fence replacement decision from the January 24 meeting be rescinded. Seconded by Gus Martell. Motion approved by unanimous vote.
- Gus Martell presented an estimate for the replacement of the entirety of the fence on the southern border of the western retention pond of Phase II. The estimate includes the realignment/straightening of existing fence posts and replacement of all necessary panels.
- Thomas Trossen motioned that the fence be replaced per specifications of the bid.
- John Paul Jones raised a point of discussion regarding this decision setting a precedent for all property owners in The Glades requesting fencing behind their properties as well due to course closure. Thomas Trossen pointed out Section Six of The Glades Phase II DCCR is unique to Glades Phase II and no such provision or requirement are in Glades Phase I or III DCR/DCCR.
- John Paul Jones then seconded the motion. Motion approved by unanimous vote.

Thomas Trossen introduced the second agenda item of reducing the Board of Directors from seven members to five which was tabled during the January 24 Board of Directors meeting pending assessment by the Association attorney. Thomas Trossen read aloud the applicable section of The Glades By-Laws respecting board composition.

- Thomas Trossen presented the opinion of William Henry, Association Attorney, which stated the quorum for a seven member board is four members, regardless of any vacancies. Quorum for a five member board is three.
- Thomas Trossen pointed out the board has authority per the By-Laws to appoint members to fill any arising vacancies in order to maintain three, five, or seven members on the board per the By-Laws.
- Thomas Trossen noted that no responses were received by the Nominations Committee following the November 2018 solicitation letter to owners in support of the annual meeting election, nor after a similar solicitation was posted on The Glades Facebook page in December.
- John Paul Jones motioned to reduce the Board of Directors from seven to five in accordance with the By-Laws. Gus Martell seconded. Motion approved by unanimous vote.

#### **Adjournment**

- Thomas Trossen noted the next meeting is scheduled for February 24, 2019 immediately following The Glades Annual meeting. Meeting adjourned at 3:50 pm by a consensus of the Board.

**Minutes prepared by:** Thomas Trossen, President, TGOA