

## ORANGE PARK COUNTRY CLUB OWNERS ASSOCIATION, INC.

### FIRST NOTICE OF DATE OF ANNUAL MEETING

#### TO: ALL ASSOCIATION MEMBERS

NOTICE is hereby given that the Annual Meeting of Orange Park Country Club Owners Association, Inc. ("Association") has been scheduled for **Thursday, December 6, 2018**. The meeting will begin at 6:00 pm at the **Advent Lutheran Church located at 2156 Loch Rane Blvd, Orange Park, FL 32073**.

Election of Directors – Four (4) positions on the Board of Directors are up for election

- a. Two of the current directors are considered "holdovers", whose terms expired but whose seats were extended by the Board until they could be filled in this year's election
- b. Two additional directors' terms expire this year
- c. In order to have an election in 2018, the Association needs 30% of total membership to be present in person or by proxy to make a quorum.
- d. Those wishing to run need to notify the Association of their intent to be a candidate by October 17, 2018 or nominate themselves from the floor at the Annual Meeting
- e. If you are interested in running, you are free to submit a 1-page Candidate Information Sheet which will be publicly posted for membership review prior to the election

#### **ELECTION OF DIRECTORS**

As you may be aware, the Association has a Board of Directors comprised of 7 members. The Bylaws of the Association provide that each director shall serve a 3-year term, and that such director terms shall be on a "staggered" basis. What this means is that each year there should be at least 2 candidates up for election, with an election being held each year, so that the entire Board is not up for election at the same time. This ensures continuity on the Board and allowing existing directors to help new directors in policies and procedures and to provide institutional knowledge.

Florida laws governing homeowners associations provide that in order to have an election there must first be a quorum of the membership at the annual meeting, whether in person or by proxy. **By law this threshold is 30% of the membership, meaning that at least 30% of members must either show up in person or submit a proxy for a quorum to be met and a meeting to be held.** Once this number is obtained, then a meeting may be called and an election held. However, without a quorum, there can be no election and the directors whose terms are set to expire are replaced by the remaining board members or may be elected by the membership at a later election.

The Association failed to obtain a quorum during the last annual meeting. This means that the two director positions up for election were "held over" by the Board of Directors until another election can be held at this year's Annual Meeting. Accordingly, should a quorum be obtained for the upcoming annual meeting, four director positions will be up for election.

In order to ensure that there will be staggered terms, the Board has voted that each of the director positions will be filled as follows:

- Top 2 directors receiving the most votes will fill the terms expiring in 2021
- Next 2 directors receiving the next most votes will fill the terms expiring in 2020

This will ensure, going forward, that each director is on a 3-year term and is elected on a staggered basis.

### **ATTENDANCE BY PROXY**

In order to have an election a quorum must be obtained. You are therefore strongly encouraged to submit a proxy in advance of the meeting if you do not plan on attending in person. A proxy form allows you to nominate another individual to cast your ballot on your behalf and will count as if you attended the meeting. This will ensure that a quorum is obtained so that the annual meeting may be held and the directors elected by the membership. This will allow the Association to have enough members present (in person or by proxy) to hold a meeting and conduct an election for its directors. The Proxy Forms will be available to the Members prior to the annual meeting.

If you have any questions or concerns regarding this process, please contact our Community Association Manager, Al Allen of Leland Management at 904-263-4060 or [asallen@lelandmanagement.com](mailto:asallen@lelandmanagement.com).