

The Plantation at Ponte Vedra	Section: 3.3
Policy: Roof Cleaning Policy	
Effective Date: 11/01/2003	Date Revised: 02/23/2010, 09/25/2018, 11/14/2023

Plantation Covenants, Article V, Section 4 provides in pertinent part “to the extent that maintenance is not provided by the Association, each Owner shall keep all parts of his Parcel in good order and repair and free of debris.”

Inspection of all roofs shall take place on a schedule to be determined by the General Services Committee. Currently, all roofs shall be inspected prior to March 1st and September 1st of each year.

- Inspections may be performed by members of the General Services Staff and, when deemed necessary or appropriate, members of the General Services Committee may assist in performing inspections
- As soon as practicable following inspections, Owners will be notified by letter if cleaning is required. The letter will include a picture of the roof or portion thereof requiring cleaning, the date the cleaning must be completed (60 days after the date of the letter) and include a form for the Owner to return to the General Services Manager to indicate when the roof cleaning will be completed
- If an Owner objects to the cleaning requirement, the Owner may request that a majority of the General Services Committee concur that cleaning is required. The Owner will be promptly notified of the finding of the General Services Committee
- Should an Owner fail to clean their roof within the time required, the following fines will be assessed by “ticket” in the manner provided in Policy 2.5.1, on the following schedule:
 - 60 days after notification - \$200 fine
 - 90 days after notification - \$200 fine
 - 120 days after notification - \$200 fine and referral to the Board of Directors for any further action as provided by Policy 2.5.1
 - Each month thereafter monthly fines may be continued up to a maximum of \$2000 per year.
- Owners may appeal any fine issued hereunder as provided by Policy 2.5.1

The Plantation at Ponte Vedra		Section: 5.1
Policy:	Changes or Improvements to Common Areas and Structures	
Date: 09/26/2006		Date Revised: 11/17/2015, 11/14/2023

Capital improvements and capital expenditures by the Board of Directors and / or Association management are subject to and shall comply with applicable Florida Statutes and law, as well as the pertinent provisions of the Governing Documents. These include:

[To be furnished by the Finance Committee, CFO, outside counsel, etc.]

The Plantation at Ponte Vedra	Section 1.0
Policy: Organization and Management	
Date: 01/08/2007	Date Revised: 04/27/2021, 05/25/2021

The Board of Directors of the Association shall operate as a Board of oversight, policy development and strategic planning with the day to day management of operations executed by a professional staff reporting to a General Manager.

The foregoing principle and policy shall be implemented by the adoption of the following policies and procedures:

- 1.1 **General Manager:** The most senior operating manager of the Association shall be the General Manager (the “GM”). The GM shall be accountable to the Board as the elected oversight body of the Association and will report to the Board through the President of the Association.
- 1.2 **Association Officers:** The President of the Association shall serve in a non-operating capacity as head of the Board and is charged with day-to-day liaison with the GM. The President shall also work with the GM to establish (a) operating priorities consistent with Board approved budgets and strategies, (b) Board agendas and (c) operational and financial reports to the Board. The President shall chair all meetings of the Board and all meetings of the Membership. The Vice President shall serve in the place of the President as necessary. The other officers of the Association shall be the Secretary of the Association, and the Treasurer. The By Laws describe the duties and responsibilities of the officers of the Association.
- 1.3 **Committees/Member Selection:** Committees play an important role in a community-based organization such as The Plantation by advising both the Board and the GM and by exercising specific independent authority granted by the Governing Documents. Committee activity provides a broad based source of information and feedback to management and the Board. At the same time, the involvement of a large number of residents in the governance and management process can lead to confusion, conflict and legal exposure, particularly when it comes to Association employees. Annually, each Committee Chair (or its Board Liaison where the Chair is a non-Board member) shall, in consultation with their fellow Board appointed committee member(s), recommend for Board approval such non-Board Association members, including but not limited to volunteers, who the Chair believes possess the background, skills, experience, personal qualities, availability and perspective that would make them beneficial contributing members to the committee’s stated mission, goals, duties and responsibilities. Each committee, other than the Human Resources Committee, shall consist of a majority of non-Board members. Committee membership selection and ultimate Board approval are each in the discretion of such Chairperson and the Board, respectively, and is not a matter of right. Committee members shall, subject to the Policy service requirements, serve at the pleasure of the Board until the next annual selection and approval process is completed. Committee vacancies shall be filled in the same manner as aforesaid. To clarify the role of committees in the various aspects of the Plantation’s governance and operations, their respective roles have been broken down into the following categories.

