

APPROVED

**MINUTES
SUN CITY CENTER COMMUNITY ASSOCIATION, INC
BOARD OF DIRECTORS MEETING
WEDNESDAY, DECEMBER 11, 2013
ROLLINS THEATER**

DIRECTORS PRESENT

Ed Barnes, President
Jane Keegan, Vice President
David Floyd, Secretary
Neil Rothfeld, Treasurer

Al Alderman
Chuck Collett
Howie Griffin
Mike Killian

DIRECTORS ABSENT

Sam Sudman

OTHERS PRESENT

Lyn Reitz, Community Manager
Carol Donner, Recording Secretary
18 Members

I. CALL TO ORDER/PLEDGE OF ALLEGIANCE

President Barnes called the meeting to order at 9:00 a.m. All present joined him in the Pledge of Allegiance. A quorum was established with 8 members present. With the consent of the Board, two items were added to the Agenda under New Business.

II. APPROVAL OF THE MINUTES

There being no objections or corrections, the minutes of the Board Meeting held on November 13, 2013 were approved as presented.

III. SECRETARY'S REPORT

Acknowledgements – Secretary Floyd reported that the CA had received Monday Movie donations of \$350 to offset license fees and \$100 from the Polish Heritage Club for the Fireworks Fund.

Certification of Membership Vote for Directors & Dues – Secretary Floyd reported on the Secretary's Certification of the membership vote held on December 3 and 4, 2013 (attached).

Certification of Election of 2014 Officers – Secretary Floyd reported on the Secretary's Certification Of the election of 2014 officers held on December 5, 2013 (attached).

IV. PRESIDENT'S REPORT

President Barnes' report is attached.

V. TREASURER'S REPORT

Treasurer Rothfeld reported on financials through November 30, 2013. The Operating Fund has a net cash balance of \$1,058,710. In the Capital Fund, there is a balance of \$1,978,397. In the Replacement Fund, there is a balance of \$1,544,369. The Renovation Fund has a balance of \$31,360. He also stated that Capital Fund Fees were received for 34 homes in November bringing total to-date of 431 homes closed versus a budget of 300 for the year.

IV. MANAGER'S REPORT

Community Manager Lyn Reitz's report is attached.

VI. STANDING COMMITTEE REPORTS (None)

Elections Committee

Chairperson Shelba Fields gave an analysis of the December 3 & 4, 2013 membership vote. A copy of her report is attached.

VII. SPECIAL PURPOSE COMMITTEE REPORTS

VIII. UNFINISHED BUSINESS (None)

IX. NEW BUSINESS

1. Approve amendment to Policy 2.07 – Conflict of Interest and Code of Ethics
Secretary Floyd **MOVED** that the Board approve amending Policy 2.07.A along with revised Attachment 2.07.A “Conflict of Interest and Code of Ethics Policy as submitted (attached).
SECOND: Treasurer Rothfeld. **VOTE:** Unanimous in favor by voice vote. Motion carried.

2. Approve Mechanics Unlimited as an affiliated club
Vice President Keegan **MOVED** that we grant conditional approval of Mechanics Unlimited as an affiliated Community Association Club, subject to the limitation that CA facilities may only be used by the club for meeting purposes and not for conducting the stated activities of the club.
SECOND: Director Collett. **VOTE:** Unanimous in favor by voice vote. Motion carried.

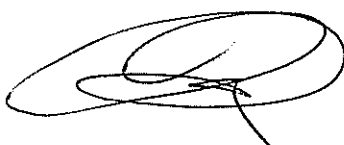
3. Approve contract for gutters and downspouts on the Atrium Building
Director Alderman **MOVED** that the Board approve a contract with West Coast Roofing to install new collector heads, gutters and downspouts on the Atrium Building at a cost of \$10,360 to be expensed from Replacement Reserve Account #76800-000-4, Gutters & Downspouts.
SECOND: Director Collett. **VOTE:** Unanimous in favor by voice vote. Motion carried.

X. GOOD & WELFARE (none)

XI. ADJOURNMENT

Director Alderman **MOVED** the meeting be adjourned. **SECOND:** Director Collett.
VOTE: Unanimous in favor by voice vote. The meeting was adjourned at 9:30 a.m.

