

**SUMMARY OF BOARD GOVERNANCE PROCEDURES OF
THE HAMMOCKS COMMUNITY ASSOCIATION INCORPORATED**

This document compiles governance procedures applicable to the Board of Directors of The Hammocks Community Association Incorporated (the “Association”) as reflected in the Association’s recorded Declaration, Articles of Incorporation, By-Laws, and Bill of Rights, Receiver-adopted governance procedures, applicable law, and the Court’s Orders.

It is an administrative compilation only and does not amend or supersede any controlling authority. Any inconsistency shall be resolved in favor of the controlling authority.

Number and Term of Directors

There shall be no less than seven (7) Directors. Directors shall hold office until the next succeeding Annual Election and thereafter until their successors are duly elected and have taken office. There are five (5) Class A percentage director seats, one (1) Class A fixed director seat (Neighborhood Chair), and one (1) Class E fixed director seat.

Alternate Directors for the Class A percentage seats shall be elected from the candidates receiving the next highest votes following the election of the five (5) Class A percentage Directors. For each of the Class A and Class E fixed director seats, one (1) Alternate Director may be elected to serve as the Alternate Director for each. An Alternate Director may attend all Board meetings but shall vote only in the absence of the Director for whom they are an alternate.

As of March 4, 2026, the Board of Directors and Alternate Directors consist of:

<p>Class A Percentage Seats:</p> <p><u>Directors:</u></p> <ol style="list-style-type: none"> 1. Acosta, Johanna 2. Ardisson, Idalmen “Chicky” 3. Cabrera, Pete 4. Kearns, Don 5. Perez, Francisco “Frank” 	<p><u>Alternate Directors (in order of total votes):</u></p> <ol style="list-style-type: none"> A. Costa, Andrew B. Martin, Dr. Rose L. C. Rodriguez Danton, Ricardo
<p>Class A Fixed Seat:</p> <p><u>Director:</u></p> <ol style="list-style-type: none"> 6. Gurucharri, Kristen 	<p><u>Alternate Director:</u></p> <p style="text-align: center;">None</p>
<p>Class E Fixed Seat:</p> <p><u>Director:</u></p> <ol style="list-style-type: none"> 7. Franco, Juan 	<p><u>Alternate Director:</u></p> <ol style="list-style-type: none"> A. Dale, Andrew

Director and Alternate Director Qualifications and Education Requirements

No Director or Alternate Director may serve, vote, or act in a director capacity unless they have taken the Oath of Office required by Article I of the Bill of Rights.

Separately, Directors must comply with the education requirements set forth in section 720.3033, Florida Statutes, including completion of a department-approved board member certification course within 90 days of election or appointment, unless a valid certification has already been obtained within the prior four (4) years.

Directors must also complete the applicable continuing education requirements while serving, including at least 8 hours annually for associations with more than 2,500 parcels.

An Alternate Director who serves in place of a Director shall be deemed to be acting as a Director for that Meeting and shall be subject to the same statutory education requirements as Directors.

All certification records shall be maintained as part of the Association's Official Records.

Vacancy and Replacement

A Director shall forfeit their seat for: (i) missing three (3) consecutive Board meetings during their term; or (ii) having three (3) unexcused absences from Board meetings during their term. Absences may be excused at the discretion of the Board of Directors.

If a Director's seat becomes vacant due to death, resignation, retirement, disqualification, removal, or forfeiture, the Alternate Director shall have the right to be appointed to fill that seat for the remainder of the term. If the Alternate Director waives this right, then the remaining Directors of that Class shall appoint a new Director. If the Alternate Director is appointed, the Directors of that Class shall appoint a new Alternate Director.

Removal

Directors may be removed for cause by an affirmative vote of a majority of the Members. No Director shall continue to serve on the Board if, during their term of office, they shall cease to be qualified to be a Director. Officers may be removed with or without cause by an affirmative vote of a majority of the Board of Directors.

