

**CLOISTERS PROPERTY OWNERS ASSOCIATION, INC.**

**A RESOLUTION BY BOARD OF DIRECTORS ADOPTING RULES AND REGULATIONS GOVERNING INSPECTION AND COPYING OF OFFICIAL RECORDS**

A meeting of the Board of Directors of Cloisters Property Owners Association, Inc. (the "Association"), was held on Dec. 21<sup>st</sup>, 2017, at 6:40 a.m./p.m., at **the Clubhouse, located at 6000 Woodlake Boulevard, Greenacres, FL 33463**, after duly noticing said meeting in accordance with the By-laws and Florida law, at which a quorum of the Board of Directors was present, and at which time upon motion duly made, seconded and unanimously carried/carried by majority vote, the following resolution was adopted:

**WHEREAS**, the Association is a Florida not for profit corporation created and organized for the purpose of managing and administering the community and common areas of the Association.

**WHEREAS**, Section 720.303(5)(c), Florida Statutes, provides that the Association may adopt reasonable written rules governing the frequency, time, location, notice, records to be inspected, and manner of inspection of the official records of the Association it is required to maintain pursuant to Section 720.303(4), Florida Statutes.

**WHEREAS**, Section 720.303(5)(c), Florida Statutes further provides, in pertinent part, that the Association may impose fees to cover the costs of providing copies of the official records, including the costs of copying and the costs required for personnel to retrieve and copy the records if the time spent retrieving and copying the records exceeds one-half hour and if the personnel costs do not exceed \$20 per hour.

**WHEREAS**, Section 3.11 of the Association's Amended and Restated Bylaws authorize the Association to adopt rules and regulations regarding the inspection of its official records consistent with Section 720.303(5)(c);

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of Cloisters Property Owners Association, Inc., hereby adopts the Rules and Regulations Governing Inspection and Copying of Official Records ("Inspection Rules"). A true and correct copy of the Inspection Rules, as approved by the Board, is attached to this Resolution as **Exhibit "A"**.

[Signatures Follow on Next Page]

IN WITNESS WHEREOF, this Resolution was hereby duly executed by the President of the Association and witnessed by its Secretary to certify the foregoing action taken by the Board of Directors this 21<sup>st</sup> day of Dec., 2017.

**CLOSITERS PROPERTY OWNERS ASSOCIATION, INC.**

By: Phyllis Lewis  
PHYLLIS LEWIS, as President

Attest:

By: Walter Buist  
WALTER BUIST, as Secretary

[The Remainder of This Page Is Intentionally Left Blank]

**CLOISTERS PROPERTY OWNERS ASSOCIATION, INC.**  
**RULES AND REGULATIONS GOVERNING INSPECTION**  
**AND COPYING OF OFFICIAL RECORDS**

**I. DEFINITIONS.**

- A. Copy** shall mean a copy of a record reproducible in its entirety on one side of either a single 8 1/2 x 11 or a single 8 1/2 x 14 sheet. The Association shall not be required to reproduce and make copies available of documents with a sheet size greater than 8 1/2 x 14.
- B. Official Records** are those records designated by Chapter 720, Florida Statutes (hereinafter the "HOA Act"), as amended from time to time, and otherwise not excluded by law, rule, or court decision. However, "official records" does not include the contents of sealed ballot envelopes that have been submitted to the Association prior to the meeting at which the ballots will be opened and counted, nor the contents of sealed proxy envelopes that have been submitted to the Association prior to the meeting at which the proxies will be opened, verified as legitimate, and submitted for counting, nor the contents of sealed ballot envelopes that have been marked "Disregarded" during the ballot counting process, although in all cases the outer envelope shall be an "official record." Following the conclusion of a meeting of the members at which a vote actually occurs, the ballots, sign-in sheets, voting proxies, and all other papers relating to voting by the members will be maintained by the Association as part of the official records for a period of 1 year from the date of the election, vote, or meeting to which the document relates.
- C. Record** shall mean a document or group of documents relating to a particular matter. By way of example, the following constitute one (1) record each; monthly phone bill as sent by the utility, monthly bank statement with enclosures as sent by the bank, the general ledger of a particular fund for one month, a paid invoice from one vendor as sent by that vendor, and the minutes of a meeting held at one particular time and date. The Secretary shall, in his or her sole discretion, determine what constitutes a single record. Under no circumstances does a record include any document not already in existence, nor records whose retention period has expired as provided for by law or rule whether or not said records are still in existence. Records not maintained in written form may be requested; however, the cost of conversion of the record into written form will be borne by the requesting Parcel Owner.
- D. Parcel** means a platted or un-platted lot, tract, unit, or other subdivision of real property within a community, as described in the Declaration.
- E. Parcel Owner** means the record owner of legal title to a Parcel. For the purposes of record inspection and copying only, the term "Parcel Owner" also includes a

