

**ARTISTI AT VENETIAN GOLF AND RIVER CLUB**  
**PROPERTY OWNERS ASSOCIATION, INC.**  
**BOARD MEETING MINUTES**  
**JANUARY 28, 2020 AT 9 AM**

**1. The Meeting was Called to Order** at 9:00 AM

**2. Proof of notice and Certification of a Quorum**

The meeting was posted on the website and the signs were set on the property. Directors Ken Smaha, Dan Call and Dawson Milne were present along with Leslie Brown, Manager from AMI.

**3. Approval of Minutes of the Last Meeting**

Dan Call made a motion to approve the minutes. The motion was seconded by Dawson Milne. The motion carried 3-0.

**4. Tri-County Landscaping, Michael DeCorte**

Mr. DeCorte reviewed Tri-County's landscaping services with the Board. He stated that he will provide the weekly landscaping reports. Mowing services are done on Mondays. Wet checks are performed on Mondays between 10 am and 4 pm. The only make-up day that they may have is on Thursdays when allowed.

**5. Owner Comments**

A member stated that she did not receive the eblast. Other members said they did not receive it either. The Board requested that an eblast be sent out one week prior to the meeting. The sign is to be set 48 hours in advance.

**6. Treasurer's Report** – Given by Daniel Call

Mr. Call reviewed the financials. He stated that even though mulch invoices were paid twice this year, 2019 ended with a positive balance.

**7. President's Report**

Kenneth Smaha reported the lights out on Avalini are due to a FPL problem. He has contacted them and is waiting on FPL to correct the situation. In addition, the Visitor Center is taking steps to improve the property. Tree trimming and power washing has taken place.

**8. Manager's Report**

The Manager's report was reviewed by the Board.

**9. Old Business**

**Revision of Governing Documents** – The Board discussed the changes that had been made previously. Mr. Smaha stated that at the last meeting there were a number of comments that were about the language and the drip lines and therefore he reviewed the changes, leaving in some of what he had taken out. The Board is able to make and approve **changes to the By-Laws**, and therefore the following changes were made:

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1) Address revisions that may be subsequently made by the Board. 2) Article 4 - Changing the terms of the Directors to two-year terms so that the Board positions would be staggered. The goal is to have this in place for the 2020 Annual Meeting. 3) Article 5 – Limits the President's approval to the directives of the Board and within the scope of the annual budget.

**In regards to the Articles, changes as follows:** 1) Name and location revisions that may be subsequently made by the Board. 2) Article 6 – Delete the existing Article 6 in its entirety and then change to read same as the language in the By-Laws regarding the election and the term of office of the Directors.

**The Declaration Changes** – 1) In 6.25 where damage was not caused by fault of Homeowner was added.

2) Article 13.2.1 – Amending the vote of the requirement to not less than 51% of the total voting interests.

Ken Smaha made a motion to adopt the changes in the By-Laws. Dawson Milne seconded the motion. The motion carried 3-0.

Ken Smaha then made a motion to adopt the proposed changes to the Articles of Incorporation and the Declaration of Covenants to move forward in the change process. Dawson Milne seconded the motion. The motion carried 3-0.

The Manager was then asked to forward the Declaration to the Attorney for review. It will then be sent out to the Homeowners for their approval.

Mr. Smaha asked that we obtain an estimate of the cost by the Attorney and the remaining process (legal expense budget).

**10. New Business:**

There was no new business.

**11. Next Meeting Date**

There is no meeting set at this time.

**12. Adjournment**

Ken Smaha made a motion to adjourn at 10:02 AM. Dawson Milne seconded the motion. The motion carried 3-0.

Respectfully submitted,

*Leslie Brown, Mgr, Artisti*

Leslie Brown, LCAM

Manager, Artisti @ VGRC