- 1.3.1 **Governing Committees:** The Architectural Design Board, the Recruitment Committee, the Grievance Committee and the Executive Committee are each established by Governing Documents and/or Florida law. Each Governing Committee has specific authority to act.
- 1.3.2 **Advisory Committees to the Board of Directors:** The Bylaws provide that the Finance, Strategic Planning, Governance and Human Resources Committees shall be Advisory Committees to the Board. These Advisory Committees shall have specific charters approved by the Board and each shall have no fewer than two members of the Board as members. One of the committee members shall be appointed the Chairperson of each Committee by the President and approved as such by the Board. The Association's Treasurer shall be the Chairman of the Finance Committee. The Human Resources Committee shall be advisory to the Board of Directors and its membership shall be consistent with Policy 1.8.11.
- 1.3.3 **Advisory Committees to the General Manager:** All committees other than Governing Committees and Advisory Committees of the Board shall be Advisory Committees to the GM. **The role of these committees shall be strategic not operational. Committees** will meet on a schedule developed and published by the Chair. The GM or his/her designee shall chair all the Advisory Committees to the GM. Membership on Advisory Committees to the GM shall be made up of members selected in accordance with Section 1.3 above. The Board shall establish parameters concerning committee size, term limits and multiple committee service. Members of the Board may serve as members of an Advisory Committee to the GM; however, to maximize the diversity of input to the GM there shall generally be no more than one Board member on each committee.

Reports and/or recommendations of Advisory Committees to the GM shall be presented to the Board by the GM.

- 1.3.4 **Executive Committee of the Board of Directors:** Subject to the provisions of Florida Law with respect to notice and openness of meetings, the Executive Committee shall be empowered to act in the place and stead of the Board except that the Executive Committee may **not-**
- Approve or recommend to Owners/Members actions or proposals required by law to be approved by Owners/Members
 - Fill vacancies on the Board of Directors or any Committee thereof
 - Adopt, amend or repeal the Bylaws of the Association
 - Terminate any officer of the Association
 - Approve disciplinary action against any Owner/Member
 - Adopt any material change to operating or capital budgets
 - Approve the appropriation of funds for the implementation of an item of capital expense in the approved capital budget except in the case of an emergency
 - Approve any increase in the Annual General Assessment

The Executive Committee shall consist of the President, Treasurer and one non-officer of the Association. The Secretary shall serve ex officio and record minutes of the Committee.

All actions, including those taken by unanimous written content, of the Executive Committee on behalf of the Board shall be reported to the full Board promptly, shall be submitted to the full for ratification at its next regular meeting, and such Executive Committee action and the Board ratification shall be noted in the Board minutes, it being understood that action of the Committee on behalf of the full Board authorizing commitments in good faith may not be reversed.

1.3.5 Required Non-Board Governing Committees:

Governing Committees of the Association: Three Committees will operate autonomously from the Board. These Committees are Recruitment, Architectural Design and Grievance. Actions of these committees will be subject to appeal to the Board only in accordance with Governing Documents of the Association and Florida law. Membership on these Committees and their Charters shall be governed by the Association's Governing Documents and Florida law. The Chairman of the ADB shall be appointed by the Board. Charters for these committees will be summarized in the Bylaws and full charters will be filed with the Bylaws. Summary charters for the ADB and Recruitment Committees appear in the Covenants and Bylaws respectively.

