

Introduction and Approach Bylaw Review for Understanding and Clarity Riverbend of Naples Homeowners Association December 21, 2020

Delivered by the Documents Team:

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Context – Internal Team Objectives



The Documents Team developed four (4) main objectives:

1. **Update** and bring all applicable documents to current legal standards.
2. **'Tighten'** and make the documents more specific to prevent lack of clarity and potential misunderstandings.
3. **Protect** the Community (legally) from external events that endanger our Housing for Older Persons status, or change the Community in undesirable ways.
4. **Encourage**, via our documents and expectations, the promotion and maintenance of harmony and enjoyment for the Community.

Above all, the Team was determined to remain objective, be transparent, and to place Community above Self.

Context – How We Viewed Our Documents



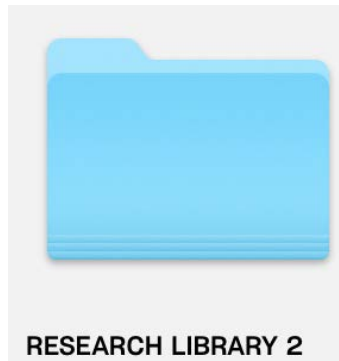
Analogy: Building a Car













- **Articles of Incorporation:** Basic body of the car (structure only - shell). Not much more than Name, Location, Purpose. *Most important of the governing documents.* Filed with the County to establish the organization.
- **Bylaws:** Basic components that make the car run, i.e., the engine, transmission, electricals, etc. General descriptions of how the organization operates; board governance, electing directors, calling meetings, voting, transferring shares, etc. *Second in importance.* Approved by the members and filed with the county.
- **Rules and Regulations:** Customized features; four-wheel drive, fuel injection engine, back-up camera, etc. Useful only with earlier components built into the car. Supported by and consistent with the Bylaws. *Last in importance.* Not approved by the members, or filed with the county. Board has authority to make new rules or change them, *as long as they fall within the boundaries of the bylaws.* Often called “House Rules”, document contains community expectations and norms, to promote and maintain clarity, harmony and enjoyment for all members.

Context – Document Team Research

The Team determined that our work would be based on facts and research, vs. personal opinions or desires. A sampling of the documents utilized are listed here (from our research files).

Additionally, we sought/are seeking input from the Community, Riverbend's attorney, and other applicable sources.



Name ↑			Modified
 617 - CORPORATIONS (2019)...	✓	☆	9/14/19, 2:43 pm
 719 - COOPERATIVES (2019)...	✓	☆	12/9/20, 5:44 pm
 CURRENT BYLAWS.doc	✓	☆	5/11/20, 10:55 am
 FLORIDA ADMINISTRATIVE ...	✓	☆	6/10/20, 11:04 pm
 MASTER FORM PROPRIETA...	✓	☆	5/28/20, 12:43 pm
 NEW BYLAWS BOILERPLAT...	✓	☆	5/19/20, 8:58 pm
 RULES AND REGS 2020 013...	✓	☆	5/2/20, 5:39 pm
 SAMPLE BYLAWS-DELRAY ...	✓	☆	4/17/20, 7:05 pm
 SAMPLE BYLAWS-HARBOR ...	✓	☆	5/15/20, 1:26 pm
 SAMPLE BYLAWS-POINSET...	✓	☆	5/15/20, 1:26 pm
 SAMPLE BYLAWS-TROPICA...	✓	☆	4/19/20, 1:28 pm
 SAMPLE BYLAWS-WINDMIL...	✓	☆	5/11/20, 8:56 am



Seminar Objectives

Objectives:

- **Identify and understand** subjects critical to the success of Riverbend from legal and social standpoints.
- **Provide clarity** necessary for the Community to effectively submit feedback on those subjects, and on the documents.
- **Answer questions** from the Community that prevent a common understanding of the documents and their intent
- **Provide foundation** for the Board of Directors and Community to resolve any major issues prior to voting on the new documentation.

Please Note: This is an information delivery and clarity seminar only. Comments, suggestions and issues are addressed via Feedback, Town Hall and Board processes.

Seminar Agenda and Roles

Agenda - The seminar will be 3 hours in duration, as follows:

- Opening and census - 15 minutes
- Context and running rules - 15 minutes
- Clarity and understanding of the 9 areas of interest (definitions, stories, examples, etc.) - 90 minutes
- Brainstorm new areas of interest. Name them for future reference and written feedback by the 1/3 2021 deadline. - 25 minutes
- Q&A for any remaining confusion. No comments, only questions. Comments are feedback, and should be written and submitted. - 30 minutes
- Next Steps/close - 5 Minutes

Roles:

- Ken – seminar leader, facilitation of the process, management of the participants
- Document Team - expertise, definitions, examples, rationale for changes
- Dennis - support, management of BoD actions
- Membership - avoid judgement of ideas or people, seek to understand, prepare post-seminar feedback (with suggestions and rationale), participate in Town Halls



Seminar Areas of Interest

It would be impossible to clarify each and every section, paragraph, and interrelationship within the documents in the time we have. It was necessary to combine, and relate to issues important to the Community.

From the Feedback received to date, the following 9 areas have been identified, and form the foundation of this seminar. They are in rough priority order, based on Feedback and complexity:

1. **Living at RB.** Definitions, who can live here, how many per unit, age requirements, situations that will need explanation and management
2. **Visitors and Guests.** How long, how often, what ages, supervision of minors
3. **BoD.** How many members (7vs.5), duration (2 years vs. 3), limit on consecutive cycles (2, 3, etc.)
4. **Physical Changes.** Unit, common areas, budget, limits of BoD spending/investment, etc.
5. **Access to units.** Notice, circumstances, keys, responsibilities, etc.
6. **Acquiring property for RB.** % of budget, BoD can commit, 2/3 voting requirements, etc.
7. **Unoccupied units.** Why bother?, duration of absence, process for addressing
8. **Vehicles.** Visible signage, definition of major repairs
9. **Meetings and Voting.** Special meetings, meeting requirements, etc. Voting Primary Resident only, one vote per unit (anyone can vote), processes for in person and remote voting



Seminar Running Rules

In order to deliver an open and effective seminar, the Documents Team requests the following 'rules':

- Stay on topic, stay on agenda.
- Seek to understand, vs. seek to contribute.
- Save feedback and issue resolution for Feedback and Town Hall processes.
- Be respectful. Don't 'make it personal, or take it personal'.



'Go Forward' Plan

Deliver bylaw clarify/understand workshop 12/21/20 Today	Doc Team
Receive written voting member feedback/recommendations 1/3/21 (deadline)	Members
Collate/prioritize member/BoD feedback 1/8/21	Doc Team
Town Hall #1 (feedback/changes to Sections 1-9) 1/9/21	All
Document applicable changes and/or highlight issues to resolve 1/12/21	Doc Team
Town Hall #2 (feedback/changes to Sections 9-19) 1/16/21	All
Document applicable changes and/or highlight issues to resolve 1/30/21	Doc Team
Resolution of policy issues pertaining to bylaws (include BoD votes) 2/20/21	BoD/Members
Vote on all issues/resolutions during the annual meeting 2/27/21	Members
Final edit of bylaws for attorney review TBD (3/7/21?)	Doc Team
Receive final edit from the attorney TBD (3/21/21?)	Doc Team
Release final bylaws to BoD and Members TBD (3/21/21?)	Doc Team
Member/BoD final review, individual approval decision (no edits) TBD (3/30/21?)	Members
Approve new bylaws TBD (goal is 4/15/21)	All

