

**Palmer Ranch Master Property Owners Association, Inc.**  
**Meeting of the Board of Trustees**  
**MINUTES**  
**November 17, 2022**

A Meeting of the Board of Trustees of Palmer Ranch Master Property Owners Association, Inc. was held on November 17, 2022 via Zoom.

**Trustees present:** Bob Swan, Carol Auricchio, Elizabeth Miller, Garry Wharton, Lisa Meskil, Nicholas Spina, Peggy Wells, Tami Lansdell and Thomas Weisman.

**Trustees absent:** Charles Reith, Chris Meyer, Cynthia Dopjera and Lee Katz.

**Community Representatives present:** Bob Swan, Prestancia; Elizabeth Miller, TPC Prestancia; Lisa Meskil, CoreSRQ; Brian Wachter, Sandhill Preserve; Dwight Morrison, Silver Oak Estates; Frank Frey, Village Walk; Mike Holland, Isles of Sarasota; Oliver Janney, Deer Creek.

**Member present:** Glynnis Lee, Vintage Grand.

**Palmer Ranch Master Association staff in attendance:** Tracy Smith, Sue Ambrecht and Carrie Augusto

**Convene/Confirmation of Quorum**

Vice President Garry Wharton convened the meeting at 3:02 pm, following confirmation of a quorum.

**Minutes of Previous Meeting**

There being no changes or corrections, the minutes of the September 22, 2022 Meeting of the Board of Trustees were approved as distributed.

**Community Representative Input – Agenda Items**

No comments.

**Financial Report for the Period Ending October 31, 2022**

Tracy Smith presented the unaudited financial statement for the period ending October 31, 2022.

**Reports**

With the exception of the President's Report, reports were provided to the Board prior to the meeting. Each report was referenced and opportunity to provide updates or ask questions was given.

- A. President's Report – Comments provided by Garry Wharton, Vice President, including announcement of the upcoming Palmer Ranch President's Summit – January 5th at 10am at Stoneybrook Golf & Country Club. All Community Presidents and Designated Representatives are invited to attend.
- B. Management & Community Development Reports - Comments provided by Tracy Smith, which included the following updates:
  - a. We are still interviewing for the part-time Administrative Assistant. Have had one interview earlier this week and a second one scheduled for tomorrow.
  - b. Total monies spent, as of today, on damages from Hurricane Ian - \$31,312.49 (debris removal; irrigation, electrical, signage and wall repairs)
- C. Grounds Report - Comments provided by Sue Ambrecht, who added we have signed the contract this week with LaGasse Utilities. This contract was approved by the PRMA Board at its September meeting; however, we encountered delays with the permit we're required to obtain with Sarasota County.
- D. Advisory Committee Report - Comments provided by Tracy Smith.
- E. Palmer Ranch Watershed/Natural Assets Committee - Comments provided by Tracy Smith, who added the Natural Assets team plans to do more educational programs tailored to specific communities and will also plan on having another environmental fair, similar to the ones it hosted in 2018 & 2019.

TASK: PRMA Staff will consult with Blooming's Landscape on soil test protocols and make the information available to Members of Palmer Ranch, so that communities may identify nitrogen levels present in their soil before any fertilizer applications are made to their grounds.

Palmer Ranch Master Association – Mission Statement

*'Our mission is to enhance and maintain the aesthetic quality of Palmer Ranch and to preserve the overall unique identity and sense of community.'*

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**Old Business**

**A. Other**

There was no old business to discuss.

**New Business**

**A. Resolution of the Board of Trustees of Palmer Ranch Master Property Owners' Association, Inc. to permit video and teleconferencing of board meetings; and adoption of a policy for video and teleconferencing of board meetings.**

Based on recommendation from the Palmer Ranch Advisory Committee, along with supporting materials, motion was made by Nicholas Spina, seconded by Carol Auricchio, to approve the Resolution of the Board of Trustees of Palmer Ranch Master Property Owners' Association, Inc. to permit video and teleconferencing of board meetings; and adoption of a policy for video and teleconferencing of board meetings. Following discussion, the motion passed unanimously.