AUDIENCE PARTICIPATION



David Floyd
Corporate Secretary
DF:cd
Attachments (6)


SECRETARY'S CERTIFICATION
2014 ELECTION RESULTS
BOARD OF DIRECTORS – MEMBERSHIP DUES

I, David T. Floyd, as Corporate Secretary of the Sun City Center Community Association, Inc., do hereby certify that I am the duly elected and appointed Secretary and keeper of the records and the corporate seal of the Sun City Center Community Association, Inc., a corporation organized and existing under the laws of the State of Florida and that a properly called vote for the Board of Directors and approval of Dues for 2014 was held on December 3, 2013 from 8:00 a.m. until 3:00 p.m. in the Sandpiper Room in the Atrium Building and on December 4, 2013 from 9:00 a.m. until 5:00 p.m. at Community Hall.

The result of the election vote for Directors was as follows:

David Floyd	1108
Helen Lewis	1010
Sam Sudman	1079

Elected as Directors were:

David Floyd
Helen Lewis
Sam Sudman

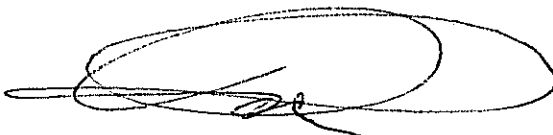
The result of the vote for Membership Dues for 2014 to be \$275.00 per member was as follows:

For	999
Against	290

The dues increase was approved.

A copy of the "Official Ballot" is attached as well as the certified ballot results.

IN WITNESS WHEREOF, I have affixed my name as Secretary and caused the corporate seal of said corporation to hereunto affixed this 5th day of December, 2013.



David T. Floyd
Corporate Secretary

SUN CITY CENTER



**COMMUNITY
ASSOCIATION, INC.**

**OFFICIAL BALLOT
BOARD OF DIRECTORS**

December 3, 2013, Sandpiper Room
8:00 a.m. to 3:00 p.m.

December 4, 2013, Community Hall, Room 3
9:00 a.m. to 5:00 p.m.

THREE YEAR TERM – VOTE FOR ONLY THREE

David Floyd

Helen Lewis

Sam Sudman

SUN CITY CENTER



**COMMUNITY
ASSOCIATION, INC.**

**OFFICIAL BALLOT
DUES**

December 3, 2013, Sandpiper Room
8:00 a.m. to 3:00 p.m.

December 4, 2013, Community Hall, Room 3
9:00 a.m. to 5:00 p.m.

MEMBERSHIP DUES FOR 2014

To be divided between the following funds in the amount stated:

General Operating Fund	\$233.00
Replacement Reserve Fund	31.00
Replacement Reserve for Furniture & Equipment	5.00
Reserve for Hurricane Deductible	<u>6.00</u>
	\$275.00 per member

FOR

AGAINST



**BALLOT REPORT FORM
VOTE ON DECEMBER 3 and 4, 2013**

Board of Directors

Number of votes counted per candidate

1108 David Floyd

1010 Helen Lewis

1079 Sam Sudman

We, the undersigned, do hereby certify that the above information is true and correct:

Shelba M. Fields

Shelba Fields
Chairperson
Elections Committee

Barbara Rein

Barbara Rein
Vice Chairperson
Elections Committee

DATE: December 04, 2013



**BALLOT REPORT FORM
VOTE ON DECEMBER 3 and 4, 2013**

Membership Dues for 2014

To be divided between the following funds in the amount stated:

General Operating Fund	\$233.00
Replacement/Reserve Fund	31.00
Replacement Reserve for Furniture & Equipment	5.00
Reserve for Hurricane Deductible	<u>6.00</u>

For a total of: \$275.00 per member

Voted For 999

Voted Against 290

We, the undersigned, do hereby certify that the above information is true and correct:

Shelba M. Fields

Shelba Fields
Chairperson
Elections Committee

Barbara Rein

Barbara Rein
Vice Chairperson
Elections Committee

DATE: December 04, 2013



**COMMUNITY
ASSOCIATION, INC.**

1009 N. PEBBLE BEACH BLVD. • SUN CITY CENTER, FLORIDA 33573
(813) 633-3500 • FAX (813) 634-3486

SECRETARY'S CERTIFICATION

ELECTION OF 2014 OFFICERS

SUN CITY CENTER COMMUNITY ASSOCIATION, INC.