Parcel Owner's authorized representative as designated in a writing signed by the Parcel Owner and provided to the secretary in advance of the exercise of any authority thereunder. However, any designation by a Parcel Owner of an authorized representative for record inspection purposes shall only be valid for a period of 90 days, or until the Parcel Owner personally submits any record inspection request, whichever shall first occur.

- F. **Protected Record** shall mean a document that is not accessible to a member or member's representative as currently set forth in Section 720.303(5)(c)1.-7., of the HOA Act, and therefore exempt from inspection.
- G. **Time Periods.** When computing time periods herein, the day of the event from which the designated period of time begins to run shall not be included, nor shall any intervening Saturday, Sunday, legal or public holiday. The last day of the period so computed will be included unless it is a Saturday, Sunday, legal or public holiday, in which event the period shall run until the end of the next day that is neither a Saturday, Sunday, legal or public holiday. Legal and public holidays as used herein shall be deemed to be those holidays specified in Chapter 683, Florida Statutes as amended from time to time.
- H. **Working Day** shall be deemed to mean Monday, Tuesday, Wednesday, Thursday, or Friday that is not a legal holiday as defined above, between the hours of 9:00 a.m. and 5:00 p.m., local time.

## II. INSPECTION AND COPYING.

- A. The official records of the Association are open to inspection by any Parcel Owner or authorized representative of such Parcel Owner (as designated in accordance with these rules) on working days. Protected Records are not accessible to Parcel Owners, and will not be produced for inspection and copying unless pursuant to a lawful court order.
- B. A Parcel Owner desiring to inspect the official records of the Association shall submit the request to the Association in writing via certified mail to the Association's legal counsel, **Rosenbaum PLLC, 250 Australian Avenue South, 5<sup>th</sup> Floor, West Palm Beach, FL 33401**. A Request received via hand delivery or email will not be considered to be delivered properly and denied in its entirety. The request shall describe each record desired in sufficient specificity to identify it, and must specify pertinent dates or time periods. The request must be legible, and must describe records by type such as listed in Section 720.303(4) of the HOA Act, and not by subject matter such as "all insurance information."
- C. A Parcel Owner may not inspect the official records of the Association more frequently than one 8-hour business day per month in accordance with Section 720.303(5)(c) of the HOA Act. Requests exceeding these limits will be denied in

their entirety.

D. No more than one (1) written request shall be permitted per record per six-month period. Once the record has been inspected by the Parcel Owner or by an authorized representative, or a copy obtained by the Parcel Owner or authorized representative, if the record has not changed, it is not subject to further requests for inspection and/or copying by that Parcel Owner or authorized representative for a period of six months. Any record inspection scheduled as the result of the receipt of a request shall be deemed to be an inspection of all records listed in said request that were not previously indicated as a Protected Record or unavailable.

