

VITALIA AT TRADITION RESIDENTS ASSOCIATION, INC.

**RESOLUTION AUTHORIZING ELECTRONIC VOTING
AND NOTICING FOR ASSOCIATION MEETINGS & ELECTIONS**

A meeting of the Board of Directors of VITALIA AT TRADITION™ RESIDENTS ASSOCIATION, INC. (the “Association”) was held on the **6th day of May, 2022**, after said notice was mailed or delivered to the membership at least 14 days in advance of said meeting, as well as conspicuously posted on Association property in accordance with Section 720.317, Florida Statutes, and after said meeting was called to order and upon call, a quorum was found to be present, and after a motion was duly made, and seconded, and carried by at least a majority vote, it was resolved as follows:

RECITALS

WHEREAS, Section 720.317 of the Homeowners Association Act (the “Electronic Voting Statute”), provides that an association may conduct elections and other owner votes through an Internet-based online voting system if an owner consents, in writing, to online voting and if various requirements are met; and

WHEREAS, the Board of Directors has determined it to be in the best interest of the Association to enable the use of electronic voting in connection with membership votes on Association matters and to create the requisite authority required by the Electronic Voting Statute;

NOW THEREFORE, it is resolved as follows:

1. The Association will, subject to paragraph 2 below, permit Owners to utilize electronic voting in conformance with the Electronic Voting Statute, as the same now exists as and may be amended from time to time, as well as any applicable administrative rules of the Florida Department of Business and Professional Regulation, as the same now exists and as the same may be amended from time to time.
2. The Board may determine that utilizing electronic voting is not in the best interests of the Association as to any particular meeting or election. Accordingly, there shall be no obligation for the Association to utilize electronic voting at any particular meeting or election.
3. Notice to the Owners of the opportunity to vote through an online voting system shall be provided as required by law.
4. Members who desire to vote online must complete, sign and return the Consent to Electronic Voting to the Association **no later than 30 days prior** to meeting at which the vote will take place.
5. Members who have previously chosen to vote online at a particular member’s meeting may subsequently opt out of online voting at a future members’ meeting by completing, signing and returning the Revocation of Consent to Electronic Voting to the Association **no later than 30 days prior** to the members’ meeting at which a vote will take place.
6. The Association hereby adopts the following forms which are incorporated into this Resolution by reference:

(a) Attached as **Exhibit "A"** is the "Consent to Electronic Voting" which may be affirmed by the Lot Owners for the designated Voting Representative for that Lot to be entitled to vote by electronic means, and

(b) Attached is **Exhibit "B"** is the "Revocation of Consent to Electronic Voting" which the Owners of a Lot may sign and file with the Association, or which may be affirmed by the Owners of a Lot, to revoke their consent to electronic voting.

(c) Unless prohibited by law, an e-mail notification from an Owner to the Association may be used in lieu of a signed consent or revocation form, in which case the terms of the attached consent and revocation forms are incorporated by reference and shall be deemed affirmed by the Owner when consent is given or revoked by e-mail.

7. To implement electronic voting, the Association may contract with an outside vendor or other independent party that provides electronic voting services. The Board shall use reasonable judgment to ensure that such vendors' services comply with the requirements of the law.

8. The Association or its agent shall notify Owners in meeting notice materials, to the extent required by law, of their ability to vote electronically, including but not limited to the provider's e-mail address or website in a manner the Association reasonable believes to be sufficient to enable Owners to participate by using electronic voting.

9. Owners who consent to vote by electronic means may still vote by other means (in person or by proxy or ballot) or may send their proxies to the Association by facsimile transmission or electronic mail, to the extent the Association otherwise receives and accepts proxies through such media. In the event of multiple votes cast by a Lot as to the same matter, the vote cast first in the election of Directors shall prevail, while the last vote cast will prevail with respect to non-election issues.

10. By signing or affirming the consent form attached to this Resolution as Exhibit "A" and otherwise choosing to vote electronically as authorized by this Resolution, each Member/Owner acknowledges and agrees that he or she shall be solely responsible for determining and providing the equipment necessary to comply with these Procedures, cast vote(s), or otherwise utilize the software facilitating the Electronic Voting including, without limitation, computer(s), mobile device(s), cable(s), speaker(s), camera(s), e-mail account(s), and/or internet connectivity. Each Member/Owner will further acknowledge and agree that technology is susceptible to potential errors, internet interference, and other factors outside of the Association's control including, without limitation, issues with my own equipment and internet reliability, and as such agrees to release, indemnify, and hold harmless the Association, and its officers, directors, shareholders, employees, attorneys, agents (including, without limitation, the company providing Electronic Voting software to the Association and its members), affiliates, affiliates' officers, directors, shareholders, employees, attorneys, agents, members, partners, representatives, and all other related parties who may be jointly liable with them from any and all claims arising in connection with Electronic Voting including, without limitation, viruses, malware, spam, and/or challenges to a vote conducted where a unit owner's electronic vote was not received or counted by the Association.

