

**Bay Breeze Point**  
**Homeowner's Association**  
**Board of Directors Resolution #111422**

## **RE: Resolution Concerning Board of Directors**

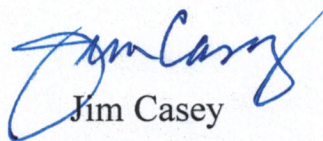
**Background:** Bay Breeze Point's "BYLAWS of BAY BREEZE HOMEOWNER'S ASSOCIATION" Articles I (Plan of Ownership) & Article IV (Board of Directors) provide basic guidance on Board of Directors numbers and elections along with powers and duties. Bylaws then states that the Board of Directors shall have the power from time to time to adopt any rules and regulations deemed necessary for the benefit of all and these rules and regulations shall not be in conflict approved Bay Breeze Point Governing Documents.

**Discussion:** Given the above, and the facts that neither Declaration of Covenants, Restrictions, Reservations and Easements of Bay Breeze Point or Bylaws of Bay Breeze Homeowner's Association set a term which the five Directors shall serve. The Board of Directors considered the following guidance:

- 1) Board of Directors will be primarily elected during the scheduled fall annual HOA meeting.
- 2) Elected Board of Directors shall serve a term of two-years. Board of Director elections will be established to ensure that not all Director positions are changed each year.
- 3) Normal Board of Director term's begin on January 1<sup>st</sup> and end on December 31<sup>st</sup>.
- 4) Given the fact that some Board members may not be able to complete their terms, the remaining Board of Directors, with HOA members inputs, will identify potential replacement candidate(s) then at either a special meeting or at the next scheduled Board meeting discuss and select a candidate to fill the Board vacancy. The selected replacement member will be identified as an Interim Board member until formal HOA voting at the next annual HOA meeting.

**Approval and Authority:** The above guidance and procedures were deemed appropriate and were approved by the Board. These procedures as provided are enforceable IAW Bay Breeze Point's Governing Documents.

**Approving Action:** This BOD Resolution replaces Resolution 2003-1 (dated October 21, 2003) and was approved on November 14, 2022. It is effective immediately.

  
Jim Casey  
President