

**TAILWINDS HOMEOWNERS ASSOCIATION, INC.
2400 S.E. DOWNWINDS ROAD
JUPITER, FLORIDA 33478**

**MINUTES FROM THE DECEMBER 1994 SPECIAL MEETING OF THE TAILWINDS
HOMEOWNERS ASSOCIATION, INC.**

Call to Order:

The meeting was called to order by president Phil Knight at 2:00 PM Sunday, December 11, 1994 at the hanger of Mr. Phil Knight, 18901 S.E. Crosswinds Lane, Jupiter, FL 33478 for the purpose of voting on the amendments to the By-Laws of the Association and the Articles of Incorporation of the Association.

Attendance and Certifying of Proxies:

The role was called by John Larsen. There were 21 homeowners present and 24 or 25 (verified by issue) proxies. President Phil Knight declared a quorum.

Proof of Notice of Meeting:

The secretary received an affidavit of Proof of notice of the meeting from Elizabeth Meno. The notice was mailed November 10, 1994.

Business:

Mr. Garvin, attorney for Tailwinds Homeowners Association, explained the procedure for the vote and recording of the amending of the documents. Vote will be by signature and lot number. A majority of 75% is required. An amendment document will be signed by all members accepting the amendment by attaching a separate page for each signature to the document and it will then be recorded with Martin County.

Phil Knight stated the amendments being voted on were proposed by the present board who voted unanimously for them.

Homeowners attending the meeting were permitted to withdraw proxies previously submitted.

Resolution to amend Article IV of the Articles of Incorporation: "The affairs of the Association shall be managed by a Board of Directors (hereinafter sometimes referred to as the "Board") consisting of five (5) persons. The Membership of the Association shall elect the directors as provided in the Bylaws." Mr. Knight read this proposed change and opened the floor to discussion. Mr. Larsen stated this was to make the Articles of Incorporation and the Bylaws consistent. There was no further discussion. Ballots were distributed. The proposal passed with 43 votes.

Article III of the Bylaws: "ELECTION Commencing with the election of directors in December, 1994, the term of each director elected shall be for a period of two (2) years; provided however, the terms of the directors shall be staggered in such manner that the terms of two of the directors elected at such meeting shall expire at the annual meeting of members in December, 1995, at which time the two directorships shall be subject to election for a term of two (2) years. Thereafter, the election of directors shall take place as the terms of the staggered directorships expire. At the election in December, 1994, the Board of Directors shall decide among themselves in any manner which they select which two directorships will expire within one year." Mr. Larsen read this proposed change. A short discussion took place. The

difficulty in getting members to serve for only one year was mentioned, as was the problem of removing a board member. The proponents brought up the need for continuity on the board. Ballots were distributed.

Section A(1) of Article III of the Bylaws change was included on the same ballot as above. This proposal was read:

"The affairs of the Corporation shall be managed by a Board of Directors consisting of five (5) members." It was explained that this change was to make the By-Laws match the covenants. The two issues on the ballot were to be marked separately with a yes or no and a signature.

The election measure passed with 40 votes. The 5 member board passed with 43 votes.

Section 1(f) of Article VII of the Declaration of Covenants and Restrictions: "No Owner or other party shall construct upon a Lot in Colony Park any storage building, barn, hangar, outbuilding or other structure without the simultaneous construction thereon of a residence designed and intended for use and occupancy by a single family, both of which structures shall first be approved by the Environmental Control Committee of Colony Park as required by Article VI hereof. The provisions of this Section 1(f) shall prevail over and control any term or provision of the Declaration, the Articles of Incorporation or the Bylaws of the Corporation to the contrary." This proposed change was read. Mr. Larsen explained that the board's position is that this is only a clarification of present regulations. A concern was raised as to this meaning that the construction must be simultaneously, or could the hangar be built after the house. It was explained that the intent was that the residence be built first or simultaneously with other structures. The ballots were distributed. The measure passed with 40 votes.

Section 1(g) of Article VII of the Declaration of Covenants and Restrictions: "No owner or other party shall maintain, tie-down, hangar, keep or otherwise store on any Lot in Colony Park any aircraft unless a residence designed and intended for use and occupancy by a single family has been fully constructed on said Lot. Construction of the residence shall be deemed to have been completed when the building department of Martin County, Florida has issued a Certificate of Occupancy for the residence. The provision so this Section 1(9) shall prevail over and control any term or provision of the Declaration, the Articles of Incorporation or the Bylaws of the Corporation to the contrary." The proposed change was read. A discussion followed. Mr. Larsen explained the board's feelings that this went hand in hand with the previous proposal and his concerns that owners would just tie down on vacant lots if they couldn't build a hangar alone. Opponents expressed their concerns that owners would not be allowed to tie-down while building or temporarily in the area. The ballots were distributed. The measure passed with 39 votes.

Adjournment:

The Special Meeting was adjourned.