

MINUTES OF LANDOWNERS' MEETING
ROLLING OAKS COMMUNITY DEVELOPMENT DISTRICT

Rolling Oaks Community Development District Landowners' meeting was held Thursday, November 14, 2019 at 12:00 p.m. at the Heritage Crossing Community Center, 7715 Heritage Crossing Way, Reunion, Florida.

Present were:

John Chiste by telephone
Jared Bouskila
Cora DiFiore by telephone
Peter Brown
Samir Yajnik
George Flint
Vivek Babbar by telephone
Bruce Taylor
Tricia Adams
Several Landowners

FIRST ORDER OF BUSINESS

**Determination of Number of Voting Units
Represented**

Mr. Flint stated we had a table set up out front and handed out ballots and we have 290 voting units represented.

SECOND ORDER OF BUSINESS

Call to Order

Mr. Flint called the Landowners' meeting to order.

THIRD ORDER OF BUSINESS

**Election of a Chairman for the Purpose of
Conducting the Landowners Meeting**

Mr. Flint stated next is election of a Chairman for purposes of conducting the meeting. I would ask if there is no objection if you would designate me as the District Manager to run the Landowner meeting. That is the limit of my powers as far as the Landowner election.

There being no objection, Mr. Flint was designated Chairman for the purpose of conducting the Landowners' meeting.

FOURTH ORDER OF BUSINESS

Nominations for Position of Supervisor

Mr. Flint stated next is nomination for position of Supervisor. The Board currently has three positions that are up for election, seat 1, seat 2 and seat 5. Each Landowner can nominate one person for each seat. If you have one vote you can cast one vote for each seat, if you have five votes you can cast five votes for each seat.

We will open the floor to nominations and I will write the names that are nominated. Once everyone is done with the nominations we will close the floor for nominations and at that point you will cast your ballots. The requirement is that the individual nominated has to be a Florida resident and citizen of the United States. We will take nominations and once the votes are cast I collect the ballots and tabulate the results and the two individuals with the most votes will serve four year terms of office and the third person will serve a two year term of office. This is set by statute and the District's rules of procedure.

A resident nominated Suzanne Docovo, Blake Roby and Christopher Holko.

Mr. Brown nominated John Chiste, Peter Brown and Samir Yajnik.

There being no other nominations, the floor was closed to nominations.

FIFTH ORDER OF BUSINESS

Casting of Ballots

Mr. Flint stated those of you who have ballots you can write in the three individuals of the list of six you want to cast your votes for and you can cast all your votes for each seat.

There being some people who arrived late and with no objection from the Landowner, Mr. Flint revised the number of voting units represented to 292.

The Landowners' meeting was recessed in order to tabulate the ballots then the meeting was reconvened.

SIXTH ORDER OF BUSINESS

Ballot Tabulation

Mr. Flint read into the record the following:

Ms. Docovo received 9 votes.

Mr. Roby received 10 votes.

Mr. Holko received 11 votes.

Mr. Yajnik received 280 votes.

Mr. Brown received 282 votes.

Mr. Chiste received 281 votes.

Mr. Flint stated as a result Mr. Brown and Mr. Chiste will serve four-year terms of office and Mr. Yajnik will serve a two-year term of office.

SEVENTH ORDER OF BUSINESS

Landowners Questions and Comments

A resident stated for future reference, we had over 150 proxy votes and we were told they were not good. What procedure do we have to follow to make them legitimate for the voting?

Mr. Flint stated right now according to the District's procedures we have to have an original proxy. I think the issue was that some folks had electronic signatures and some may have had copies of proxies. We have to have the original proxy at the Landowner election naming a proxy holder and in addition whoever is signing the proxy on behalf of an LLC, etc. there should be something attached to the proxy, a print out from Sunbiz or a corporate resolution, some document showing the person signing the proxy is an authorized representative of that entity. I think most of the issue today with the proxies had to do with the fact they were either electronic signatures or copies. Ms. Docovo sent me an email asking about electronic signatures and I consulted with the attorney for the District who is on the phone and he confirmed that Florida Statutes do allow for electronic signatures, governments take them, it doesn't obligate governments to take electronic signatures but it says if a government is going to accept an electronic signature they have to vote to do so and they also have to have policies and procedures in place to verify the validity of the signature. At this point in time we don't have that, this issue has not come up so the Board has never voted to allow electronic signatures and they also have not put policies and procedures in place. In the absence of that we were advised we could not accept an electronic signature.

A resident stated in the future you have original proxies. Do you need identification and drivers license with that too or just the original proxy?

Mr. Flint stated if you are proxy holder and you bring in a proxy that has your name at the top, we need some indication that you are the person and the entity naming you as proxyholder whoever is signing that there needs to be something attached indicating that person is some sort of officer of that LLC.

A resident stated I'm talking about individual ownership.

Mr. Flint stated for individual owners we don't need anything. If your neighbor wanted to name you as the proxyholder and they are an individual owner and they sign that, you have the

original proxy with their signature you don't need anything from them but if it is an LLC or something like that then you do. We are not trying to be overly difficult, but we do need to verify the results of the election. We have had Landowner elections that have gone eight hours because we had to verify every single one.