E. Upon receipt of the written request, the Association will acknowledge in writing receipt of the Parcel Owner's inspection request. The Association's written acknowledgement will be mailed to the Parcel Owner to the mailing address on file with the Association unless otherwise specified in the Parcel Owner's inspection request. The Association will make its official records available for inspection at one of the following locations: the Association's Clubhouse located at 6000 Woodlake Boulevard, Greenacres, FL 33463, its property management company's office c/o FirstService Residential, 12794 W. Forest Hill Blvd, Suite 31, Wellington, FL 33414 or at a location within 45 miles of the association property or within Palm Beach County within the time frame specified by law. The Association's written acknowledgement will specify the location where inspection shall occur. In its written acknowledgement, the Association will request the Parcel Owner to contact the Property Manager to coordinate the actual date and time of the initial inspection, failure of which the date and time of the inspection specified in the Association's written acknowledgement will be deemed an acceptable inspection date and time by the Parcel Owner. If the Parcel Owner does not respond to the Association's acknowledgement letter by contacting the Property Manager in writing within 10 days of the Parcel Owner's receipt of the Association's acknowledgement letter to coordinate a different date and time than specified by the Association and fails to appear on the date and time so specified, the Parcel Owner's inspection request shall be deemed abandoned. Furthermore, the Parcel Owner shall be deemed to have inspected the records requested to be inspected for purposes of calculating the amount of time before the Parcel Owner may request to inspect those records again under this Resolution.

The Association is not required to locate the requested records from all of the official records requested by a Parcel Owner. Therefore, the Association may produce the Records in the manner in which they are maintained by the Association in the ordinary course of business, or provide on the Records as detailed in the Parcel Owner's written request, as determined by the Board of Directors or management in their sole discretion.

F. The record inspection will occur at the location specified by the Association at a date and time mutually agreed upon by the party requesting the inspection and the

Association, as specified in Paragraph G above. The Association strongly encourages the Parcel Owner contact either the Secretary or the Association's management company via telephone or electronic mail to coordinate a mutually convenient date and time to conduct the records inspection. In the event the Secretary asserts an exemption to disclosure of certain Records pursuant to the HOA Act, the Parcel Owner or authorized representative requesting the Record shall be advised in writing of the specific grounds for exemption.

- G.** The inspection will be under the supervision of a person or persons designated by the Association to monitor and assist in the record inspection. The Secretary may institute any supervision or reasonable security measures with regard to the record inspection he or she deems appropriate.
- H.** The initial record inspection session shall not extend beyond four (4) hours. If the Parcel Owner does not complete the inspection of the records requested within this four (4) hour time frame, then the Parcel Owner will be allowed an additional inspection session of up to four (4) additional hours within thirty (30) days from the date of the initial record inspection session. The Parcel Owner must inform the supervisor of the inspection that he or she needs additional time to continue the inspection at the conclusion of the initial session, however, the Parcel Owner shall not be required to submit an additional records request to the Association. The Parcel Owner and supervisor of the inspection shall agree on a new mutually convenient date and time to continue the inspection of the records requested if the Parcel Owner does not complete the inspection at the initial session. The Parcel Owner shall be informed of his or her availability to conduct a continuation of the inspection at the initial inspection session. If the Parcel Owner fails to inform the supervisor of the inspection that more time is needed to complete the records inspection prior to departing the inspection location, the Association will presume the Parcel Owner completed their inspection and the Association will be deemed to have fulfilled its statutory obligations to the Parcel Owner relative to the Parcel Owner's inspection request. At the conclusion of a second four (4) hour session, the Parcel Owner's inspection will be considered complete regardless of whether the Parcel Owner actually completed his or her review of the official records during the second inspection session. The Parcel Owner may then submit a new inspection request for a future inspection in accordance with these rules.
- I.** During the record inspection, no mark whatsoever shall be made on any record, nor shall any pages affixed together by staple, paperclip, or other means be disassembled, nor shall the records being inspected be altered from the sequence in which they are presented for the inspection. Further, no record inspection shall occur under circumstances which cause the record to leave the control of the Association, nor shall any record be removed from the location of the inspection for any reason whatsoever.
- J.** The right to obtain copies of records is incidental to, and a part of, the inspection of records. During the inspection of records, a Parcel Owner or authorized

representative may request the Association to copy any document by placing a paper clip, post it memo sheet, or other similar marking device on the document or documents of which copies are desired, and by advising the supervising person of the number and location of said marking devices.

