

**General Meeting  
of Briny Breezes Inc.  
Wednesday January 13, 2016 at 9:30 A.M.  
Briny Breezes Community Center**

**In accordance with Briny Breezes, Inc. Article X, Section 10.10 the General Meeting of the Corporation will be held  
In the Briny Breezes Auditorium on  
Wednesday, January 13, 2016 at 9:30am.**

**Minutes**

- I. Pledge of Allegiance was recited and a moment of silence was observed.
- II. Meeting was called to order at 9:34 A.M Secretary Brannen called roll. Directors Brannen, Coyner, Gallacher, Gross, Long, McMorrow and Oglesby were present in the auditorium. General manager Theresa Pussinen was present. Approximately 65 additional shareholders were present. No quorum was necessary for this meeting.
- III. Proof of Notice was dated and sent on Friday December 18 at 9:00 AM; posted Thursday 17, 2015 at 12:00 PM
- IV. Secretary Brannen read the minutes. **Director Brannen moved that the minutes be approved as read. Seconded. Minutes were approved unanimously. Motion carried.**
- V. Reading of Correspondence to the Board none submitted for this meeting. President Gallacher reminded the shareholders that the annual budget meeting will be held on January 22, 2016 and the Annual Stockholders' meeting on February 4<sup>th</sup> proxy, meeting on Feb 24, 2016 at 9:30.
- VI. New Business:
  - a. Introductions of Candidates for Districts I and IV.
    - i. District I: Michael Gallacher
    - ii. District IV: Michael Weir
    - iii. Also announced that Tom Goudreau has volunteered to serve as a replacement for the resignation of Director Stewart
  - b. Discussion of items to be voted on at the Annual Meeting: Vice President Oglesby reviewed each of the items that are currently proposed, not in final form, to be included on the Ballot.

**Ballot Information: Proposed presented by Tom Oglesby:**

1. Should the reserves required by Section 719.106(1)(j)(2), Florida Statutes, be reduced for the 2016 fiscal year (Oct 1, 2015 – Sept 30, 2016) to an amount determined by the Board of Directors? See accompanying BALLOT INFORMATION DOCUMENT.

2. Should the Corporation approve the proposed Fountain Project renovations and improvements to be funded entirely by donations as described on the enclosed BALLOT INFORMATION DOCUMENT?
3. Should the Corporation withdraw \$57,000 from the Park Improvement Fund and spend this money to replace the conventional windows and doors in the Ocean Clubhouse with hurricane-resistant, high-impact windows and doors? See the accompanying BALLOT INFORMATION DOCUMENT for more information.
4. Should the Corporation amend By-Law Section 7.80 and 3.70 as shown on the accompanying BALLOT INFORMATION DOCUMENT? Restrictions on the proprietary lease.
5. Should the Corporation amend By-Law Section 1.10 as shown on the accompanying BALLOT INFORMATION DOCUMENT? An administrative change to clarify language.
6. Should the Corporation amend By-Law Section 3.90 as shown on the accompanying BALLOT INFORMATION DOCUMENT? Making sure that we charge no more than \$100. For transfer of stock.
7. Should the Corporation approve a new By-Law Section 7.52 as shown on the accompanying BALLOT INFORMATION DOCUMENT? Material alterations and the requirement of the percentage of required votes. Would mirror what is required for other measures. Vote is controlled by Statute but we can change this through a change in our By-Laws hence making it 51%.
8. Should the Corporation amend By-Law Section 7.50 & 7.51 as shown on the accompanying BALLOT INFORMATION DOCUMENT? Raises the amount of money that can be spent without prior approval. Has not been changed in many years and would be more consistent with current costs.
9. Should the Corporation amend By-Law Sections 8.45 as shown on the accompanying BALLOT INFORMATION DOCUMENT? Change the pass mark for certain items. Has been seen on other ballots.

We still have to vote on the actual ballot at our next meeting, so questions can be asked now or at the next meeting where these items will be discussed.

## VII. Stockholder Questions and Comments

- a. Lynn Wiener-N-201 There is no time limit for folk's comments at this meeting. It is a discussion.
- b. Don Faron- L-211 when will the Ballots/By-Law changes be sent out? Response Feb 4<sup>th</sup> with the proxy. Feb 9, 2016 2 Board members will on BBC-8. I have been asked to join and have been denied. He thinks he should be able to attend and comment. **Response:** An address was provided if there are questions during the show or was invited to attend in the audience. (Problems with BBC-8 please let the office know.)
- c. Candy Alexandra B-5 Thinks that give and take is important during closed meetings; we had Fountain that was beautiful and a previous Board member did not like it; and the pavers being problematic for tripping; mailboxes and things got

changed and now they are difficult. A Board Member made these changes; we need other eyes than a Board Member; One Board will do something and another Board something else. **Response-** this is why we have membership comments at every Board meeting. The Fountain Project started 3 years ago the Landscape Committee has been working on this project in an open forum regularly, sometimes twice a month. They always ask for folks to come forward to offer comments/suggestions. Mailboxes are now govern by the Post Office- we cannot make changes. We would need a mail station that would require lots of money and lots of space unless we went to neighborhood mail boxes.