I, David T. Floyd, as Corporate Secretary of the Sun City Center Community Association, Inc., do hereby certify that I am the duly elected and appointed Secretary and keeper of the records and the corporate seal of the Sun City Center Community Association, Inc., a corporation organized and existing under the laws of the State of Florida and that a quorum was established and a properly called vote for the election of the Community Association's 2014 Officers was held on December 5, 2013 at 9:00 a.m. in the Community Association's boardroom.

The result of the election for Officers was:

President	Jane Keegan
Vice President	Sam Sudman
Secretary	David T. Floyd
Treasurer	Neil S. Rothfield

IN WITNESS WHEREOF, I have affixed my name as Secretary and caused the corporate seal of said corporation to hereunto be affixed this 5th day of December, 2013.

David T. Floyd
Corporate Secretary

President Ed Barnes' Report – Board of Directors Meeting – December 11, 2013

For those of you who couldn't attend the Golf Cart Parade last Saturday, you missed a spectacular parade. We ended up with 131 carts in the parade, a few less than last year but most had absolutely super decorations – in fact I think the decorations this year were better than last year – the best in show was won by a couple who lives in Kings Point who put in over 250 hours designing, building and decorating their cart – it was an amazing cart. Our thanks to the Golf Cart Parade Committee and especially to Dave Birkett, the chairperson, for the super job they did planning and executing this parade. We also thank Minto Communities for sponsoring the parade by providing the prize money and a Winter Festival in the Atrium Plaza with lots of entertainment and good food and drink.

I think everyone knows the vote on December 3rd and 4th approved the membership dues of \$275 for 2014. We thank the membership for their support. As I have said before, this will allow the CA to operate and maintain the facilities to the high standards expected by our members. Congratulations to David Floyd, Helen Lewis and Sam Sudman who were elected to the Board. Thanks to these individuals for volunteering to serve your community.

On December 5 a new slate of officers for the corporation was elected – for those of you who don't know Jane Keegan will be the President; Sam Sudman Vice President; David Floyd Corporate Secretary and Neil Rothfeld Treasurer. Congratulations to each of you.

By the way, I read in the Tampa Bay Times Business Journal that SCC was included in their list of the top 21, 55 and older communities in the surrounding seven county area. Governor Rick Scott sent us a letter commending us for building a community that has become recognizable within our area. He continues with “Our efforts are making Florida the best place in the nation to live and work”... I think this says a lot about our community and the members who live here. We are the envy of many communities in the State of Florida.

It is really, really going to happen! Dues notices are being mailed today and you should receive them Friday or Saturday. Dues will be paid directly to the BB&T bank. You can pick up your new stickers a couple of weeks after you mail your check. For those of you who thought they could use the Drop Box on the front of the CA Office to submit your dues, you will be disappointed – the Drop Box has been closed.

This Saturday December 14th we will have the Holiday Walk Breakfast in the Florida, Armstrong and Heritage Rooms. Doors will open at 7 AM and close at 12 Noon. As usual, sausage, eggs and pancakes with Strawberries or Blueberries will be served at the nominal price of only \$5. Many of the clubs will be open and selling their wares. If you get a chance, stop at the club rooms and look for some nifty holiday presents.

The Florida Friendly conversion of the two medians across from the CA Office will actually become a reality – the county has approved the design and all of the funding streams are in place – we plan to start the sod removal and ordering the plants in early January with a completion date in mid-January.

