

WORTHINGTON

COMMUNITY ASSOCIATION, INC.

Special Meeting of the Members February 4, 2019 Panther Trace II Clubhouse Meeting Minutes

1. Call to Order-Certifying of Quorum

The meeting was called to order by President, Jim Bishop at 6:35 p.m. 24 owners were present. Melissa Knight with Glausier Knight, PLLC was in attendance as legal counsel for the Worthington Community Association ("Association"). Doug Pinner and Jeana Wynja represented McNeil Management.

Notification regarding the Special Meeting was mailed to all owners on January 25, 2019. Appropriate notice was posted at the community.

2. Business

Jim Bishop indicated that eighteen (18) owners within the community had petitioned the Board to conduct a Special Meeting of the members as per the Association's Bylaws, Section 3.3, to address the severed drain line on Holmwood Greens Place.

The Association's legal counsel, Melissa Knight, provided an introduction regarding her credentials. She formerly worked as legal counsel for SWFWMD (Southwest Florida Water Management District) and brings first-hand knowledge to the drainage issue.

An Alteration Application, with owner's survey and supporting documentation, was submitted on August 17, 2018 requesting installation of a pool in the backyard of 12319 Holmwood Greens Place. The Application was approved by the Architectural Committee. On November 15, 2018, a 12" corrugated pipe was discovered while digging. The owner's survey submitted with the Alteration Application did not indicate that such a drain existed.

Melissa further addressed that the corrugated pipe/drain is not a yard drain, but it is a surface water management system drain ("drain"). SWFWMD issues maintenance permits to entities; the SWFWMD permit for maintenance of this drain was issued exclusively to the CDD.

Worthington was originally platted as a townhome community and later re-platted as a single family home community. Easements were granted to the CDD on the plat, to maintain the drain. The CDD has expressed that the drain is a "yard drain", however the plat map and SWFWMD permit both indicate that it is a surface water management system drain to be maintained by the CDD. The Association's Declaration clearly states that the CDD is responsible for the drain. SWFWMD also advised the Association's legal counsel that the CDD is responsible for the drain.

Melissa has been engaged to protect the owners of the Association. She spoke of the business judgment rule, that directors are not liable for their business decisions, and the actions of the board will be upheld. The Association carries appropriate insurance for such director business decisions.

The Association is small, comprised of only 89 owners. Melissa informed that repair of the drain is not an Association matter, nor the Association's responsibility. She further explained that taking on such a responsibility to fix would always cause the Association to become responsible for any future drain repairs, and advises against such action. This matter should be handled and paid for by the right parties, which is not the Association.

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3. Owners Comments

Inquiry about HOA fees and will they increase this year. The 2019 Budget has been established and there will be no change to the 2019 monthly assessments.

Inquiry regarding the status of the current legal fees. The Board had allotted for some legal fees in the 2019 prior to the occurrence of the current situation. The Board is monitoring.

Inquiry on how SWFWMD can assist with the process. Before a builder exits the community, they are to provide the transition committee with a set of ASBLT Drawings that shows where various electrical, irrigation, drains, etc., are located within the community. The builder did not provide the ASBLT Drawings. Melissa will reach out to SWFWMD to see if they have or can obtain a copy of the ASBLT drawings for the Association for historical value.

Inquiry about the safety of children in the neighborhood while the hole is open. Each lot is individually owned and is private property of the owner. The lot owner is responsible for ensuring that the property does not create an attractive nuisance.

Inquiry regarding the county's involvement. The county's involvement is limited regarding the drain, however County Code Enforcement would have jurisdiction regarding an attractive nuisance on the property.

Owner inquired if the HOA should pay for the repair to the drain. The Association does not have jurisdiction to step in to repair the hole. The Board of Directors and legal counsel are trying to protect the Association from any legal and financial consequence. It is not the responsibility of the Association to fix the damage.

Inquiry regarding the next step. Melissa will prepare and send a letter to the CDD this week to clarify that the Association is not the responsible party in this matter. The letter will be shared with the Association members, attorney of involved parties, and SWFWMD.

Inquiry if the HOA have jurisdiction over the SWFWMD permit. No, the Association does not have ownership or control over the SWFWMD permit. The only entity that has ownership/control is the CDD. When is the next CDD Meeting? The next CDD Meeting will be held on February 25th. CDD Board is comprised of elected officials. Owners within the Association, as well as the rest of Panther Trace II, vote for those elected to the CDD Board.

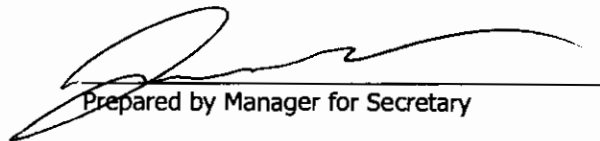
Inquiry regarding the builder's responsibility. There are factors that owners would need to consider; cause of action and statute of limitations.

Melissa indicated that the common goal of the Association should be to make sure responsible parties are held responsible for repair and maintenance of the drain.

4. Adjournment

On Motion: Duly made Jim Bishop, second Joe Cavanaugh, carried unanimously.

Resolve: To adjourn the meeting at 7:50 p.m.



Prepared by Manager for Secretary