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Dorothy H Wilken, Clerk of Court



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**HARBOUR TOWERS CONDOMINIUM  
ASSOCIATION OF NORTH PALM BEACH BOARD OF DIRECTORS  
907 Marina Drive  
North Palm Beach, Florida 33408**

FEBRUARY 27, 2004

PALM BEACH COUNTY CLERK OF THE COURTS

Re: ANNULMENT OF AMENDMENTS TO DECLARATION OF CONDOMINIUM

IN A MEETING OF THE HARBOUR TOWERS CONDOMINIUM ASSOCIATION OF NORTH PALM BEACH BOARD OF DIRECTORS ON JANUARY 28, 2004, IT WAS VOTED ON AND APPROVED TO ANNUL THE AMENDMENTS MADE TO THE DECLARATION OF CONDOMINIUMS RECORDED OCTOBER 24, 2003 IN PALM BEACH COUNTY OFFICIAL RECORDS BOOK 16083 PAGE 0551.

COPIES OF AMENDMENTS AND MINUTES OF THIS MEETING ARE ATTACHED.

EVELYN J. NIELSEN, Secretary  
HARBOUR TOWERS BOARD OF DIRECTORS

Michelle M. Kahmann  
My Commission DD242663  
Expires September 18, 2007  
2/27/04

# HARBOUR TOWERS CONDOMINIUM ASSOCIATION OF NORTH PALM BEACH, INC.

907 Marina Drive  
North Palm Beach, FL 33408

February 2, 2004

## MINUTES OF BOARD OF DIRECTOR MEETING HELD ON JANUARY 28, 2004

### Enclosures:

- 1: Certified letter from Henry Van Nimwegen regarding the three amendments passed in Year 2003.
- 2: Letter distributed by Henry Van Nimwegen on Sunday, January 18, 2004.
3. Notice of annulment of three amendments passed in Year 2003.

1. CALL TO ORDER: George Duffy called the Board of Director (BoD) meeting to order at 5:21PM. Directors in attendance: Pat Chase, George Duffy, Harold Glasser and Evelyn Nielsen and Sandy Gould via speakerphone – *sufficient for a quorum*. Also attending was: Therese Angrees, Bernice Glasser, Henry Van Nimwegen and Ralph Scofield.
2. PROOF OF NOTICE OF MEETING was posted on the Association's bulletin board located in the lobby area of our building on January 26, 2004 prior to 12 Noon
3. READING AND DISPOSAL OF UNAPPROVED MINUTES: Mr. Duffy stated that the only minutes not approved were the minutes of the Annual meeting held on January 21, 2004. He asked if anyone wanted to have them read – no one requested that to happen. He asked if anyone wanted to approve them. Sandy Gould made a *motion to approve the Minutes of the January 21<sup>st</sup> meeting*, seconded by Harold Glasser. Mr. Duffy asked if any Director or any owner present wanted to discuss the motion – no one wanted to. Motion approved – no votes against.
4. ELECTION OF OFFICERS: Mr. Duffy stated that the next item on the Agenda was the election of officers:
  - Sandy Gould *made a motion to elect George Duffy President*, seconded by Harold Glasser. Mr. Duffy asked if anyone wanted to discuss this motion – no one wanted to. Motion approved – no votes against.
  - Sandy Gould *made a motion to elect Harold Glasser Vice-president*, seconded by Pat Chase. Mr. Duffy asked if anyone wanted to discuss this motion – no one wanted to. Motion approved – no votes against.
  - Pat Chase *made a motion to elect Sandy Gould Treasurer*, seconded by Harold Glasser. Mr. Duffy asked if anyone wanted to discuss this motion – no one wanted to. Motion approved – no votes against.
  - Sandy Gould *made a motion to elect Evelyn Nielsen Secretary*, seconded by Pat Chase. Mr. Duffy asked if anyone wanted to discuss this motion – no one wanted to. Motion approved – no votes against.

- Sandy Gould *made a motion to elect Pat Chase Assistant Secretary*, seconded by Evelyn Nielsen. Mr. Duffy asked if anyone wanted to discuss this motion – no one wanted to. Motion approved – no votes against.