Compensation

DIRECTORS AND OFFICERS SHALL RECEIVE NO COMPENSATION FOR THEIR SERVICES.

Meetings

The first meeting of the Board of Directors shall be held within ten (10) days after the Election. It shall serve as the Annual (Organizational) Meeting of the Board, at which time the dates, places, and times of regularly scheduled meetings of the Board shall be set.

Notices of all Board and Committee meetings must specifically identify Agenda items for the meetings and must be posted in all community bulletin boards as well as on the Hammocks website <https://www.hammockscommunityassociation.info/> at least 48 hours in advance of a meeting, except in an emergency approved by the Court-Appointed Monitor.

The Board and each Committee shall keep regular meeting minutes, which shall be reviewed and approved by a majority of the Board before posting.

A majority of the Board of Directors shall be necessary and sufficient to constitute a quorum for the transaction of business. An Alternate Director counts toward quorum only when serving in place of an absent Director of the Class for which the Alternate Director was elected or appointed. Directors are deemed present and in person if participating by any means of communication (including Zoom) by which all Directors simultaneously hear each other. No Board Meeting may proceed unless the Association Attorney (or designee) and the Court-Appointed Monitor (or designee) are present. The Association Attorney and Court-Appointed Monitor are not Directors and are not counted toward a quorum.

Special meetings of the Board may be called on two (2) days' notice to each Director by the President. Special meetings shall be called by the President or Secretary if requested by two (2) or more Directors.

Transaction of Business

The Board shall transact business in accordance with an abbreviated version of Robert's Rules of Order. The President shall serve as Chairperson of the Board of Directors and will facilitate Board meetings.

A motion may be made by any Board member concerning an item identified on the Agenda for the meeting. The motion must be seconded by another Board member to be considered. Minutes will note who made the motion, and who seconded it. Board discussion concerning the motion will follow. Friendly amendments to the motion may be proposed. A vote on the motion is called. Minutes will note a vote or abstention for each Director, and whether the motion passed or failed.

Board members may vote in favor of a motion, against it, or abstain. The Court-Appointed Monitor will not vote but may make recommendations. The Court-Appointed Monitor may make decisions for the Board, as needed, including when (due to the absence of Board members) such a decision is needed to break a tie, or otherwise as deemed necessary by the Monitor, with Court approval. Nothing herein limits or modifies the authority granted to the Court-Appointed Monitor under the Court's Order.

Motions may be amended, tabled, objected to, or reconsidered. Board Members may move to refer motions to a committee, end the debate, or postpone the discussion. A Board member may move to overrule a procedural ruling of the Chairperson. The Court-Appointed Monitor may resolve procedural disputes at Board Meetings as necessary.

Committees

Meetings of Committees are open to all members. Committees will transact business in the same manner as the Board of Directors. Committees may not vote by proxy or by secret ballot when making a final decision regarding the expenditure of Association funds or when an architectural decision will be approved or disapproved.

Notice to Board Members

Official notices and communications to Board members shall be via email at an email address assigned to the Board member @newhammocks.org. Requests for a special meeting must contain in the subject line "HAMMOCKS - REQUEST FOR SPECIAL MEETING" to ensure receipt by Board members. Board members may waive these notice requirements.

Owners' Rights at Board and Committee Meetings

Owners have the right to speak at all Board and Committee meetings regarding items designated on the Agenda for the meeting. The Association may adopt reasonable rules governing the frequency, duration, and manner of owner comments and questions.

Owners who wish to speak must sign up in advance of the meeting and identify each Agenda item on which they intend to speak. Owners will be limited to speaking only on those Agenda items identified at the time of sign-up.

Owner comments are limited to in-person participation only.

Owners will be permitted to speak for up to two and one-half (2.5) minutes per Agenda item for which they signed up.

For communities with more than 100 members, the Association bylaws may provide for a reasonable alternative to posting or mailing of notice for each board meeting, including publication of notice and provision of a schedule of board meetings on the Hammocks website.