

MINUTES OF  
BID-A-WEE BEACH PARK, INC.  
ANNUAL MEMBERSHIP MEETING  
JUNE 1, 2013

The Annual Membership Meeting of Bid-A-Wee Beach Park, Inc. (BAWBP) was held at the Panama City Beach, FL Senior Center on Saturday, June 1, 2013. Dee Gibson acted as Secretary and recorded minutes of the meeting. All Directors of the Board were present with the exception of Kathy Slade and Frank Merritt. The President, Mary Kay Kassaris, called the meeting to order at 9:15 AM.

The President announced parking on the beach side of Front Beach Road must be completely off the road and out of the bike path. She also announced that anyone willing to help the ongoing task of trimming back vegetation around the walkways should see Jeannie Krohn.

Lee Jay, Manager of WastePro was introduced to speak. Mr. Jay announced the continuation of the discount to members for garbage pickup. Member, Mark Lane, requested trash receptacles be placed on the road end of the crosswalks to cut down on littering and volunteered to pay expenses for littering signs and the trash receptacles.

Tommy Johnson reported that he measured the parking area near Fontainebleau and 6-8 feet of parking is on the right-of-way. Therefore, BAWBP cannot prevent Fontainebleau parking.

The Membership Chairperson provided the President with numbers to determine a quorum was in attendance for the transaction of business. Total paid membership at the time was 238, requiring a one-third quorum of 80. 22 absentee ballots were received prior to the meeting. At 9:10 AM, 77 members/votes were in attendance, with several processing through payments and receiving ballots which established a quorum for the transaction of business by the Call to Order of the meeting.

The President reviewed the financial report prepared by Impact Tax & Accounting, Inc. for the period July, 2012 - April 2013 (Year end 06-30-2013 and clarified a \$10,000 reserve continues to be maintained).

The President then reported that the bulletin board was built on the corner of Argonaut and Crane, with the city's permission. Jim Smith then made the motion that the website be re-established. Following a second, the motion was approved by unanimous consent.

Discussion then advanced to the new handicap friendly walkway, with the President reporting the contractor will complete the project within two weeks, allowing two weeks prior to July 4th Holiday for required inspections and corrections, if needed.

Don Avery then made a motion, which was seconded, that the Board will establish a team to seek three bids for replacement of fencing to present to membership at its next meeting. No vote was taken. The President replied that the new Board of Directors could establish a committee to study the feasibility of new fencing when funds are available to proceed. Following discussion regarding necessary immediate repairs to fencing, a consensus was reached that the Directors will evaluate costs and authorize the repair or replacement of fencing, where necessary, as a temporary measure in order to secure access and protect the dunes by the completion the new crossover project before the July 4th Holiday.

Jim Smith made a motion, which was seconded, to change the gate lock codes twice per year. The motion was amended to "every six months", and was approved as amended.

Janet Stephenson stated that #6 needs a larger Private Access sign, which she requested in the form of a motion. There being no second to her motion, no further action was taken.

In reply to an inquiry regarding admission of non-member Bid-A-Wee Community residents through the gates, the President explained that Attorney Hughes, engaged by Jim Smith several years ago, expressed the legal opinion that all property owners have access to the beach. The President then requested Jim Smith explain. Smith stated in 2004 he requested the State of Florida to declare the beach an Amenity, and was asked by the State if it was to be an Amenity to Blocks A-N or the Bid-A-Wee Community. Smith stated he replied "everyone" and BAWBP was granted relief from paying taxes on the beach, making the beach an Amenity to all properties in the Bid-A-Wee Community. He further stated that when the gates were first installed, attempts were made to limit non-members to only one gate which resulted in negative backlash and threats of legal proceedings. The Board of Directors determined that all residents, regardless of membership, will be given the codes to all crossover gates.

Jim Smith disagrees he made motion to accept Bylaw Amendments {/s/Dee Gibson; /s/Jeannie Krohn} Amendments to the Bylaws were then reviewed by Frank Exendine. There followed no discussion. Jim Smith made a motion, which was seconded, to accept the Bylaw changes. No vote was taken and no instructions were given to vote on Bylaw changes on distributed ballots.