**B. Other**

There was no other new business to discuss.

**Community Representative Discussion**

- Dwight Morrison of Silver Oak asked when Sarasota County would be repairing or replacing the street signs damaged by Hurricane Ian. Sarasota County had advised the PRMA office they are in the process of replacing all damaged road signs within the County. They're starting first with regulatory signs (speed/stop) then moving onto others. The county does have a database of their signs with geolocations, so they should be able to determine what goes where.

**2023 Calendar Year Meeting Schedule – held on the following dates at 3pm**

- A. Board Meeting – January 26th
- B. Annual Members Meeting & Organizational Meeting of the Board – March 23rd
- C. Board Meeting – May 18th
- D. Board Meeting – July 27th
- E. Board Meeting – September 28th
- F. Board Meeting – November 16th

**Adjourn**

There being no further business to discuss, motion was made by Bob Swan, seconded by Nicholas Spina, to adjourn the meeting. Meeting adjourned at 3:30 pm.

Respectfully submitted,

Peggy Wells  
Secretary

**REPORTS PROVIDED TO THE BOARD FOR THIS MEETING:**

- Unaudited Financial Statement for the Period Ending October 31, 2022
- Management Report dated November 10, 2022
- Community Development Update dated November 10, 2022
- Grounds Report dated November 17, 2022

Palmer Ranch Master Association – Mission Statement  
*‘Our mission is to enhance and maintain the aesthetic quality of Palmer Ranch and to preserve the overall unique identity and sense of community.’*

**A RESOLUTION OF THE BOARD OF TRUSTEES OF PALMER RANCH MASTER PROPERTY OWNERS' ASSOCIATION, INC. ("ASSOCIATION") TO PERMIT VIDEO AND TELECONFERENCING OF BOARD MEETINGS; AND ADOPTION OF A POLICY FOR VIDEO AND TELECONFERENCING OF BOARD MEETINGS**

WHEREAS, The Board of Trustees ("Board") wishes to authorize Board meetings may be conducted via video and teleconference through ZOOM or another similar platform; and,

WHEREAS, the Board wishes to authorize that open meetings of the Board, when and if necessary, may be conducted via video and teleconference through ZOOM or similar platform, and that dial-in and login information to allow owners to observe and participate in the meeting via video or teleconference will be included in a notice posted by the Association in the designated common area location and on its website in compliance with the Association's Bylaws and Chapter 720, Florida Statutes; and

WHEREAS, for those persons not able to participate via video and teleconference through ZOOM or another similar platform, they may attend the Board meetings in-person; and

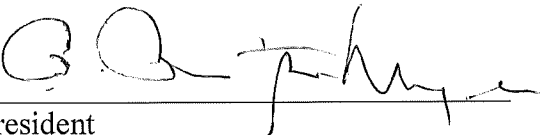
WHEREAS, the Trustees would like to formally adopt the Video and Teleconference Policy which will govern the Association's policies and procedures for holding a Board meeting, including via video or teleconference; and

WHEREAS, Article VII, Section 5 of the bylaws and Section 617.082(4), Florida Statutes, provide that Trustees may appear at a Board meeting by any means of communication by which all Trustees participating shall simultaneously be able to hear any other board member during the meeting; and,

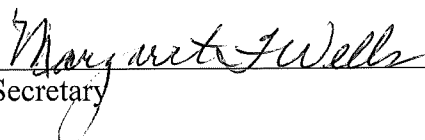
WHEREAS, in the event of another emergency event or health crisis, requiring the Board meetings be held via video or teleconference through ZOOM, or similar platform, the policy approved below shall be attempted to be followed by the Board unless the emergency powers set forth in Chapter 720, Florida Statutes are invoked.

THEREFORE, IT IS RESOLVED THAT: pursuant to the Association's Bylaws and any amendments thereto and other governing documents, and applicable Florida Statutes, the Board hereby: (1) authorizes any meeting of the Board to take place via video or teleconference through ZOOM or similar platform; and (2) adopts the Video and Teleconference Policy for Board meetings, which is attached to this Resolution and incorporated herein.

