

**Pelican Beach Resort Owners' Association, Inc.
1002 Highway 98 East, Destin, Florida 32541**

Notice Of Special Members Meeting

Notice is hereby given, of the Special Meeting Of The Members of Pelican Beach Resort Owners' Association, Inc.:

**Location: Pelican Beach Resort Conference Center
1002 Highway 98 East
Destin, Florida 32541**

Date: October 29, 2019

Time: 10:00A.M. Central Time

This notice, along with the agenda, has been posted in the designated area on Pelican Beach Resort Condominium Property in accordance with the Declaration of Condominium and Bylaws of Pelican Beach Resort Owners' Association, Inc. and in accordance with Chapter 718, Florida Statutes, and delivered to Pelican Beach Resort Condominium unit owners/members.

AGENDA

- 1. Call meeting to order by President**
- 2. Election of chairman of the meeting**
- 3. Calling of the roll and certifying of proxies**
- 4. Proof of meeting notice**
- 5. New business:**
 - A. Membership vote on approval of proposed material alterations of Common Elements associated with "Pool Amenity Project"**
- 6. Adjournment**

Respectfully submitted this 15th day of October, 2019

Herb Profitt, Manager

Date: October 15, 2019

From: Pelican Beach Resort Owners' Association, Inc.
Board of Directors

To: All Pelican Beach Resort Condominium Unit Owners

Dear Pelican Beach Resort Unit Owner:

Upon consideration of the expressions of interest from a number of our Association's members, the Board of Directors has undertaken review of a proposed project (which we will refer to as the "Pool Project"), including obtaining proposals for the Pool Project and identification of procedural requirements for approval.

The Pool Project would involve demolition and removal of the existing sundeck which is located on the south side of the building, and construction and installation in the same location of a pool area consisting of a zero entry swimming pool with approximately 3350 sq ft surface area, and a Spa with approximately 178 sq ft surface area. (Similar to the rendering included in this package)

As explained to the Board by the Association's Attorney, the Pool Project would constitute a "material alteration" of the "Common Elements" of Pelican Beach Resort Condominium and, as such, Florida law and our Governing Documents require approval of the project in advance in the manner set forth in our Declaration of Condominium. Article IX, Section 3 of our Declaration of Condominium says: "There shall be no material alterations or substantial additions to common property, except as the same are performed by the owner of Unit D as provided above, or authorized by the Board of Directors and ratified by the affirmative vote of voting members casting not less than seventy-five percent (75%) of the total votes of the members of the Association present at any regular or special meeting of the unit owners called for that purpose and approved by the institutional mortgagee holding the greatest dollar volume of this condominium." Summarizing this provision in our Declaration of Condominium, it sets forth three requirements for approval of a "material alteration" of the Common Elements of Pelican Beach Condominium's "Common Elements", as follow:

- (1) Must be authorized by the Board of Directors;
- (2) Must be ratified by the affirmative vote of voting members casting not less than seventy-five percent (75%) of the total votes of the members of the Association present at any regular or special meeting of the unit owners called for that purpose; and
- (3) Must be approved by the institutional mortgagee holding the greatest dollar volume of mortgages of this condominium.

The Board of Directors has voted to authorize the Pool Project and to submit it to the Association's members with a recommendation for a vote of approval, so requirement number (1) has been satisfied. The Board has undertaken a project to identify the institutional mortgagee holding the greatest dollar volume of mortgages on units in Pelican Beach Resort Condominium and an effort is underway to seek approval of the Pool Project from that institutional mortgage which, if obtained, will satisfy requirement number (3). You are receiving with this letter a

notice, agenda and proxy package for a special members' meeting for the sole purpose of voting on approval of the Pool Project as a material alteration of the "Common Elements" of Pelican Beach Resort Condominium in order to satisfy requirement number (2).

As indicated above, the Board of Directors has given its approval of the Pool Project and is recommending that the members also vote for approval. Funding for the Pool Project will come from Association's existing "Special Projects" account and a loan from a financial institution with repayment through monthly assessments for the life of the loan.

We encourage you to complete the enclosed "Limited Proxy" by filling in the blanks with the appropriate information, checking the blank next to "Yes" following the question: "Do you approve the material alterations to the Common Elements of Pelican Beach Resort described in the "Pool Project" recommended by the Board of Directors", signing the proxy form (signature(s) of the unit owner(s) or designated voter as reflected on a "Voting Certificate" if you have one on file with the Association), and that you return the completed and signed Limited Proxy to the Association in advance of the Special Members Meeting date.

The Association will only be able to move forward with the Pool Project upon receipt of the approvals identified in requirements (2) and (3) as described above.

If you have any questions about the proposed Pool Project or about procedures related to the Special Members Meeting and/or this package, please feel free to contact the Association's office.

Sincerely,

Herb Proffitt
Pelican Beach Resort
Association Manager

Financial Overview

The funding for the Pelican Beach Pool Amenity Upgrade Project will be derived through a special monthly assessment for all ownership classifications of Pelican Beach Resort.