5. YEAR 2003 AMMENDMENTS:

- a. Mr. Duffy stated that the BoD had received a certified letter (Enclosure 1) from Mr. Henry Van Nimwegen and asked Ms. Nielsen to read it. At the completion of the reading, Mr. Duffy stated that he and many other owners had received a similar letter from Mr. Van Nimwegen on January 18<sup>th</sup> (Enclosure 2) and that there was a paragraph in this letter that was not in the certified letter. Mr. Van Nimwegen stated that he did not write or type either letter, did not read the first letter (Enclosure 2) before distributing it, and regretted not having done so because he only wanted to point out the errors in presenting the amendments to the owners and nothing else. When asked who wrote the letters, he stated he did not want to identify the writer.
  - Mr. Duffy asked Ms. Nielsen, Secretary of the Year 2003 BofD if she had the results of the owners vote for the three amendments. She said yes and read them off:
    - a. ARTICLE 111 PARAGRAPH B.2 & B.3 YES: 34, NO: 2
    - b. ARTICLE 111 PARAGRAPH C YES: 31, NO: 5
    - c. ARTICLE V PARAGRAPH A YES: 32, NO: 4
  - Mr. Duffy asked Ms. Nielsen if she had the original owner-submitted ballots. She answered to the affirmative and displayed them for all to see.
  - Mr. Duffy stated for the record that the received Ballots were properly tallied and were, and are, available for anyone to inspect.
  - Mr. Duffy also noted that Mr. Pellegrin, last year's President, was seriously ill during the period when these ballot returns were collected and tabulated and before the Association's lawyer filed these amendments. As a result, the planned announcement of the amendment ballot results at a BofD meeting simply fell through the cracks and there is no evidence of any conspiracy by any member or members of the BofD to mislead or lie to the owners of our Association.
- b. Mr. Duffy asked Ms. Nielsen last year's Secretary the following series of questions regarding the June 25<sup>th</sup> BofD meeting:
  - Was the proposed amendments presented, discussed and voted upon?
    - a. Answer, yes.
  - Were all Directors present?
    - a. Answer, yes.
  - Did any Director or owner present at the meeting object to any of the proposed amendments?
    - a. Answer, no.
  - Was any Director or owner present denied time to speak regarding the proposed amendments?
    - a. Answer, no.
  - When the vote was called for, was there any dissenting vote?
    - a. Answer, no.
  - Did you write the Minutes for the June 25<sup>th</sup> BofD meeting and have them mailed or distributed to the owners?
    - a. Answer, yes.

- At the September 15<sup>th</sup> BofD meeting was a motion made by H. Glasser, seconded by C. Banulis to approve the minutes of the June 25<sup>th</sup> BofD meeting and was the motion approved without any dissenting vote?
    - a. Answer, yes.
  - Is it correct to state, based on the record, that the Board of Directors acted properly in presenting and approving the Proposed Amendments and statements like "were supposedly passed" (Paragraph 3, enclosures 1 and 2) is unfair and misleading.
    - a. Answer, yes.
- c. Mr. Duffy asked Ms. Nielsen the following questions regarding the dates and amendment submissions to the owners:
- With reference to page 2, first paragraph, the sixth line of Enclosures 1 and 2, can you explain the discrepancy in the September 15, 2003 date?
    - a. Answer, *The Association's attorney was given the proper date, June 25<sup>th</sup>, and must have made an error when he recorded it.*
  - Did you type the proposed amendments changes and, if yes, were you aware of the requirements for writing such amendments as spelled out under the Florida statutes 718.112(2)(h)2. Referred to in Paragraphs 2 and 3, Page 1 of Enclosures 1 and 2?
    - a. Answer, *I typed the proposed changes and I was not aware of the statute requirements when I did so.*
- d. Mr. Duffy stated that it seems that errors were made and that there appeared to be no evidence of intent by any member of the Year 2003 BofD to confuse or otherwise deceive the members of this association. He asked if anyone disagreed with this assessment. No Director or owner present offered any disagreement.
- e. Mr. Duffy stated that Mr. Van Nimwegen was right in bringing to the Boards attention that a "technical" error - Florida Statute 718.112(2)(h)2 states that no Bylaw shall be revised or amended by reference to its title only. *Proposals to amend existing bylaws shall contain the full text of the bylaws to be amended; new words shall be inserted in the text underlined, and words to be deleted shall be lined through with hyphens etc.* Since this was not done, the board erred.
- f. However, Mr. Duffy also criticized Mr. Van Nimwegen for the contents of the first letter (Enclosure 2) he distributed to owners and the certified letter (Enclosure 1) he sent to the BofD in that these letters seemed, in his opinion, to be implying that something other than errors was in place when the Board submitted the proposed amendments and the events thereafter. Mr. Duffy reminded Mr. Van Nimwegen that board members are not lawyers, and that the board was under considerable pressure by him and others to keep legal costs down. He also stated that owners may not agree with what boards do or they may not like specific board members but this should not result in letters presented to owners with the possible intent to undermine and discredit either the entire board or specific members of the board.
- g. Mr. Van Nimwegen again stated that he regretted not having paid more attention to the content of the letters and his intention was only to point out an obvious error that needed correcting.
- h. Mr. Duffy asked if any director wanted to make a motion to annul the amendments. Harold Glasser made the following motion: ***To annul the three amendments filed with the State of Florida, County of Palm Beach on October 15, 2003 for the reason that errors were made in procedure when presenting them to the owners for approval***, seconded by Pat Chase. Mr. Duffy asked for discussion regarding the motion on the floor. A discussion ensued as to how best to do this without having to pay for legal fees. Ms. Nielsen stated she had checked into how to do this and it appeared that it could be done with a simple visit to the County clerks office. All agreed that, if it could be done this way, this was the way to do it. Mr. Duffy asked if there were any further

