

RIOVISTA CIVIC ASSOCIATION, INC.

Board of Directors Meeting Nov 16th 2022 7PM Minutes

- 1) Call to Order
- 2) Attendance/Board Roll Call-
Present: Fred, Mark, Lori, Bill, Nancy, Jean-Jacques, Sam, Chuck(non-voting)

Fred has requested to petition the Board for an excused absence for last month's meeting. Nancy moved to excuse Fred, Julie and Sam, Mark seconded, unanimous.

- 3) Reports of Officers
 - a) Treasurer – No update
 - b) Secretary –approval of minutes from October - unanimous
 - c) Vice President-
- 4) Committee Reports
 - a) Membership/Welcome-Lori
 - b) Security-Mark MOTION to further the partnership with LHIA, JJ second, unanimous. Union negotiations looking at taking over administration of the details.
 - c) Communications Committee -Mark and Nancy – Looking for volunteers
 - d) Disaster Preparedness- JJ Update the link on the website if needed. Need more volunteers.
 - e) Parks-Fred Adjustments to 7th ST Entrance. Possible activity on Ponce Median. Fred to check on tree removal at Va Young.
 - f) Social-Nancy Need help in a few things. Rasselberries's Ice cream truck. Lori discussed the LHIA involvement in our party. Their board has pledged \$2,000 to help cover overhead as well as a cadre of volunteers. They will communicate the parking situation and have discussed options for transport. A discussion ensued as to how this could have been handled. Mike O has taken charge of the beverage tent and will work with John C to organize. Nancy will send email to Lori about what's needed. LHIA will be paying for dinners and beverages. Fred will go to Fritz to get wine.
- 5) Unfinished Business
 - a) GYR project still in limbo-need a person to organize and manage the projects – no update
 - b) Decide on donation to Harbordale's Food Forest program-Julie? How much should we donate? Tabled until Julie can advise.
 - c) Long term effort to clean up Tarpon River- Bill to schedule for Jan meeting if possible – Looking for someone to speak. Will contact Alan Dodd.
 - d) Any suggestions for interesting presenters to attract members to our 2023 meetings? Crickets.
 - e) See below Chuck's solution to the issue of obtaining a quorum at our General Meetings.

The Florida Statutes, as amended through 2022, provides that a Florida corporation may allow voting by proxy in lieu of actual in-person in attendance at the corporation's meetings where votes are taken. There is no requirement that the corporation's bylaws allow proxy voting, as it is automatically allowed so long as it is not prohibited in the bylaws. After reviewing the RVCA Bylaws, I find that there is no prohibition against utilizing proxy voting at RVCA general membership meetings.

The proxies can be on paper or by electronic means, with the only requirement that the recipient of the proxy has a method to verify the validity of the signature or electronic authorization to make sure that the person voting will be the owner of the property.

The RVCA officers recommended that the RVCA Board pass a resolution authorizing proxy voting at general membership meetings of the Association. Then, prior to each meeting, so long as sufficient notice is given to the general membership, the Board can decide which issues should be subject to proxy voting at the upcoming general membership meeting. Once that determination has been made by the Board, the notice and a proxy can be distributed by regular mail, email or other electronic means, or posted on the website setting forth a form for the proxy authorization.

The Secretary of RVCA should be the individual named in the proxy, and that individual should keep a record of the proxies received. The proxies should be limited to specific items such as the election of directors, the approval of minutes and other ministerial items. If a special need arises, that item can be listed in the proxy as well.

RIOVISTA CIVIC ASSOCIATION, INC.

The following is a suggested resolution for the board:

Resolved, that Rio Vista Civic Association, Inc. is authorized to utilize proxy voting at general membership meetings of the Association consistent with section 607.0722 of the Florida statutes. UNANIMOUS TO SUPPORT.

6) New Business

- a) Proposed General meeting dates for 2023 January 23, April 10, September 11, December 4 Mark has confirmed with RVCC.
- b) Anyone interested in joining a webinar about the proposed text amendment to the thematic historic district? No interest.
- c) How often do we want our police community support representative to attend general meetings? JJ spoke in favor of having them present. Mark raised concern about them campaigning for judicial bail requirements.
- d) Next movie night will be 11/ 25 “ Home Alone” Sam will take on volunteer solicitation at the movie.
- e) To remain compliant, this time each year, the President shall appoint a nominating committee of three (3) members, which, at the annual meeting, shall present a slate of candidates for election as directors. Other nominations may be made from the floor. Elections shall be held at the January annual meeting. One year of service on a committee is required before becoming a director. Lori asked for volunteers to serve. Nobody identified as having served for a year except for Movie guys, Evan and Ryan.

Condolences to Julie.

Adjourned at approximately 8:15.

AMENDED PROPOSED 2022 RVCA MEETING DATES

Board Meeting 7PM zoom	General Meeting 7:30PM in person	GUESTS BOOKED/PENDING
12/14/21	12/5/22	Confirmed BC Vice Mayor Lamar Fisher; Confirmed Sarah Boyd Broward Ctr. Vlrt Program.