

**SECOND
NOTICE OF ANNUAL MEETING
AND ELECTION OF DIRECTORS OF
BRINY BREEZES, INC.**

TO ALL MEMBERS:

On **Wednesday, February 26, 2020, at 9:30 AM, in the Auditorium at Briny Breezes, 5000 N. Ocean Blvd., Briny Breezes, Florida 33435**, the Annual Meeting of the Association will be held for the purpose of electing Directors, **voting to reduce the funding of statutory reserves, voting on a material alteration to the common elements, voting on proposed amendments to the governing documents**, and such other business as may lawfully be conducted. The agenda for the Annual Meeting is:

1. Roll call.
2. Reading of Minutes of Last Meeting.
3. Reading of Communications.
4. Report of Officers.
5. Report of Standing Committees.
6. Reports of Special Committees.
7. Unfinished Business.
8. New Business:
 - a. Vote to reduce the funding of statutory reserves.
 - b. Vote on a material alteration to the common elements.
 - c. Vote on proposed amendments to the governing documents.
9. Election of Directors.
10. Adjournment.

Fifty-one percent (51%) of the total number of shares outstanding represented by stockholders (a "quorum") must be present, in person or by proxy, at the meeting, in order for the business to be conducted, excluding election of Directors. No quorum is necessary for the election of Directors; however, at least twenty (20%) percent of the eligible voters must cast a ballot in order to have a valid election. It is therefore **VERY IMPORTANT** that you either **attend** or **provide a proxy** order to conduct business other than the election of Directors.

Only Districts I and III have more than one (1) candidate. Accordingly, there will be an election for those Districts only. An election for District II is not needed as the number of candidates was less than or equal to the number of vacancies to be filled. Accordingly, the name of the new Board Member from District II will be announced at the Annual Meeting.

Enclosed with this Notice is a ballot for the election of Directors, as well as timely submitted Information Sheets, prepared by the candidates for the Board, who are solely responsible for their contents. The Association is transmitting this information in accordance with the requirements of Florida Law; however, the Association is not in a position to verify the accuracy of the information or statements contained therein and disclaims any responsibility for the information contained within the Information Statements.

Instructions for Marking and Returning Ballot for Directors.-Yellow page and envelopes

1. The enclosed yellow ballot lists all candidates who are qualified to run for the Board from your District. There will be **two (2)** Directors elected: one (1) from District I; and one (1) from District III. Please vote for

ELECT/YES

no more than **one (1)** candidate from your District by marking the ballot with an “X” on the box next to the candidate’s name.

2. The yellow ballot must be placed and sealed in the smaller yellow ballot envelope. This yellow ballot envelope must then be placed and sealed in the larger yellow envelope.

3. You must fill in the unit information on the outside of the envelope (upper left hand corner) addressed to the Association and have all Stockholders sign their/his/her name. If you are not here at Briny or unable to get here, put this yellow envelope into the large white envelope that is stamped and addressed to Briny Breezes. After you have completed the second ballot, which is blue, you will place in the same large stamped and addressed envelope and mail to the Association’s mailing address. If you are here at Briny, please bring into the office area and place the yellow into the Directors’ election ballot box and the blue in the second box.

4. The ballot must be received by the Association no later than **Wednesday, February 26, 2020**.

5. If you are going to attend the Annual Meeting, you may cast your ballot at the meeting. Ballots will be available at the meeting.

VOTING BY PROXY

If you are unable to attend the Annual Meeting and/or wish to vote by proxy, please note the following information about **PROXIES**:

1. A **limited proxy** is for the purpose of appointing **another person** to vote for you as you specifically direct (except for non-substantive items) in the event that you might not be able to attend the meeting. It must be signed by the person authorized to cast the vote for the unit. Please note that you cannot vote for Directors by proxy. If you intend to vote for Directors and do not attend the Annual Meeting, **you must vote by use of the enclosed yellow Election Ballot and envelopes**.

2. The proxy should be submitted to the Association **prior to the scheduled time of the meeting**. It can be sent via hand-delivery to the Management Office where a ballot box is located, via mail addressed to the Association’s mailing address at: **Briny Breezes, Inc., 5000 N. Ocean Blvd., Briny Breezes, FL 33435**, via e-mail to: **Brinybreezesgm@gmail.com**, or via facsimile to: **561-274-2270**. It is encouraged that the proxy be submitted as long before the meeting as possible, in order to avoid delay in registration.

3. If you appoint a proxy and later decide you will be able to attend the meeting in person, you may **withdraw** your proxy when you register at the meeting.

4. A proxy may be **revoked** in writing or **superseded** by a later proxy to another person.

5. A **proxy form** is enclosed with this notice for your use, if needed.

Again, please be sure to mail in your proxy, and your ballot or attend the Annual Meeting.


Immediately following the Annual Meeting, the organizational meeting of the Board of Directors will be held for the purpose of electing officers of the Association and such other business as may lawfully be conducted.

The agenda for the Board Meeting is as follows:

- a. Certifying quorum – Call to Order.
- b. Proof of Notice of Meeting.
- c. New Business - 1) Elect Officers.
- d. Adjournment.

Dated: 1/31, 2020.

BY ORDER OF THE BOARD OF DIRECTORS



Keith Harrah, Secretary