comments. No one raised his or her hand. Mr. Duffy called for a vote on the motion on the floor – motion passed with no votes against.

- i. Mr. Duffy asked Ms. Nielsen and Mrs. Chase to go to the County Clerks office and have the amendments removed from the records and report back to the BofD if it couldn't be done so easily. He also asked to have a separate notice placed with the minutes of this meeting informing the owners that the three amendments have been annulled.

6. SELECTION OF BOOKKEEPER:

Mr. Duffy stated that the next Agenda item was the bookkeeper for Year 2004. He stated that he had decided a few months ago not to continue on as the bookkeeper because he no longer wanted the responsibility. He asked if any Director had someone in mind to fill the bookkeeper position and wanted to make a motion. Harold Glasser made a motion to contract with Paula Duffy for the bookkeeper position, seconded by Sandy Gould. Mr. Duffy asked if any of the Directors wanted to discuss the motion – Ms. Nielsen said Mrs. Duffy was a good choice; Mr. Duffy said he trained her well; Ms. Nielsen complemented Mr. Duffy on the great job he has done as bookkeeper. Mr. Duffy asked if any of the owners present wanted to say something – none raised their hand. Mr. Duffy called for a vote on the motion. Motion passed with no vote against.

7. ADJOURNMENT:

Mr. Duffy stated that there were no further items on the agenda. Sandy Gould made a motion to adjourn; seconded by Harold Glasser. Mr. Duffy asked if anyone wanted to discuss the motion – no one did. He called for a vote on the motion. Motion passed with no votes against.

Mr. Duffy adjourned the meeting at 5:51PM.

Respectively presented by,



Evelyn Nielsen, Secretary

P.S. After the meeting was adjourned, Mr. Scofield stated that John Szymalak's name was erroneously used in the minutes of the annual meeting instead of Ron Szymalak. On behalf of the BofD, I express apologies to Ron for making this error.

*Evelyn Nielsen*

EXHIBIT A

**PROPOSED AMENDMENT TO  
DECLARATION OF CONDOMINIUM OF  
HARBOUR TOWERS CONDOMINIUM**

Article III, Section B.2 & B.3 shall be deleted in its entirety and replaced with the following language:

B.2 Not less than sixty (60) days prior to the annual members meeting, the Board of Directors shall appoint a search committee to encourage eligible and qualified persons to become candidates for the Board: the search committee shall not have the authority to nominate candidates. Any unit owner or qualified person desiring to be a candidate for the Board shall give written notice to the Association not less than thirty (30) days before the annual members meeting; the candidate may include an information sheet describing his/her background, education and qualifications, as well as any other factors deemed relevant by the candidate. Not less than fourteen (14) days prior to the annual members meeting, the Association shall mail or deliver to the eligible voters, at the addresses listed in the official information sheets of the Association, the ballot with the list of candidates placing their name in nomination for Director as well as all candidate-submitted information sheets: each unit shall receive one (1) ballot and all pertinent information sheets.

B.3 The election shall be by ballot only using the ballot supplied by the Association. Each person voting is entitled to cast his/her vote for each of as many vacancies to be filled; voting for more candidates than positions available will nullify the entire ballot. All completed ballots must be received by the Association prior to the start of the annual members meeting and the ballots will be tallied during the annual members meeting.

EXHIBIT A

**PROPOSED AMENDMENT TO  
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HARBOUR TOWERS CONDOMINIUM**

Article III, Section C shall be deleted in its entirety and replaced with the following language:

The term of each director's service shall be for two (2) years and subsequently until his successor is duly elected and qualified, or until he or she is removed in the manner elsewhere provided. The directors shall serve staggered terms, with three (3) directors being elected in even numbered years and two (2) directors being elected in odd numbered years. To implement staggered terms, at the first contested election after the effective date of this amendment, the two (2) or three (3) candidates with the highest number of votes, depending upon whether it is an even or odd numbered year, shall serve a two (2) year term, and the remaining persons elected to the board shall serve a one (1) year term. If there is not a contested election at the first annual meeting after the effective date of this amendment, the persons seated on the board shall decide among themselves who shall serve two (2) years and who will serve one (1) year in accordance with these provisions.