- K.** If during the inspection of the records, the Parcel Owner has determined the need or desire for a copy of said record, the Association shall make or obtain those copies and provide same to the Parcel Owner within five (5) working days from the date of the record inspection and subject to the Association receiving prior payment therefore.
- L.** The Association is not required to make and/or mail or deliver record copies to the Parcel Owner or an authorized representative upon demand; but rather the Parcel Owner or authorized representative can obtain record copies or request same, as detailed herein, during the inspection.
- M.** There will be no charge for the cost of copying official records requested to be copied if the time spent retrieving and copying the records does not exceed one-half hour, or if the records requested do not result in the copying of more than 25 pages. If the time spent retrieving and copying the records requested exceeds one-half hour and the records requested results in the copying of more than 25 pages, the Association will charge \$20.00 per hour for the personnel costs associated with retrieving and copying the requested records, as well as 25 cents per page for copies made on the Association's copier.
- N.** If the Association is entitled to charge the Parcel Owner for personnel costs and/or copies as provided in Paragraph M above, the Parcel Owner must pay said costs in advance to receiving copies of the requested records, said payment to be either check or certified funds, whichever the Association specifies. The Association shall, at its option prepare record copies on single-sided sheets or duplexed. A duplexed copy shall be, for the purposes of the 25 cents per page charge, two copies. The Association shall not, however, be required to copy two separate documents on a single page for the purposes of minimizing the per page copy cost.
- O.** If the Association photocopy machine is unavailable during a records inspection, or if the records requested to be copied exceed 25 pages in length, the Association may have copies made by an outside duplicating service and may charge the Parcel Owner the actual cost of copying, as supported by the vendor invoice.
- P.** Notwithstanding the foregoing, a Parcel Owner or the Parcel Owner's representative shall be entitled to use a portable device, including a smartphone, tablet, portable scanner, or any other technology capable of scanning or taking photographs, to make an electronic copy of the official records in lieu of the Association providing the Parcel Owner or his or her authorized representative with a copy of such records. The Association may not charge a fee to a Parcel

Owner or his or her authorized representative for the use of a portable device. In the event the Parcel Owner does not verify that his or her duplication device utilized at the records inspection has made a legible image or copy of the subject records before leaving the inspection, the record(s) in question shall be deemed inspected and the Association shall be deemed in compliance with its obligation to produce the subject record(s) for inspection and copying pursuant to the HOA Act. Further, the Parcel Owner's ability to request to inspect the same record(s) again shall be subject to the time frame specified in Paragraph D above.

- Q.** Lists of Parcel Owners containing their mailing addresses, telephone numbers, and email addresses, as the case may be, shall not be released by the Parcel Owner or the Parcel Owner's representative to anyone not a Parcel Owner in this Association.

### **III. MANNER OF INSPECTION.**

- A.** No written request for inspection or copying shall be made in order to harass any Parcel Owner, resident, Association agent, officer, director, or employee. Inspection and copying requests not in conformance with these rules will be deemed to be harassment.
- B.** All persons inspecting or requesting copies of records shall conduct themselves in a businesslike manner and shall not interfere with the operation of the Association office or place where the records are otherwise inspected or copied.

### **IV. ENFORCEMENT OF INSPECTION AND COPYING RULES.**

- A.** Any violation of these rules shall cause the immediate suspension of the inspection or copying until such time as the violator agrees in writing to comply herewith.
- B.** Any written requests for inspection or copying not complying with these rules will be denied. The Association shall indicate in writing the nature of the noncompliance and transmit same to the requesting party within five (5) working days subsequent to receipt of the written request.
- C.** Verbal requests for inspection or copying will neither be honored nor acknowledged.
- D.** A request for record inspection and/or copies will be denied if the Parcel Owner has, within two (2) years preceding his demand, given, sold, or offered for sale any list of Parcel Owners, or has aided or abetted any person in procuring any list of Parcel Owners for any such purpose.
- E.** A request for record inspection and/or copies will be denied if the Parcel Owner has within two (2) years preceding his demand, improperly used any information

secured through any prior examination of the records of this Association. Improper use shall include the providing to anyone not an Association member a list of Parcel Owners which is subsequently used for non-Association or commercial purposes, or the selling or distribution of any information or records inspected, except to the extent that such use is for a proper purpose as defined in section 607.1602(3) or 671.1602(4), Florida Statutes, as applicable.

- F.** The Association reserves the right to amend these rules from time to time as deemed necessary.
- G.** The Association may take any available legal action to enforce these rules authorized by the Governing Documents of the Association and/or Florida law.

[The Remainder of This Page Is Intentionally Left Blank]