This resolution was adopted by the Board at its meeting on November 17, 2022, and shall be affixed to the minutes.

By:   
President

ATTEST:

  
Secretary

# **PALMER RANCH MASTER PROPERTY OWNERS' ASSOCIATION, INC.**

## **Policy on Video and Teleconference of Board Meetings**

### **INTRODUCTION**

**PALMER RANCH MASTER PROPERTY OWNERS ASSOCIATION, INC.** ("Association"), recognizes the importance of Members of the Association to have the ability to exercise their rights under the law and pursuant to the declaration of restrictions, articles of incorporation, bylaws and rules and regulations, to attend open Board meetings and address the Board of Trustees ("Board") with respect to issues related to the Association, and is committed to working with Members to help them exercise such rights during regular and special Board meetings and when in-person Board meetings are prohibited by order of State and/or Local governmental agencies.

The Association recognizes that in order to fulfill its responsibilities, it must impose reasonable guidelines on open meetings to take place via video and teleconference. Therefore, the Association has adopted this Policy on Video and Teleconference and of Board Meetings ("Policy"), which sets forth reasonable guidelines for the Board and Members who wish to attend Board meetings via teleconference and/or videoconference.

The Policy is designed to aid Members and the Board in the process that must be complied with in order to properly hold and attend a Board meeting via video and/or teleconference. The Policy supersedes any and all previous policies and guidelines promulgated by the Association on this subject matter, if any.

### **GUIDELINES**

1. Board meetings to take place via video and/or teleconference shall take place via Zoom or similar service. Zoom is a cloud-based conferencing platform which offers video and audio conferences as well as wireless screen-sharing. Zoom will be free to use for all Members. Members can access a Zoom conference call either via telephone or via video with the use of a computer, cell phone or tablet (e.g., iPad) capable of running the Zoom application.
2. The Association will provide notice to the Members of a Board meeting to take place via video or teleconference by posting notice of the same in the Association's designated common area location for general notices. The general notice will provide the Member with the date, time and location (if applicable) of the meeting and instruct the Member to contact Property Manager to request the dial-in/login information. The Member will be provided with instructions on how to access the call via telephone or via video upon the Member contacting Tracy Smith at [tracy@palmerranch.net](mailto:tracy@palmerranch.net) or (941) 922-3866 and requesting the call-in or log-in information.
3. **The Member may not distribute the call-in or login information to any person who is not a Member of the Association. Members are permitted to attend in-person board meetings as permitted by the Association bylaws and Florida law.**

4. Telephonic/video Member attendance is permitted in an open Board meeting. Members may participate in an open Board meeting during the Member open forum.

5. Professionalism is no less important in the teleconference and videoconference meeting space than it is in an in-person open meeting. It is important to be mindful that meeting participants can see and/or hear everything that others in the meeting are doing and saying. The way that every participant speaks, and acts is a reflection of the person's role and reputation. The meeting administrator may choose to mute all meeting attendees who are not Trustees of the Association until such time as the attendee is called upon to address the Board during Member forum.

6. **Any Members who wish to call in to a tele/video conference meeting by telephone, must ensure that the number they are calling from is not blocked.** This is necessary so that the meeting administrator may identify attendees and un-mute the appropriate line when the Member is called upon to address the Board during Member forum.

7. The phone numbers of Members who call into the meeting will be displayed to all other participants attending the meeting via videoconference. Members may not call into the meeting from a blocked number.

8. The Members shall not engage in activities or conduct that would constitute a nuisance to the other members of the Association. Specifically, the Members shall not interrupt the meeting, or disrupt or interrupt the Board Trustees during the open meeting.

9. All meetings held via teleconference and videoconference will be subject to any and all applicable Rules of the Association, as the same may be amended from time to time; however, if there is a conflict between the requirements of this Policy and the Rules, the requirements as set forth in this Policy will control.

10. Minutes of all open Board meetings, including a tele/video conference meeting, shall be made available to all Members upon request and shall be posted in accordance with the Association's policy applicable to all other open meetings.

11. This Policy is subject to change by the Board.