

## **MISSION, ASSUMPTIONS, PROCESS, SUMMARY, AND RECOMMENDATIONS**

1. **Mission:** The Document Committee was charged by the Board of Directors to examine our governing documents, which include Florida Statute 720 (FS 720), the Amended and Restated Declaration of Restrictions for Mt. Olive Shores (Declaration), the Articles of Incorporation (AOI), and the Second Amended and Restated Bylaws of MOSLOA (Bylaws), for concurrence and compatibility.

### 2. **Assumptions:**

a. The Document Committee assumed that most of the governing documents were in compliance with FS 720 and each other.

b. The Document Committee assumed that reorganizing the governing documents would be necessary to facilitate finding information and updating future changes for all residents.

c. The Document Committee assumed that there would need to be some changes in terminology, definitions, and structure throughout the documents to maintain consistency.

d. The Document Committee assumed that the Association Attorney will need to review and possibly revise the "Whereas" and "Now Therefore" statements in the Declaration of Restrictions.

### 3. **Process:**

a. The Document Committee members reviewed FS 720 (2022 edition).

b. Considering the FS 720 review, the Document Committee members reviewed the Declaration for compliance with FS 720.

c. Considering the FS 720 and Declaration reviews, the Document Committee members reviewed the AOI for compliance with FS 720 and the Declaration.

d. Considering the 720, Declaration, and AOI reviews, the Document Committee members reviewed the Bylaws for compliance with these three documents.

e. The reviews mentioned above ensured compliance within our governing documents.

f. The in-depth reviews of both the Declaration and the Bylaws began by incorporating all approved amendments into the base documents.

g. As a result of the above, the Document Committee believed that we needed to relabel/renumber sections that follow sections that were deleted by the approved amendments. Further, to facilitate locating specific information in both the Declaration and Bylaws, a Table of Contents was added and updated for each.

h. Additionally, the Document Committee made some minor changes which are indicated by the old wording being crossed out and the new wording being underlined. The Document Committee does not believe this altered the intent of the original text. Each change is annotated with the reason for the change.

i. The Document Committee has rearranged some of the Articles and reformatted certain sections to be more “user friendly” WITHOUT changing a single word. However, the Document Committee did change some punctuation and break up some long, compound sentences which read better if separated into two or more sentences.

j. In view of the above, the Document Committee underlined some titles to make them easier to identify and modified punctuation in the section titles. Additionally, the Document Committee capitalized certain words and added some words to maintain consistency throughout the documents. Also, the outline method used in the original text was modified to be consistent throughout the Declaration and Bylaws. Again, the Document Committee does not believe this altered the intent of the original text. It will simply make it easier to cite references to specific texts.

#### 4. Summary:

a. The order of precedence of our Governing Documents, after Federal and Florida law in general and FS 720 (2022), is:

- (1) The Declaration of Restrictions,
- (2) The Articles of Incorporation, and lastly
- (3) The Bylaws

b. The Declaration and its six (6) approved amendments have been incorporated into a single document. The Articles of Incorporation remain a single document. The Bylaws and its three (3) approved amendments have been incorporated into a single document. A Table of Contents has been added to the Declaration to be more user friendly and the Table of Contents in the Bylaws has been updated.

c. The Declaration, the AOI, and the Bylaws, as presented here, are now compliant with FS 720 and with each other.

d. The intent of all the documents remains the same.

e. The affirmative votes required to approve amendments to each document, at an Annual Meeting of Members where a quorum has been established, are:

- (1) The Declaration of Restrictions: 75% of those who vote
- (2) The Articles of Incorporation: 67% of those who vote
- (3) The Bylaws: 50% + 1 of those who vote

f. It is critical to understand this precedence and the required approval percentages. If any of these three documents presented here, the Second Amended and Restated Declaration of Restrictions, the revised AOI, and the Third Amended and Restated Bylaws of MOSLOA, fails to gain approval of the Association, all three documents will be out of compliance with FS 720.

5. Recommendation: In view of the above and once the review process by the Board and Association Attorney has been completed, the Document Committee recommends that the Board of Directors simultaneously place the changes to all three documents before the Association for a vote. As stated above, this vote must be done at an Annual Meeting of Members and the Document Committee recommends these changes be addressed at the February 2024 Annual Meeting of Members in order to minimize the period of time the documents are out of compliance with FS 720. Further, the Document Committee recommends that once the documents have been approved by the Board and Attorney, they be discussed at Board Workshops and special information sessions held at different times and dates at the Community Center/Gazebo 4. Also that a copy of all three documents be placed in the Library, the Community Center, and Gazebo 4 for review by community members.