

River Club Condo Docs – Summary of changes

7/6/21

Preface: This project started with the objective to consolidate the many amendments to the documents last done in 2001. I believe that not one person had a complete set of condo docs, especially the exhibits and attachments that are referenced. The biggest issue was that many of the documents were typed on a typewriter, not in electronic format, and text was not searchable. To create a complete set of condo docs, all documents, exhibits and attachments were compiled, scanned for text, and recompiled. All amendments since 2001 were placed within perspective documents. The goal is to have a complete set of accurate condo documents, and to add/update some of the specific statements to allow a modern way of communication via email and electronic features.

Several volunteers reviewed the modifications, and a summary, ready for a legal review, was compiled at the beginning of the year. It was expected that we get legal advice and approval on a process to Amend and Restate our documents.

The lawyer doing the review sent him, went a bit further than expected and reviewed our documents. There are many suggestions he made noting things have changed since 1980. It was also noted that in 2001, it appears that the Amended and Restated documents focused on the same initial criteria, specifically to insert and replace text to apply the (then 11 amendments) to the original condo docs so that owners could have a clean set of condo docs. It did not change much within other areas (such as Telegraph as a form of notification). A lot has changed in 20 years, and Florida Statutes govern what the Association can, and can't do. The legal review performed on our documents as a whole, pointed out some items that are no longer enforceable, as well as items that should be in our documents. This protects the Association as a whole, and the Board that governs the Association. We also had added a few items that needed updating to keep up with current technology and building standards. Some of the language used then is no longer appropriate, and suggestions were made as a legal opinion to what the condo docs should look like.

With all said, John Mears, our lawyer, and Jon Korda have reviewed the legal recommendations and have incorporated the modifications needed in the summary provided the legal team. We feel that while the initial combining of amendments and changes addressed specific needs, that we should move ahead with several of the suggestions of the legal review. The end result to be an updated and complete set of documents for River Club.

Below is a summary of changes to the condo docs, and to be completely transparent making the changes, we are including all changes made to each of the condo docs should you want more detail. We are also including a proposed version of each document in the case you wish to review the final version should we pass, by member vote, Amending and Restating our documents.

Please know, that at any time you have questions, John Mears or Jon Korda can answer, or clarify any of these proposed changes. To pass Amending and Restating these documents, we will need 60% of the Board's approval, and a majority of eligible owner votes. This is done in person with a signed ballot, by a signed proxy indicating either the Board, or a specific owner to cast your vote, or a **signed ballot returned to the Main Office by mail(not email). Until we adopt email, we need to do the old school, to collect physical ballots.**

Summary of Changes by document:

Articles of Incorporation – most changes are capitalization and language correction. The removal of “not less than 60% of the votes” of the Board simply assumes the Board only approves with 3/5 affirmative votes. It also specifies that a management company has “certain specified” powers and not “all” powers of the Association. It also addresses voting clarification if a unit is owned by multiple people, corporation etc.. Language added to clarify that a Director who ceases to be a member(sells condo or other), has automatically resigned their position on the Board. Other details point out that The Condominium Act and Florida law leads the removal of a Director. Other minor items for clarification were done, but none affecting what these Articles represent. The Amended Articles have very minor changes and nothing substantial.

Bylaws – simple mods and correction made to the address of RC, and removal of the need for the impression of an embossed seal on the paperwork. The roster language was changed to indicate the Florida statute 718.111(12) governs what information is kept on our roster. It is now specified that our Annual meeting will be held in January. Also some language changed about meetings. Clarification on voting to clarify one vote per unit, and to exclude an assumption that either husband and wife vote, to specify owner voting. Added language that election of Directors cannot be by proxy vote. Verifies/defines the staggering of Director terms. Removes the language specifying 48 hour notice to “The Condominium Act” that governs the condominium. Removes telegraph as a method of communication and adds email. Language added to allow Directors to delegate responsibilities to an Association Manager when desired. Budget meeting language changed to state that “The Condominium Act” holds the requirements and rules regarding Budget communications. (please know that it may be the same as stated now, but could change with Florida law). Added language to verify carryover funds from a previous year for assessments. Other items included are to add “his or her” instead of “his” only, and pointing out that the governing Florida laws govern the Association.

Declaration – some minor language changes, capitalization of terms. Clarification that guest parking spaces shall not be considered limited common elements(to a specific unit). A proviso added to state that the Association is not obligated to maintain improvements made by a specific owner. Clarification added that owners are responsible for their own fixtures (example: AC and front entrance doors). Some rewording to allow the Board to change window and door requirements without having to amend the document(would be in R&R). Added vinyl windows as an option as long as the outside is dark bronze. Allows seasonal decorations on a temporary basis in accordance with an accordance adopted by the Board. Clarified that no substantial additions to Common Elements be made without approval. Restated the requirement to bring units to hurricane code compliance when units are sold. Clarification of assessments made on a unit to state that the Association can recover lost funds and unpaid fees(changes in section 6). Added the ability to tow vehicles in accordance with Florida law. Added language for restrictions on advertising units for lease (10.11). Added language to state “his/her” versus assumed “his”. Added statement that leases need the Association’s approval. Added language stating that the Association may require background checks. Removed \$50 maximum fee and to follow Florida statutes limit fees/fines. Changed the parameter to allow 20 days for transaction approval from 15 days for several areas for the Certificate of Approval. Added the language that a Corporate owner cannot change more than once in one year. Changed language that arbitration on a sale where appraisals are done, that we(RC) can hire an independent appraiser to determine fair market value. Added language to state that the Association has no obligation to furnish substitute purchasers upon disapproval of a potential buyer. The section clarifies when disapproval is due to bankruptcy, unpaid debt, felony or findings of a sexual predator. Same language covering leases should the Association disapprove. Added a few protections (11.8, 11.9) for the Association to claim relief and costs due to evictions. Removed language under executing an amendment for corrections.