

**MINUTES OF MEETING
OF BID-A-WEE BEACH PARK, INC.
BOARD OF DIRECTORS
Saturday, May 30, 2015**

The regular quarterly meeting of the Board of Directors of Bid-A-Wee Beach Park, Inc. was held at the public Library on Saturday, May 30, 2015. Twelve (12) directors present were: Jeannie Krohn, President; Kathy Ledbetter-Jay, Vice President; Dee Gibson, Secretary; Wanda Manning, Treasurer; Debbie Edmondson, Membership Chairperson; Mack Carter, Debbie Brown, Dallas Marshall, Peggy Steele, Juddy Stephenson, Lynda Sheets and Rob Tallent. David Smith was absent. The President, Jeannie Krohn, called the meeting to order at 9:05 AM and Dee Gibson, Secretary, recorded the minutes.

The President called for approval of the Minutes of the April 11, 2015 meeting of the Board of Directors which had been previously distributed via email. Dallas Marshall commented the minutes indicate he insulted some directors, he did not intend to insult anyone and he wished to make a public apology. The minutes were then approved as distributed.

The President informed the directors she received an email from the treasurer of Fontainebleau asking if she could meet with someone to discuss about paying BAWBP for about 10 parking spaces next to the Fontainebleau. Because standing court judgments clearly state there will be no paid parking or commercial parking lots on our dedicated beach access property, she did not feel it necessary and did not contact the board to discuss the issue. We know that the parking spaces are mostly state right-of-way property and we cannot tell Fontainebleau they may erect signs for 10 of their owners. Jeannie explained a parking lot existed there, which Fontainebleau leased, that was washed away in Hurricane Opal. However, there have been court rulings that find we cannot have commercial parking lots on the dedicated property.

Jeannie then reported the pedestrian crosswalks should be completed by DOT by July 4th holiday.

The President and Treasurer reported they engaged Glover Accounting. They explained there was disagreement with the accountant we were using regarding categories for expenditures. For example, if the President bought water for the volunteers doing the repairs on a crosswalk, it is a beach repair expense but the accountant wanted to categorize it as an office expense. We received a letter from her that she was not working well with us. Glover Accounting was recommended by a small business owner in our community. Wanda reported our prior accountant was \$75 for monthly accounting and Glover is \$50 per month. Juddy Stephenson requested that the monthly financial report be sent to directors for their records.

Logistics of the annual meeting were then discussed and various directors volunteered for needed tasks. The President noted she rented the small meeting room at the Senior Center to count votes so that it may be done privately with no person on the ballot in the room. Dee Gibson explained the process for counting the ballots, which requires 5 people total and she stated since she is on the ballot, she will not be involved with the ballot counting in her capacity as Secretary, nor will Jeannie Krohn, in her capacity as President. Jeannie asked directors to plan to stay after the

annual meeting to elect a new Vice President since Kathy Ledbetter-Jay did not seek re-election, and depending on the outcome of the election a new President and Secretary may be required as well. Board meeting dates for the upcoming year will also be determined at that time.

The PowerPoint Presentation was then reviewed. Several slides were eliminated following discussion and vote of the directors and the material for the presentation was finalized. To avoid duplicity, discussion of the information included in the presentation will be included in the minutes of the annual meeting. Jeannie discussed our need to get back to the original mission of the corporation and stated that through amendments to our Articles, the real purpose is no longer included in our most recent documents, although all versions are recorded in public records. She emphasized that BAWBP, Inc. is charged with maintaining and protecting our beach-access property. She read the original purpose and stated should amendments to Articles become necessary in the future, we should consider amending the 'purpose' section, which better describes the responsibilities of BAWBP, Inc. There was discussion by the directors that there is not a legal corporation form in the State of Florida for a dedicated beach park organization that a group of homeowners formed to raise funds to maintain the beach front property. We are not an HOA with restrictions and covenants; we are a membership organization. Explaining our original purpose and including it in our Articles of Incorporation allows a better understanding of our mission and responsibilities.

Dee Gibson explained her detailed documentation system for issuance of absentee ballots and reported 29 requests for absentee ballots were submitted by the deadline of May 23; 21 have been returned to date; she confirmed she checked to make sure dues for 2015 were paid before issuing an absentee ballot with the correct assigned membership number recorded on it. Notice was sent in the annual letter and in an email on May 13 that absentee ballot requests must be submitted by May 23, 15 days prior to the annual meeting as required in the Bylaws.

Juddy Stephenson stated he had been approached regarding absentee voting cutoff dates and notification and no distribution of a sample ballot. Dee Gibson explained that the reason a 'sample ballot' is no longer included with the annual meeting letter is that while we knew the number of expired terms and vacancies on the Board, we did not have a list of nominations and some directors had not decided whether to seek re-election. She stated in the past, the sample ballot ended up being turned in, which did not include the final nominations for the board or final issues to be included for a vote. She noted in 2013, there were numerous 'sample' ballots turned in that did not include Bylaw amendments. The President stated we included the number and sections of vacancies in the annual letter and asked for nominations. Dee again stated the notices went out in the annual letter and again by email on May 13.

The President expressed frustration that this is the second year in a row where just before the annual meeting an email has been sent to residents from the same person's personal email account, using outdated resident, email and member information obtained while serving as an officer years ago, which gave people information and instructions based on his method of operations while he was President, rather than respecting the procedures and decisions of this board. With no regard to the deadline, his email told people to click a link to our email and their vote would be counted. Three emails casting a vote for only one person, without a ballot, were received from residents that had not even paid dues for 2015. Dee Gibson stated we received an

email from a person that, in huge letters, simply said: "I don't live in BAW anymore. Stop sending me emails." She had removed this person from our contacts when he sold his home over a year earlier and she replied to him that he had received an email that had been sent from a former officer's personal email - not from BAWBP.

The President explained the Secretary carefully documents every request, confirms dues payment, issues absentee ballots which include the membership number, documents receipt of the absentee ballots and removes all doubt regarding the validity of the ballots. The point was made that all elections have a cutoff for absentee or early voting in order to administratively insure accuracy.

Dee Gibson read the Bylaws: ..."all elections to the board shall be made on written ballots and be voted at the annual meeting or at the direction of the board by mail provided such ballots are mailed to members not less than 15 days prior to the date fixed for the annual meeting. The ballots shall describe vacancies to be filled, set forth the names of those nominated and each member may cast the number of votes as to which such member ..." Dee stated when we updated the Bylaws we tried to catch all the references to 'mail' and include the word 'email' in the wording and this one simply was overlooked.

Juddy Stephenson made the motion, which was seconded by Dallas Marshall, that people be allowed to vote who have requested an absentee ballot and have paid their dues through 48 hours prior to the beginning of the meeting this year. 3 directors voted in favor; 9 voted against. The motion failed.

Following discussion regarding the amount to transfer to a CD in an effort to replenish the emergency fund, Juddy Stephenson made a motion, seconded by Mack Carter that since almost \$5700 remained in our funds at the end of 2014, we round it up to \$6000 to transfer to our CD emergency fund. All directors voted in favor; the motion passed. With the \$6000, our emergency fund will increase to \$23,000 with our goal being \$25,000, which likely would not cover all expenses should a hurricane take out the ends of our crosswalks.

There being no further business, the meeting was adjourned at 11:15 AM.

/s/ Dee Gibson, Secretary