- d. Dave Bayliss- T211 reminded us of the values ACASH; we are a cooperative not a corporation; not enough people to step up and share in the leadership; appalled that we do not have more people who are willing to participate in our leadership and management. Not an ordinary corporation but a cooperative.
- e. Lynn N-201 we are a shared expense community that is a cooperative; fountain project we have already said no thank you; our current fountain does not look good because we have not maintained it; it needs palms re-planted, bushes are not maintained; there will be more problems and a greater expense once we start re-building this project; our history, we want to be remembered as being part of Briny Breezes; a non vote is a no vote on purpose; mailboxes should be paid for by the corporation through our assessments; corporate property should be kept up and not given away; most of you do not know what it is like to be here during the summer; the mailbox keys should be given to us as part of our assessment; corporate property needs to be kept up and not given to individuals. Wish the Board would listen to me.
- f. Joanne Long L -201 the directory-what committee decided to change the format from the Blue Book to the now white book; it is just about done; **Response:** the Board did make that decision a couple of years ago; it will be reprinted within the next couple of weeks; Shareholder- was told that it did not save money because they could not handle. We did save money.
- g. Paul Sullivan-F-16 rise to congratulate the manager and the Board turning this park into a beautiful place; encourage better communication, I come back and there are so many changes but we do not know anything about it; where are the monies coming from; operating budget or reserves. Maybe send a letter to the shareholders letting them know all of this information.
- h. Mike Weir O-207 wanted to let people know why he is running; we knew that Briny was different and its values seemed in line with ours; seeing the community really struck us. **Response:** President Gallacher stated the comments were not directed at you (Mike Weir)- they were really asking the community to step up based on what has happened historically. Know that in spite of the negativity you

may hear now, there is much positive. He said that he hears so many compliments. Comments echoed by VP Coyner.

- i. Grant Perry-A7 told us how he got to Briny and how perfect it is; it can be intimidating to newbies to step up because the tradition of Briny is nso rich.
- j. Hank Dernbach O-211 appreciative of the Board and their work; understand people are suing Briny often; would like to see a published notice about who is suing us and why; are these rumors or truth? Concern re: if we make Briny full time rentals the welfare of Florida will load this place up with section 8;  
**Response:** it is against the law to discuss anything that is currently in litigation. Some general information might be able to be discussed; the more we discuss it we reduce our chances to get a good outcome; **Dernbach** said he disagreed- I am the client; I think I should know; **Response:** Tom will check if we can disclose this information; we do not want lose the client/attorney privilege. Gallacher said he was told absolutely not- no one would defend us in those cases where we have divulged information. Re: Full time rentals- this is why it is on the ballot- to get feedback.
- k. Dan Statt B-205 Fountain- OCH took years back in in the 70's; the swimming pool took a long time; chimes- they were contentious back then; very involved in this 51% . Support that we need clear communication and understanding for the absent shareholders; to inform the non-resident shareholders; Rules need shareholders input, the Board should not be changed without input. **Response** by VP Oglesby-please attend the next meeting to give input; we send a ballot information document to everyone with an explanation of each of the items "in plain language". Please read this
- l. Tom Goudreau K-12 only takes a simple majority at the level of the Board to make a decision.
- m. Don Faron L-211 question re: the for sale sign in L-32; please start the process and send a certified letter; we have a rule regarding this. **Response:** Director Brannen explained the process thus far and will ask the GM to continue the process.
- n. Paul Roupp N-210 we welcome an audience so come and ask the questions; Auditorium; sound system, can we continue to work on it, it needs improvement; the AC is broken in the back and pretty hot in the choir lofts; the ropes in the swimming area- we need them; break-ins; neighborhood watch program could we look into this a formal program here in Briny. **Response:** President Gallacher reminded everyone to lock things up.
- o. Bob Fioressi Q203 Why don't we have cameras 24/7- they are not that expensive; question re: By-Laws; and the Rules- are they the same thing?  
**Response:** By-Laws need to be voted upon by Shareholders; Rules are more like a code of conduct; Are the rules enforceable? Statute provides guidance. We have

started to move some of the Rules to the By-Laws to strengthen our ability to uphold. How do we vote on these?

- p. Lynn Weiner N-201 Do new owners get a copy of the Rules/By-Laws? Response Yes; did not mean attack newbies but admonish some of the older ones; Pending lawsuits. We have a right to see these documents- corporate documents; need to write a letter requesting. Briny used to be more participatory; general maintenance should not suffer to put in new things; how can we be putting new trailers without checking it out; **Response:** Attorney discussions as well as personnel records are not available even with a certified request; closed meetings are only to discuss personnel and those re: legal matters; minutes once approved are available on the web and in the office.
- q. Bob Purcell U-206 FPL poles along Banyan are all tilted; need to re-contact FPL to repair; concerns about the infrastructure and its implied safety issue;
- r. Director Gross re: not being heard. We have so many rules the Board must follow- can we consider a different format to listen. What is the rule re: 3 minutes. This is the General Shareholder's meeting and the 3 minute rule does not pertain.
- s. Director Long- where things happen are at the Board meeting. Come to the Board meetings.
- t. Director Oglesby thanked the men who were running the audio for the meeting.

**VIII. Motion to adjourn was made by Director Long at 11:16 A.M. Seconded. *Motion carried unanimously.***

Respectfully submitted by,

Susan J. Brannen, Secretary  
Approved 1/11/2017

# **NOTICE**

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Briny Breezes Auditorium**

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In the Briny Breezes Auditorium on  
Wednesday, January 13, 2016 at 9:30am.**

## **AGENDA**

- I. Pledge of Allegiance & moment of silence**
- II. Call to order & Roll call**
- III. Proof of Notice**
- IV. Reading of Minutes - January 14, 2015**
- V. Reading of Correspondence to the Board**
- VI. New Business**
- A. Introductions of Candidates for Districts I and IV.**
- B. Discussion of items to be voted on at the Annual Meeting**
- C. Stockholder Questions and Comments**
- VII. Adjournment**

**All Stockholders are Welcome**

**This notice is dated, mailed or delivered via Briny Breezes internal mail on or before Friday December 18, 2015. Posted: Thursday December 17, 2015 at 12:00 p.m.**

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**Theresa Pussinen, General Manager, Briny Breezes Inc.**