1.4 Committee Conduct: It is expected that all committee members conduct themselves in a courteous and respectful manner towards fellow committee members and Association employees. Committee work should be an inclusive process with respect for diversity of opinion. Once a committee has formally reached a decision, committee members should be willing to promote/explain decisions within the community. It is inappropriate for a committee member to undermine a decision or engage in any action or public debate that might frustrate its implementation.

Committee members shall be respectful of Association employees and resources. Requests to have Association employees provide information or resources to the committee must first be presented to the Committee Chair. The Committee chair will review the request with the GM giving consideration to staff pressures and workloads and ensure that such requests do not impose unreasonable burdens on staff. Staff will be instructed not to accept requests from committee members that have not followed this process.

Committee members that continually refuse to abide by committee conduct shall be subject to the following:

First violation: Warning from the Chair

Second violation: Letter from the Board of Directors

Third violation: Removal from the Committee by the Board of Directors

Particularly egregious conduct may result in immediate removal from the Committee.

1.5 First Annual Meeting of Newly Constituted Committees: The General Manager and/or the President shall attend the first meeting of each Committee and present following:

- The committee shall review their charter and all relevant organizational policies. Any suggested changes shall be forwarded to the Governance Committee for review and Board approval.
- The Committee shall review Policy 1.0
- All committee members shall read and sign Policy 9.5 Conflict of Interest. The Committee Chair shall submit the executed documents to the Association Secretary.
- The Board approved annual business plan shall be presented to the Committee by the responsible manager.
- The GM or President shall explain the responsibility of committee members and those of employees.
 - Committees responsibilities include communicating to management the pulse of the community, raising issues to be addressed by the committee/management, presenting programming suggestions, increasing participation if applicable, positively communicating and supporting decisions of the committee with the greater community.
 - Attendance expectations
 - Emphasize the Committee mandate is to be strategic and not to micromanage how the GM and Association employees execute their jobs.

The Plantation at Ponte Vedra	Section 1.9
Policy: Member Open Forum	
Date: 12/15/2020	Date Amended:

All open Board and Committee meetings shall include a period for Member Open Forum. Meetings between the Board or a Committee and the Association's attorney to discuss proposed or pending litigation or meetings of the Board held for the purpose of discussing personnel matters are not required to be open to members other than Directors and do not require Member Open Forum.

Members may address the Board or Committee one time per meeting for up to three minutes. The speaker shall address the whole Board and not a specific Board Member. The President or Committee Chair may allow a member more time to address the Board or Committee at their discretion.

If the speaker presents any documents, they shall be given to the Secretary and included in the minutes of the meeting.

The Board shall not respond to topics during Member Open Forum. If the topic discussed is on the agenda, the Board shall discuss the topic during the scheduled time on the agenda. The President or Committee Chair may refer questions or comments made by members during Member Open Forum to the appropriate committee or staff member for follow up or add the topic to a future meeting agenda.

The Plantation at Ponte Vedra	Section: 1.7
Policy: Recommended Guidelines to Member Voting Procedures	
Date: 08/04/2003, 11/17/2015	Date Revised: 10/14/2021