Financing come via a bank loan and payments will work much like a home construction loan; draws will be made from the bank based on an agreed payment schedule with the contractor.

Throughout the construction process we will be making interest payments only on the amount that has been drawn. When construction is complete and the engineer approves the project, we will begin making full principal and interest payments.

Planned life of loan is 36 month and projected cost of project is \$ 1.3M.

Loan payments will become part of the Association's annual budget for 2020, 2021 and 2022.

The estimated payment schedule is as follows:

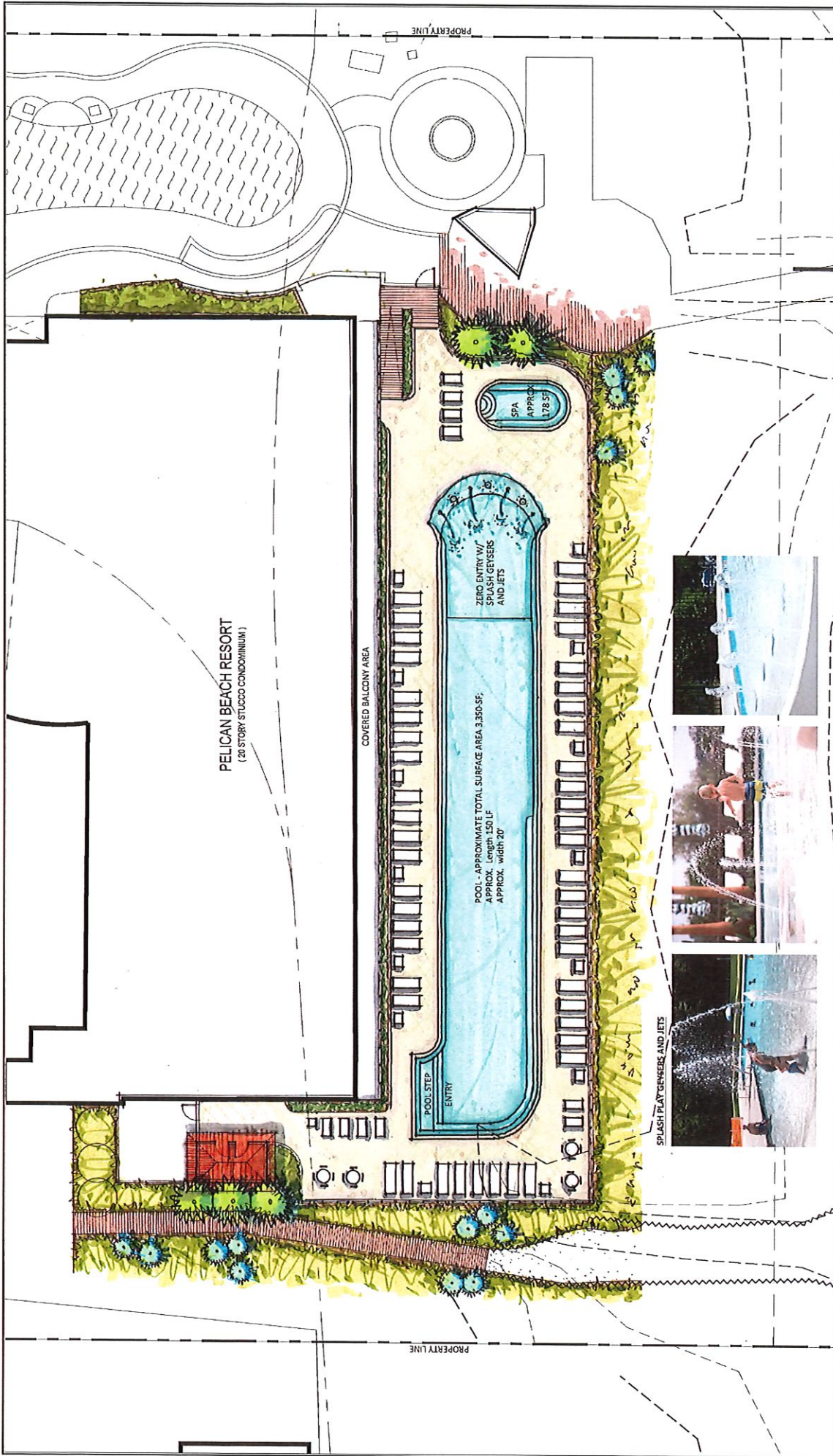
1 Bedroom Dolphin	\$ 108.03
2 Bedroom Pelican	\$ 118.17
2 Bedroom Dolphin	\$ 141.57
Unit D	\$ 426.61


In addition to the construction cost we project the annual operations and maintenance cost of these added amenities to be \$195,000.00. This covers the projected cost of water, gas, electricity, chemical, additional maintenance hours, security and insurance to be funded through monthly assessments. The Terrace's commitment to increase its annual cross-easement payment was contingent upon a splash pad being included in the new amenities. Since a splash pad is no longer being included in the revised proposal, negotiations are undergoing between the Pelican HOA and the Terrace HOA. As a result, there is no specific amount committed from the Terrace at this time but we are hopeful we can reach an agreement.

