



CUMBERLAND | ERLY

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MEMORANDUM

TO: John Terry
President, Tropical Bay Estates Homeowners Association
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FROM: Laurence W.B. Cumberland

RE: Number of Votes Per Couple

DATE: November 6, 2018

At your request, I looked into the matter of how many votes should a husband and wife joint lot owner couple have at Board Meetings. In doing so, I reviewed the Deed Restrictions that you provided and the current set of Bylaws.

Of overriding importance, the Deed Restrictions on page 4, numeral 2 provide that "Each member shall be entitled to one vote for each lot owned.....in no event shall more than one vote be cast with respect to any one lot." Nonetheless, the Bylaws at page 3, section numeral 9, provide that "Each Officer and Director shall have one vote at meetings of the Board of Directors." That presents a potential inconsistency.

The very simple solution is to slightly amend the Bylaws. At page 6, in section 1, the Bylaws state "These Bylaws may be amended....by the Board of Directors, at any meeting by majority vote of the Directors present and voting." Accordingly, at some Directors Meeting where we have a quorum, one of the Directors may move to amend the Bylaws by adding at the end of the section 9 on page 3 the following language:

"Nonetheless, if any lot or portion thereof is owned by two (2) or more persons and those two (2) or more persons serve as an Officer or Director, then and in that event, there shall be no more than one (1) vote per lot or portion thereof."

This is a simple process and I will be glad to help with it if you would like. Obviously, if Paul and Janet Rogers are both elected to the Board then this Amendment would affect them. I am sure that they would vote in favor of such an Amendment.

Please let me know if I may help further.

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