Mr. Babbar stated as you stated earlier this is an election for a public office so the District is required to have procedures in place to ensure the election is responsible and if you have originals on file in order to certify that it is not only for the election but also to the Supervisor of Elections so you can certify the seats and how the election took place.

A resident asked can we find the rules of what you accept and don't accept where we would have known this? Are there regulations that say what you are and are not accepting? Where is it written?

Mr. Flint stated as District Counsel indicated we have to be able to verify that proxy is a valid proxy, if it is a Xeroxed copy or stamped copy we have no way. If it is ever challenged we have the original and we can go back and verify the validity. We are running the election as opposed to the Supervisor of Elections and we do have to be careful, the Board is certifying the results of the election so we do have to have the original proxy.

Mr. Babbar stated in the future we can verify that, however, the District Board did make the announcement at its meeting in May or June and there was a newspaper ad that if there are any questions to contact the District Manager and we did have a resident contact the District Manager as well. We understand the residents' comments and I think we can incorporate that in the future potentially.

A resident stated in this community the majority of the residents do not live in Florida, they don't see Florida publications. It is a bit more difficult for the owners of these properties. Where was this made public as far as the meeting today? Obviously, you need to announce it two weeks ahead of time and so on.

Mr. Flint responded the legal requirement is it has to be announced in a public Board meeting at least 90 days in advance of the Landowner election. If you go back to April or May and look at the agenda or those minutes you will see in the agenda was a copy of the ballot, sample agenda and proxy so the Board set the date, place and time in April or May. There are also two notices that have to go in the newspaper, 21 and 14 days in advance and both of those were run and we have affidavits of publication. We have met all the legal requirements.

A resident stated I don't question that. It is mostly along the line of most of the owners are not around, they are from all over the world, so they don't see this. They have no idea this was even going to happen.

A resident stated we get so many stupid publications all day long, why as owners did we not get publication of this meeting? You could have emailed all the owners. I think the Board needs to adopt a procedure of letting us know.

Mr. Flint stated we have to be careful when we go beyond what our legal notice requirements are because then what happens is people become reliant on that and then if for some reason we didn't send that email out that we are not legally required to do there may be a basis for challenging that. Typically government entities are going to limit their notice to what they are required to do.

A resident stated my CDD puts it on Nextdoor, which is like a Facebook app specifically for communities.

Mr. Flint stated I would be surprised if a CDD was actually doing that or whether there was a Nextdoor page that a resident posted it. We manage 160 of the 600 in the state and we work with a lot of different attorneys on those different Districts and our practice is consistent with what we believe the industry is. All the information is on the website so I think as residents within the Rolling Oaks CDD you want to make sure you are monitoring the agendas and website to know what is going on. The state in the last few years has made a lot of changes to the statutes as far as requiring websites, designating the minimum information that has to be on the websites and there have been a lot of improvements on what electronic information that is out there and the Rolling Oaks website complies with all of that.

A resident stated but there is an official paper that says it has to be original signature for our vote.

Mr. Babbar stated we follow what is required by statute and we come up with a proxy form that is in the agenda as well as in the newspaper notice. I'm looking at it right now and it specifically says proxy forms are available upon request of the District Manager's office. It is going to be on forms and our instructions to make sure that we can verify those signatures. Again, the reason we need originals is in case there is a dispute they can check and verify that someone signed it and it is not a forgery. You can always compare that signature to some other document and that is why we require those corporate documents of the LLC entity. In my experience that is

the best way to approach it and as you said earlier if we started giving notice of that through a website or email or something else that is not required by statute residents or other members of the public can argue that you are giving out notice in addition to what is required and in the event it gets missed or someone misinterprets the notice there could be an issue. Again, because these are Elections of public officials we need to ensure the integrity the best we can.

A resident stated we reserve the right under the uniform electronic transaction act that any election that involves e-signatures with the Supervisor of Elections to the validity of those signatures. Obviously, from the Board's standpoint I don't think it would make a difference for today's vote but going forward we would reserve that right and I would implore the Board to adopt procedures to facilitate a little easier means for Landowners' to vote.

Mr. Chiste asked can you repeat what he said?

Mr. Flint stated the statement was he is reserving the right to basically challenge the results of the election based on the fact that we didn't accept the e-signatures today or any future election. I have said it the statutes are fairly clear that the District has to have policies and procedures in place in order to accept electronic signatures, basically to verify the validity of those. We don't have those in place as we sit here today. If the Board at some point in the future chose to do that then they could accept them at future Landowner elections. The Board Members are sitting here and they are hearing what the comment is and I'm sure we will have some discussion and we will have it on a future agenda.

Mr. Chiste stated agreed.

Mr. Flint stated it sounds like there is an indication that the Board is willing to put a policy in place that would allow it in future elections.

Mr. Chiste stated we will definitely revisit it.

There being no other comments or questions the Landowners' meeting adjourned.