As most of you know, this will be my final President's Report. In the past five years, I have been very fortunate to have some excellent Boards to work with, a very good Property Manager and a terrific Community Association Staff. This job cannot be done by one person alone. This job takes the combined effort of all three of those elements. My thanks to the past and present Board of Directors; to Lyn and the CA staff for all of your support and help over the last five years. There are still many things that need to be done to refresh the Central Campus – I feel that your Community Association will be in very capable hands with the new Board and new slate of officers. My thanks also, to all of the CA members for your support and understanding over the past five years – I wish I could have done more for the community but everything has limits. I am convinced that SCC is a great place to live. After January 2, I intend to do what I set out to do in 2003 when I moved here and that is to retire. My thanks to the membership for giving me the opportunity to be your leader.

That concludes my report.

Sun City Center Community Association

Board of Directors Meeting

December 11, 2013 from Lyn Reitz, Community Manager

Building Painting --- We are in the process of painting the interior buildings on the central campus, with the new building color, please be respectful of the cones and tape and stay clear of the painted areas.

Master Building Projects --- We are working with the Architects, Engineers, Owners Representative and General Contractor proceeding forward with the approved projects. We are in the permitting and developmental stage at the time.

Upcoming Building Construction --- Please refrain from entering the construction areas that will be around the campus for the Master Plan building projects. Most will be fenced but gates will be open during the day for workers to come and go. These are in place to protect you. Please do not enter these areas for any reason.

Brick Column Refurbishing --- We are moving around the complex encasing the old brick columns to modernize the look of the buildings. This will continue until all columns are completed which should take a couple of months.

Resident Count --- As of November 30th total residents were 10,540 and total membership dues were 11,198. We track the residents and vacancies separately to have a true accounting for our records and budgeting processes.



Election Committee
Memo

SCC CA MULTI-PURPOSE BLDG. ELECTION
BALLOTS RECEIVED DAILY 10/01/13 – 10/15/13

<u>DATE</u>	<u>ABSENTEE</u>	<u>NEWSPAPER</u>	<u>TOTAL</u>
10/01/13	30	191	221
10/04/13	8	380	388
10/07/13	21	109	130
10/08/13	13	99	112
10/10/13	14	145	159
10/11/13	23	116	139
10/14/13	4	82	86
10/15/13	0	88	88
	<u>113</u>	<u>1210</u>	<u>1323</u>

Monday 10/14/13 502 Walk-In Ballots
 Tuesday 10/15/13 583 Walk-In Ballots
 1085

**These ballots were counted but pulled out to show
 comments... 5 No and 3 Yes**

**01 Power of Attorney
 12 Emails**

**09 Duplicates
 04 Ineligible
02 Spoiled (voted but no info.)
 15**

AMENDMENT TO POLICY II

(Additions in **Bold**)

2.07 CONFLICT OF INTEREST AND CODE OF ETHICS

- A. All officers and directors must annually sign an acknowledgement that they have read the CA “Conflict of Interest **and Code of Ethics Policy**” (Exhibit 2.07.A.)

SUN CITY CENTER COMMUNITY ASSOCIATION, INC. CONFLICT OF INTEREST AND CODE OF ETHICS POLICY

I. PURPOSE

The purpose of the conflict of interest and code of ethics policy is to protect Sun City Center Community Association, Inc. (the "Association") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest or ethics applicable to nonprofit and charitable associations. All references to "board" in the following text refer to the Board of Directors of the Association.

II. DEFINITIONS

Directors shall conduct themselves in an honest and ethical manner and avoid any actual or apparent conflict of interest. A conflict of interest occurs when a Director's private interest interferes in any way with the interests of the Community Association, and/or makes it difficult to perform his or her duty objectively and effectively.

1. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
 - i. An ownership or investment interest in any entity with which the Association has a transaction or arrangement,
 - ii. A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction or arrangement, or
 - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Association is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. It does not include reimbursement for properly authorized expenditures.

A financial interest is not necessarily a conflict of interest. Under Section III.1. Below, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. **Ethics.** A set of moral principles governing conduct, duty, and obligations.