I. Electronic Voting

- A. The Board of Directors (“Board”) may from time to time offer Members the option to vote electronically via a third-party online voting platform selected by the Board.
- B. Should an electronic voting platform be available, the Board shall notify all Members, including by written communication to the same address to which paper Ballots would otherwise be sent, that the Members may choose to vote electronically. The Board may at its discretion send follow-up notifications of electronic voting to encourage wider use of the electronic voting option. Any Member wishing to vote electronically shall submit no later than 15 calendar days prior to any election or vote the attached “Consent to Electronic Voting”, which Consent shall be submitted via mail, email, or hand delivery to the Administrative Office.
- C. Any Member who has elected to vote electronically as set forth in subsection B above shall thereafter be required to vote electronically until such time as the Member submits a revocation of their Consent. Such revocation may be sent via mail, email or hand delivery to the Administrative Office. Any revocation of Consent to vote electronically must be received by the Administrative Office at least 14 calendar days prior to any election or vote. Revocations received less than 14 days prior to the election or vote shall not be effective for that election or vote, but will be effective for subsequent elections or votes.
- D. The Board shall provide at least 30 calendar days’ notice of electronic voting to elect directors and other votes for which electronic voting shall be available.
- E. From time to time, the Board may determine to only use paper ballots for an election or vote, in which case the procedures noted above shall not be applicable and the Members must vote by paper ballot as provide below.
- F. Where electronic voting is available for an election or other vote, the Board or a third-party acting on behalf of the Board shall distribute to those Members who have submitted a Consent to Electronic Voting as provided above an electronic communication which shall include a link to the selected third-party online voting platform. Members may vote electronically using such third-party online voting platform from the time the electronic polls open until 15 minutes after the meeting at which the election or other vote is to occur shall have been announced to begin. Members voting electronically shall receive an email or other electronic notice that their vote has been successfully cast.
- G. Votes cast electronically may be changed until the polls close by logging into the online voting platform.
- H. The voting auditor selected by the Board to oversee any election or other vote will be on hand in person during the meeting to ensure online voting tallies are printed directly from the third-party online voting platform.
- I. The Board may determine to use any number of “test votes” using the system above prior to any actual election or other vote to encourage Member participation in

electronic voting and to become better prepared for the actual usage of the online voting platform.

II. Voting by Paper Ballots

- A. Ballots shall be mailed to Members at least 30 days before the closing of the vote.
- B. For owners who do not permanently reside in the Plantation, ballots shall be mailed to their permanent address, unless instructed otherwise, on the same day as ballots are distributed to local residents of the Plantation.
- C. The Board of Directors shall decide, at their discretion, how paper ballots shall be processed. Paper ballots concerning the election of Directors, the authorization to expend funds, the authorization to incur debt, and the authorization to sell property shall always be processed by an outside firm. All paper ballot votes shall be sent directly to the firm or party assigned the responsibility of auditing the voting process and counting the votes. Prepaid self-addressed envelopes shall be provided with the paper ballot. Any paper ballot envelopes received by the Administrative Office shall not be opened, shall have the date and time noted on the envelope, initialed by the Administrative Assistant, and stored in a secure location. Prior to closing of the polls, the ballots shall be delivered only to the responsible firm or party.
- D. The Administrative Office may issue replacement paper ballots only after notification and coordination with the responsible firm or party.
- E. Paper ballots shall specify the date and time that paper ballots must be received. Specific instructions for changing a paper ballot vote shall also be included. The announced date and time shall not be changed. If a town meeting is required, the time stated shall be 15 minutes after the start of the scheduled start of the meeting. If a town meeting is required and subsequently canceled or rescheduled, the stated closing time for submitting a vote shall still be adhered to and staff shall be available at the scheduled meeting location to receive ballots.
- F. Any paper ballots received by the responsible firm, party or the Administrative Office after the announced date and time for closing polls, regardless of postmark, will be documented but will not be counted.

III. General Provisions

- A. The Recruitment Committee shall oversee the firm's or responsible party's process of counting paper votes on-site and for directly downloading the vote tally from any third-party online voting platform as set forth in Section I above. Outside counsel shall be present or available to provide counsel on any legal or procedural questions. Following the closing of the polls and the counting of the votes, the results shall be announced without delay. If a town meeting is held, the results of the vote shall be announced as soon as the results are known. If a town meeting is not held, the President shall communicate the results of the vote to the owners as soon as practicable.
- C. The firm or party responsible for overseeing the voting process and counting the votes shall not be involved in following up with those owners that have yet to vote, nor shall they communicate to anyone (including the Board of Directors) who has voted, who has not voted or how anyone has voted. It is appropriate for the Board of Directors or any other owner to send

notices to the general membership reminding owners to vote. Scheduled voting reminders may be sent to online voters via the online voting platform as long as similar reminders are sent by the Association to the entire Membership.