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**PROPOSED AMENDMENT TO  
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Article V Directors, Section A shall be deleted in its entirety and replaced with the following language:

The affairs of the Association will be managed by a board consisting of the number of directors determined by the By-laws, but not less than three (3) directors, and in the absence of such determination shall consist of five (5) directors





10/24/2003 15:15:33 20030657016  
OR BK 16083 PG 0551  
Palm Beach County, Florida

This Instrument Prepared by:  
Steven L. Daniels, Esquire  
ARNSTEIN & LEHR  
433 Plaza Real, Suite 275  
Boca Raton, FL 33432-3945

**CERTIFICATE OF AMENDMENT TO  
DECLARATION OF CONDOMINIUM OF  
HARBOUR TOWERS, A CONDOMINIUM**

This CERTIFICATE OF AMENDMENT TO THE DECLARATION OF CONDOMINIUM FOR HARBOUR TOWERS CONDOMINIUM (the "Condominium") is made this 15 day of OCTOBER, 2003, by Harbour Towers Condominium Association of North Palm Beach, Inc., a Florida Not-for-Profit Corporation.

**WITNESSETH:**

WHEREAS, the Declaration of Condominium of Harbour Towers, A Condominium ("Declaration") was recorded in Official Record Book 1695, at Page 902 of the Public Records of Palm Beach County, Florida; and

WHEREAS, the Declaration was amended by Certificates of Amendment recorded on February 27, 1970 in Official Record Book 1789, at Page 1677, recorded on April 19, 1985 in Official Record Book 4522, at Page 644, and recorded on April 10, 2000 in Official Record Book 1708, at Page 1005, all of the Public Records of Palm Beach County Florida; and

WHEREAS, Article XIV of the Declaration provides that the Declaration may be amended at a meeting of the Administrators and Members by not less than 75% of the Board of Directors and by the owners of not less than 75% of the units; and

WHEREAS, on SEPT 15, 2003, a meeting of the Unit Owners of Harbour Towers Condominium was held wherein a proposed Amendment was presented for adoption; and

WHEREAS, the requisite number of affirmative votes were registered to pass the Amendment attached hereto as Exhibit "A" ("Declaration Amendments").

NOW, THEREFORE, the Declaration is hereby amended as set forth on Exhibit "A" attached hereto. The Declaration Amendments shall run with the land known as Harbour Towers, a Condominium, pursuant to the Declaration of Condominium recorded in Official Record Book 1695, Page 902, of the Public Records of Palm Beach County, Florida, and shall be binding on all parties having any right, title or interest in said real property or any

part thereof, their heirs, successors and assigns, and shall enure to the benefit of each owner thereof.

WE HEREBY CERTIFY that the attached Declaration of Amendment was duly adopted as Amendment to the Declaration of Condominium of Harbour Towers, and that the requisite affirmative votes were registered for the Amendment at a duly scheduled and held meeting at which a quorum was present.

IN WITNESS WHEREOF, the President and Secretary have caused the execution of this Certificate of Amendment this 15 day of OCTOBER, 2003.

HARBOUR TOWERS CONDOMINIUM  
ASSOCIATION OF NORTH PALM BEACH, INC.

By: Harold Glasser  
Vice President

By: Carmen Banulis  
Secretary TREASURER

(SEAL)

STATE OF FLORIDA:

COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 15 day of OCTOBER, 2003, by Harold Glasser and Carmen Banulis, as President and Secretary, respectively, of Harbour Towers Condominium Association of North Palm Beach, Inc., a Florida Not-for-Profit Corporation, on behalf of the Corporation. They are personally known to me or have produced FL DL as identification.  
6426340 25090 / 859210 12657



NOTARY PUBLIC

PRINT/STAMP/TYPE NAME: BEVERLY J. SINGER

COMMISSION EXPIRES: 10-28-06

COMMISSION NUMBER: 22 161895

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B.3 The election shall be by ballot only using the ballot supplied by the Association. Each person voting is entitled to cast his/her vote for each of as many vacancies to be filled; voting for more candidates than positions available will nullify the entire ballot. All completed ballots must be received by the Association prior to the start of the annual members meeting and the ballots will be tallied during the annual members meeting.

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