III. PROCEDURES RELATED TO CONFLICTS OF INTEREST

1. **Duty to Disclose.** In connect with any actual or possible conflict of interest, an interested person shall disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of a committee with governing board delegated powers considering the proposed transaction or arrangement.
2. **Determining whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board members shall decide if a conflict of interest exists.
3. **Procedures for Addressing the Conflict of Interest.**
 - i. An interested person may make a presentation at the governing board meeting or committee meeting, but after the presentation, the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - iii. After exercising due diligence, the governing board or committee shall determine whether the Association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
4. **Violations of the Conflicts of Interest Policy.**
 - i. If the governing board or committee member has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, the member will be informed of the basis for such belief and afforded the opportunity to explain the alleged failure to disclose.

- ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, if the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action.

IV RECORDS OF PROCEEDINGS FOR CONFLICTS OF INTEREST

The minutes of the board and all committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

V. CODE OF ETHICS PRINCIPLES AND PRACTICES

In performing his or her duties, a Director of the Association must abide by the following principles:

1. **Fair Dealing. Directors shall endeavor to deal fairly with the Association's members and employees. No director may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.**
2. **Confidentiality. Directors shall maintain the confidentiality of information entrusted to them by the Association, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that might be of use to outside interests, or harmful to the Association, if disclosed.**
3. **Community Opportunities. Directors shall not use Community Association property, information, or position for personal gain. Directors owe a duty to the Community Association to advance its legitimate interests when the opportunity to do so arises.**
4. **Protection and Proper use of Association Assets. Directors shall protect the Association's assets and ensure their efficient use. All Association assets must be used for legitimate Association purposes.**

5. **Compliance with Laws, Rules and Regulations.** Directors shall proactively promote compliance with the Association's Articles, Bylaws, Policies and applicable laws, rules and regulations
6. **Encouraging the Reporting of any Illegal or Unethical Behavior.** Directors shall proactively promote ethical behavior. Directors must ensure that the Association encourages employees to talk to supervisors, managers or other appropriate personnel when in doubt about the best course of action in a particular situation. Directors shall ensure that the Association has an effective means for employees to report violations of the Association's Articles, Bylaws, Policies and applicable laws, rules and regulations. Directors must ensure that the Association does not allow retaliation for reports made in good faith and that this is policy communicated to the employee.

VI. COMPENSATION

1. A voting member of the board who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

VII. ANNUAL STATEMENTS

Each director, principal officer and member of a committee with board delegated powers shall annually sign a statement which affirms such person:

1. Has received a copy of the Conflicts of Interest and Code of Ethics Policy,
2. Has read and understands the policy,
3. Has agreed to comply with the policy, and
4. Understands the Association is a charitable organization and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

VIII. PERIODIC REVIEWS

To ensure the Association operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic

reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management associations conform to the Association's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

IX. USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Section VII, the Association may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the board of its responsibility for ensuring periodic reviews are conducted.

X. COMPENSATION OF DIRECTORS AND OFFICERS

1. Under no circumstances shall an Association director or officer receive compensation from an Association club or organization, whether incorporated separately from the Association or otherwise, that is making use of Association facilities.
2. The Association shall require that all clubs and organizations, whether incorporated separately from the Association or otherwise, making use of Association facilities to include in its Bylaws or to sign an acknowledgement that the club or organization will not pay compensation to an Association director or officer for services rendered to that club or organization.

ADDENDUM – MINUTES – DECEMBER 11, 2013

*Audience participation comments are not an official part of the Board Meetings.
They are condensed and summarized for reference only.*

NAME	SUBJECT
Marilyn Balkany	She commented that this was the best Board she had ever seen.
Janet Ditmore	<p>After she reported the problem with a hole near a storm sewer on Bluewater Drive at last month's meeting, Bob Shangraw was very effective in getting the County to bring in equipment the week after Thanksgiving and after 3 days it was fixed.</p> <p>She brought to the Board's attention that a visitor at the Information Center asked why we didn't have wheelchairs in the Atrium nor family bathrooms.</p>
John Bowker	<p>Emergency Squad has wheelchairs available.</p> <p>Will the gutters change the appearance of the building in anyway? <i>No, you'll never notice the difference.</i></p>
Karen Jones	She saw a car turn down the golf cart path to WalMart. Used to have a post but that's gone. <i>The County is aware of that and they plan to replace it. Some cars do go through to a maintenance area.</i>