A motion made by Rhea Thompson, and a second, called for all membership fees paid through the Amnesty Program established by the Board for 2013 be returned with the explanation that to be "in good standing" they must pay \$50 per year up to three years. Additional comments from Jim Smith included his interpretation that \$50 per year must be for each lot owned in order to rejoin "in good standing". No vote was taken. Lengthy discussion ensued, at times out of control, creating difficulty in accurately recording motions and hearing comments for the record. Order was lost and many attendees left the meeting.

Board members, Dee Gibson and Tommy Johnson, attempted to provide explanation on behalf of the Board of Directors regarding the Membership Amnesty Program, although unfortunately, order was not maintained and there were interruptions throughout. Dee Gibson explained 54 property owners who did not donate in 2012 had taken advantage of Amnesty,

which represented 25% of membership as of the date of the Annual Meeting. Eventually Mr. Johnson was able to state that he supported Amnesty as a measure to extend a hand to the people that had dropped out in past years and mend the bad feelings in the community. He said it was the right thing to do and added that it was successful.

Don Avery stated that he is involved with many organizations and boards and that this Board acted within its authority. He stated this Board had good intentions, made no permanent changes to any governing documents, and in fact was quite successful in its attempt to grow membership.

Several Board members, including the acting Secretary, informed the President, and some attendees stated to the Board, that a quorum was no longer present and any actions from the floor would not be binding. However, contrary to parliamentary procedure, the President refused to confirm the number of members present, stating there was a quorum present at the beginning of the meeting and it does not matter.

Absent confirmation of remaining members attending, a motion and an Amendment to the motion by Jim Smith and several attempts to take a vote resulted in a great deal of confusion expressed by attendees regarding exactly what was being considered for a vote. The President called for the vote and then announced the amended motion passed. In the absence of accurate reading of the amended motion prior to the vote during the meeting, the Secretary cannot accurately, for the record, clarify correct wording regarding "good standing" but in general, a majority of those remaining in attendance voted that payments would not be returned to those taking advantage of Amnesty and in order to vote or serve on the Board one must be in "good standing" which requires payment of up to three years for every lot owned.

Based upon the final conclusion reached by those remaining in attendance, voting rights are withheld of those considered not "in good standing", and therefore, only 77 "in good standing" were present and a quorum was not established from the beginning of the meeting.

The President then asked for nominations from the floor for Directors to serve on the Board and there were none. She then introduced those seeking service on the Board which included Dallas Marshall, Wanda Manning, Lynda Sheets, Peggy Steele, Jason Dumrongkulrakas, Phyllis Marinone, and Mack Carter.

Although instructions to vote for or against Bylaw Amendments on the pre-distributed ballots were never explained, voting results are included below.

Mr. Avery asked if another membership meeting could be held in the winter months and the Board agreed to consider his request.

The meeting was then adjourned by the President at approximately 12:00 PM.

FINAL RESULTS OF BALLOTS:

Following the meeting, Board members determined that votes made by those taking advantage of Amnesty would not have affected the outcome of the election (10 ballots). In addition, at least 2 attendees/ballots had not paid for all lots owned and one ballot was rejected (not a member). However, all ballots of 2013-14 paid residents are included in the count below. As a group, all members of the Board, which were not on the ballot, participated by counting and/or witnessing the counting of ballots.

Results of balloting:

Wanda Manning:	100	Approve Bylaw Changes:	54
Lynda Sheets:	89	Disapprove Bylaw Changes:	3
Dallas Marshall:	75	No vote on Bylaw Changes:	37
Peggy Steele:	73	No option to vote on ballot:	17
Mack Carter:	68	(issued early absentee ballots without	
Jason Dumrongkulraksa:	49	Bylaw Amendments option on their ballots	
Phyllis Marinone:	36	and did not write in a vote)	

112 Ballots were turned in consisting of: 22 turned in prior to the meeting; 10 from those taking advantage of Amnesty program; 2 that did not donate \$50 for each lot owned; and 1 disqualified non-member.

One Ballot contained the comment, "against the Amnesty voting and are not voting for Bylaw Amendments -- meeting conducted far too confusing".

/s/ Dee Gibson  
Dee Gibson, Acting Secretary for June 1, 2013

/s/ Jeannie Krohn  
Jeannie Krohn, President  
June 7, 2014