D. For election of Directors, the President shall only announce which owners were elected and shall not announce the actual number of votes received by each candidate. However, any owner may ask the General Manager for voting results of candidates. On all other matters, actual vote counts shall be announced.

The Plantation at Ponte Vedra	Policy: 1.6
Annual Meeting Voting Procedure	
Date: 11/27/2018	Date Revised: 09/28/2021

Annual Meeting / Nomination and Vote for Board of Directors

The President Calls the meeting to order (Secretary notes the time for the Minutes)

Verification of Quorum - The President asks the Secretary if a quorum is present

Approval of previous year's Minutes (Minutes from last year's meeting are available at the entry and placed on seats in the meeting room)

Presentation of Candidates for Election to the Board of Directors (List names Request for nominations from the floor) If there are no nominations from the floor

Close the nomination process: President requests a motion to close the nominations and proceed to vote. Is there a second? All in favor? Any opposed? The motion carries. (Secretary shall note the time for the minutes)

Last opportunity to vote before the polls close: "Most homeowners have voted in advance of the meeting via proxy or electronically. I'd like to give homeowners that have not voted or who have voted via paper ballot and who want to change their vote the opportunity to do so. If you have not voted and would like to do so, ballots are in the entry hall and now is the time to do so."

Confirm that all proxies are in attendance: "Are the proxies other than the Secretary present?" (Votes cannot be counted for any proxies that are not present)

Confirm proxies are voting as directed: "Are the proxies present, including the Secretary, casting their respective votes in accordance with what appears on their Limited Proxies?"

Closing the Polls: "Have all voted who wish to? This is a last call for ballots. Is there a motion to close the polls for election of Directors? Is there a second? All in favor? Any opposed? The motion carries. The polls are now closed and no further ballots will be accepted." (Secretary shall note the time for the Minutes)

While the votes are being counted the President will:

Recognize Current Board (List names)

Recognition of Recruiting Committee (List names)

Present the State of The Plantation and other relevant business as noted on the Agenda.

Announcement of vote results - Announcement in alphabetical order.

Motion to adjourn the meeting - The Secretary will note the time for the Minutes.

The Plantation at Ponte Vedra		Section: 1.2.1
Policy:	Election of Corporate Officers	
Date: 04/27/2010		Date Revised: 08/27/2024

Following each annual meeting of the membership, the first meeting of the members of the Board of Directors shall be held no later than 30 days thereafter at such time and place as shall be fixed by the Board. Optimally, the orientation of the new board members, organized by the outgoing board of directors and the association's legal counsel with assistance from employees or an outside consultant if appropriate will occur prior to the meeting. The election of Officers shall take place at this first meeting of the directors.

A Director wishing to nominate another Director for an office must secure the permission of that other Director – *i.e.*, the proposed nominee – prior to the first Meeting.

If a Director agrees to be nominated (or self nominates) for an office, he/she shall prepare a brief statement (five minutes or less) stating why he/she is qualified for the position.

Each nominee shall present his/her statement to the other Directors. The order in which these are presented shall be determined by random lot. After the statements, the candidates shall withdraw to a place where they cannot hear the discussion. A brief discussion may be held by the other Directors concerning the candidates. The candidates shall be recalled, and votes shall be cast by secret ballot. The ballots shall be tabulated by the outgoing Board President and read aloud without identifying the voters. If a nominee does not receive a majority of the votes cast, then other nominations and secret ballots shall take place until a nominee receives at least a majority of votes cast. Abstentions shall not be considered votes cast for purposes of determining whether a nominee has received a majority of votes cast. The nominee receiving a majority of votes cast shall be elected.

The outgoing officers of the Corporation shall serve until election of officers during the first Meeting takes place. The outgoing President shall preside at the meeting until a new President is elected. The new President shall preside over the rest of the meeting.