The projected breakdown is as follows:

1 Bedroom Dolphin	\$ 45.01
2 Bedroom Pelican	\$ 49.24
2 Bedroom Dolphin	\$ 58.99
Unit D	\$ 175.99

If you have questions that were not covered in this packet please contact Kathy Mattingly at pelicanowners@gmail.com



	<p>PREPARED BY: THE PATRICK HODGES LAND STUDIO PLANNING • URBAN DESIGN • LANDSCAPE ARCHITECTURE 10000 N. US HWY 1 Fort Myers Beach, FL 33901 Phone: (888) 224-1422 (941) 336-4400 Fax: (941) 336-4400</p>	<p>PREPARED FOR: Pelican Beach Resort HOA 10000 N. US HWY 1 Fort Myers Beach, FL 33901 (888) 224-1422 http://www.pelicanbeach.com/</p>	<p>OWNER'S AGENT: • http://www.pelicanbeach.com/ Pelican Beach Management, LLC. 10000 N. US HWY 1 Fort Myers Beach, FL 33901 (888) 224-1422 info@pelicanbeach.com</p>	<p>RESORTS OF PELICAN BEACH</p> 	<p>SCALE IN FEET 0' 10' 20' 30' ONE INCH EQUALS TEN FEET</p> 	<p>BRIEF TITLE Pelican Beach Resort New Pool Amenity Area Addition Schematic Design - OPTION B</p>	<p>REVISIONS: NO. DESCRIPTION DATE 1 2012</p>	<p>2 of 2</p>
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PELICAN BEACH RESORT OWNERS' ASSOCIATION, INC.

LIMITED PROXY

The undersigned, owner(s) or designated voter of unit No. _____ in Pelican Beach Resort, a Condominium, appoints _____ (PRINT NAME OF PROXYHOLDER) or _____, Association President (if no name is filled in), as my proxyholder to attend the special meeting of the members of Pelican Beach Resort Owners' Association, Inc., to be held October 29, 2019, at 10:00 A.M. (Central Time), at Pelican Beach Resort Conference Center, 1002 Highway 98 East, Destin, Florida 32541. The proxyholder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxyholder's authority is limited as indicated below:

GENERAL POWERS (You may choose to grant general powers, limited powers or both. Check "General Powers" if you want your proxyholder to vote on other issues which might come up at the meeting and for which a limited proxy is not required).

_____ GENERAL POWERS: I authorize and instruct my proxy to use his or her best judgment on all other matters which properly come before the meeting and for which a general power may be used.

LIMITED POWERS (FOR YOUR VOTE TO BE COUNTED ON THE FOLLOWING ISSUES, YOU MUST INDICATE YOUR PREFERENCE IN THE BLANK(S) PROVIDED BELOW).

I SPECIFICALLY AUTHORIZE AND INSTRUCT MY PROXYHOLDER TO CAST MY VOTE IN REFERENCE TO THE FOLLOWING MATTERS AS INDICATED BELOW:

1. MATERIAL ALTERATION APPROVAL: The Association's Board of Directors recommends the following amenities project for the Common Elements of Pelican Beach Resort Condominium (hereinafter referred to as the "Pool Project"):

(A) Demolition and removal of the existing sundeck located on the south side of the building, and construction and installation in the same location of one swimming pool approximately 3,350 sq. ft. surface area and a Spa with approximately 178 sq. ft. surface area. The Pool Project will be funded from the Association's "Special Project" fund and a loan from a financial institution with repayment through monthly assessments for the life of the loan. The Pool Project will constitute a "material alteration" of the Common Elements of Pelican Beach Resort Condominium, which requires a vote of approval by 75% of the unit owners present at the meeting and approval by the institutional mortgagee holding the greatest dollar volume of mortgages of the Condominium. The Board of Directors has undertaken to identify the

PELICAN BEACH RESORT OWNERS' ASSOCIATION, INC.

LIMITED PROXY

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institutional mortgagee holding the greatest dollar volume of mortgages of the Condominium and further effort is currently underway to seek approval of the Spa Project from that institutional mortgagee.

Do you approve the material alterations to the Common Elements of Pelican Beach Resort as described in the "Pool Project" recommended by the Board of Directors?

_____ YES _____ NO

DATE: _____

SIGNATURE(S) of OWNER(S) OR DESIGNATED VOTER

SIGNATURE(S) of OWNER(S) OR DESIGNATED VOTER

SUBSTITUTION OF PROXYHOLDER

The undersigned, appointed as proxyholder above, designates _____
(*print* name) to substitute for me in voting the proxy as set forth above.

(Signature of proxyholder)

Date: _____

THIS PROXY IS REVOCABLE BY THE UNIT OWNER AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT. IN NO EVENT IS THE PROXY VALID FOR MORE THAN NINETY (90) DAYS FROM THE DATE OF THE ORIGINAL MEETING FOR WHICH IT WAS GIVEN.