11. The Member/Owner recognizes that the Association, management, and the Association's on-line voting service provider company providing the Electronic Voting software cannot control the practices of third parties regarding their internet communication and use of the Owner's e-mail address. As such, and as a condition of the Association's agreement to permit electronic voting, each Member/Owner who consents to electronic voting releases and waives any claim against the Association,

its professional management company, and the company providing the Electronic Voting software pertaining to such voting, including but not limited to the transmission or placement of “viruses”, “malware”, “spyware” “cookies” and the like.

12. By signing or affirming the attached consent form, the Member/Owner consents to the Association providing their e-mail address and telephone number, as well as other information (including necessary personal identifying information) to its electronic voting service provider to the extent reasonably necessary to enable the Member/Owner to use the electronic voting software. Such information will be safeguarded by the Association’s online voting service provider in accordance with the provider’s privacy policy which the Member/Owner will be required to acknowledge as having read and accepted when they register to vote online with the Electronic Voting service provider.

13. Also, by signing or affirming the consent form, each Member/Owner voting shall be solely responsible for determining and providing the equipment necessary to comply with these Procedures, cast vote(s), or otherwise utilize the software facilitating the Electronic Voting including, without limitation, computer(s), mobile device(s), cable(s), speaker(s), camera(s), e-mail account(s), and/or internet connectivity. The Member/Owner further recognizes that internet/electronic communications may be subject to failure, interruptions, or other problems due to a variety of reasons, including but not limited to Owner operator error, provider system or server failures, “spam” blockers, power outages, and the like. As such, and as a condition of the Association’s agreement to permit electronic voting, each Owner who consents to electronic voting releases and waives any claim or challenge to such voting because of the any of the foregoing or due to no fault of the Board of Directors of the Association, or its professional management company, and the Electronic Voting service provider.

The Board of Directors for the Association approved the adoption of the above Resolution by a vote of 7 For and 0 Against.

IN WITNESS WHEREOF, this Resolution has been approved and executed this 6 day of May, 2022.

VITALIA AT TRADITION™ RESIDENTS ASSOCIATION, INC.

By: Ted Donaldson
Ted Donaldson, President

Attest: Ronald Beauchemin
Ronald Beauchemin, Secretary

EXHIBIT "A" TO RESOLUTION

CONSENT TO ELECTRONIC VOTING FORM

The undersigned, being an Owner or the Voting Member under Section 3.7.3 of the Association Amended and Restated Bylaws for Lot # _____/Address _____, at Vitalia At Tradition™ Residents Association, Inc., pursuant to Florida Statutes, hereby consents in writing to **ELECTRONIC VOTING**.

By signing this consent form, I consent to voting electronically at meetings of the members, including elections, for **VITALIA AT TRADITION™ RESIDENTS ASSOCIATION, INC.** to the fullest extent permitted by law, pursuant to the provisions of the Board's Resolution authorizing electronic voting, as modified from time to time. I designate the following email address and telephone number for electronic voting purposes (*please only designate one email address and one telephone number for the authorized voting representative*):

Email Address: _____
(PRINT NEATLY)

Telephone Number _____
(PRINT NEATLY)

The undersigned understands and agrees that in order to be valid, this consent form must be signed and on filed with the Association **no later than 30 days prior to** the meeting or election in which the Owner wishes to vote by electronic means, and that all electronic votes shall be cast within the window set by the Board in advance of said meeting at which time the ability to vote electronically shall be deemed closed for that meeting or election.

Please note that your email address is necessary to participate in online voting. The vendor providing the online voting software to the Association also needs your telephone number for its "2-Step Verification" process. Although you are providing your email address and telephone number to the Association on this form, this serves to confirm that you are NOT consenting to this information becoming part of the official records of the Association under Section 720.303 of Florida's Homeowners' Association Act and that you are NOT consenting to the disclosure of this information to other members of the Association. The Association may, however, be required to disclose the above information in a legal proceeding pursuant to the order of a court or other tribunal, including in connection with a legal challenge to the election process or other vote of the membership.

DISCLOSURES

By signing this Consent to Electronic Voting, I hereby acknowledge and agree I shall be solely responsible for determining and providing the equipment necessary to comply with these Procedures, cast vote(s), or otherwise utilize the software facilitating the Electronic Voting including, without limitation, computer(s), mobile device(s), cable(s), speaker(s), camera(s), e-mail account(s), and/or internet connectivity. I further acknowledge and agree that technology is susceptible to potential errors, internet interference, and other factors outside of the Association's control including, without limitation, issues with my own equipment and internet reliability. I hereby agree to release, indemnify, and hold harmless the Association, and its officers, directors, shareholders, employees, attorneys, agents (including, without limitation, the company providing Electronic Voting software to the Association and its members), affiliates, affiliates' officers, directors, shareholders, employees, attorneys, agents, members, partners,

representatives, and all other related parties who may be jointly liable with them from any and all claims arising in connection with Electronic Voting including, without limitation, viruses, malware, spam, and/or challenges to a vote conducted where a unit owner's electronic vote was not received or counted by the Association. the Member/Owner recognizes that the Association, management, and the Association's on-line voting service provider company providing the Electronic Voting software cannot control the practices of third parties regarding their internet communication and use of the Owner's e-mail address. As such, and as a condition of the Association's agreement to permit electronic voting, each Member/Owner who consents to electronic voting releases and waives any claim against the Association, its professional management company, and the company providing the Electronic Voting software pertaining to such voting, including but not limited to the transmission or placement of "viruses", "malware", "spyware" "cookies" and the like.

By signing this form, the Member/Owner consents to the Association providing their e-mail address and telephone number, as well as other information (including necessary personal identifying information) to its electronic voting service provider to the extent reasonably necessary to enable the Member/Owner to use the electronic voting software. Such information will be safeguarded by the Association's online voting provider in accordance with the provider's privacy policy which the Member/Owner acknowledges as having read and accepted.

By signing or affirming below, the Member/Owner voting shall be solely responsible for determining and providing the equipment necessary to comply with these Procedures, cast vote(s), or otherwise utilize the software facilitating the Electronic Voting including, without limitation, computer(s), mobile device(s), cable(s), speaker(s), camera(s), e-mail account(s), and/or internet connectivity. The Member/Owner further recognizes that internet/electronic communications may be subject to failure, interruptions, or other problems due to a variety of reasons, including but not limited to Owner operator error, provider system or server failures, "spam" blockers, power outages, and the like. As such, and as a condition of the Association's agreement to permit electronic voting, each Owner who consents to electronic voting releases and waives any claim or challenge to such voting because of the any of the foregoing or due to no fault of the Board of Directors or its management.

DATED the _____ day of _____, 20____

THIS CONSENT TO ELECTRONIC VOTING SHALL REVOKE ALL PRIOR CONSENTS TO ELECTRONIC VOTING AND BE VALID UNTIL AN OPT-OUT DELIVERED IN ACCORDANCE WITH THE ELECTRONIC VOTING PROCEDURES OR REVOKED BY A SUBSEQUENT CONSENT TO ELECTRONIC VOTING.

Eligible Voter Please Sign, Print Name and Affix Date Below:

By: _____

Print Name: _____

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EXHIBIT "B" TO RESOLUTION

REVOCACTION CONSENT TO ELECTRONIC VOTING

The undersigned, being the eligible voter for Lot # _____ /Address _____, at *VITALIA AT TRADITION™ RESIDENTS ASSOCIATION, INC.*, have previously consented in writing to electronic voting at meetings and elections and/or to receive electronic notice of meetings/elections for *VITALIA AT TRADITION™ RESIDENTS ASSOCIATION, INC.*, as permitted by law and duly filed with the Association.

I hereby **revoke** my consent for **ELECTRONIC VOTING**

The undersigned understands and agrees that if revoking consent for electronic voting, this form must be signed and on file with the Association **no later than thirty (30) days** prior to the meeting or election in which the Owner wishes to revoke consent to vote by electronic means or the revocation will not be effective until the next membership meeting and/or election. However, if the Association receives this revocation **less than thirty (30) days** prior to the meeting or election, the revocation will be effective for the next subsequent membership meeting.

Eligible Voter Please Sign, Print Name and Affix Date Below:

By: _____

Print Name: _____

Date: _____