

**STATE OF FLORIDA  
DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION  
DIVISION OF FLORIDA LAND SALES, CONDOMINIUMS, AND MOBILE HOMES**

**IN RE: PETITION FOR ARBITRATION**

**Leah C. Saar,**

**Petitioner**

**Case No.** \_\_\_\_\_

**v.**

**Wellesley at Lake Clarke Shores  
Homeowners Association, Inc.**

**Respondent**

\_\_\_\_\_ /

**PETITION FOR MANDATORY BINDING ARBITRATION – ELECTION DISPUTE**

1. This is a Petition for Mandatory Binding Arbitration for an election dispute pursuant to 720.311 and 720.306(9), Florida Statutes.
  
2. The basis for the dispute is the failure of Respondent Wellesley at Lake Clarke Shores Homeowners Association, Inc. (“the Association”) to hold an annual meeting and election to fill the three vacancies on the board of directors.
  
3. The Respondent falsely claims that Association By-Laws permit the board members to summarily waive elections for open board positions and indefinitely retain their offices without holding member elections.
  
4. The party filing this Petition is:  
  
Leah C. Saar  
8111C Northboro Court  
West Palm Beach, FL 33406  
Tel: (561) 966-4556, (561) 981-4441  
Fax: (561) 431-6398

5. The Respondent in this petition is the following:

Wellesley at Lake Clarke Shores Homeowners Association, Inc.  
c/o C.A.M.S  
314 NE 3<sup>rd</sup> Street  
Boynton Beach, FL 33435  
Tel: 561-738-0061  
Fax: 561- 738-6252

6. The Association By-Laws, Articles of Incorporation, Declaration of Covenants and Restrictions and all amendments thereto are collectively referred to herein as “the governing documents.” A complete copy of the governing documents is attached to this Petition.

7. Attached hereto as Exhibit 1 is a copy of the Petitioner’s letter to the Respondent dated July 7, 2009 (the “July 7, 2009 letter”) which was sent to the Respondent via fax and certified mail. A copy of the certified mail receipt confirming receipt of the July 7, 2009 letter by the Respondent is also attached.

8. The Petitioner gave the Respondent advance written notice of the specific nature of the dispute, namely the failure of the Association to hold an election for the board of directors in January 2009, or failing that, to reschedule the annual meeting until such time as a quorum of voting interests could be met.

9. Petitioner’s July 7, 2009 letter to the Respondent is attached hereto as supporting proof that the Petitioner gave the Respondent advance written notice of the specific nature of the dispute.

10. The Petitioner gave the Respondent advance written notice of the Petitioner’s intention for file an arbitration petition or other legal action in the absence of a resolution of the dispute.

11. The Petitioner's letter of July 7, 2009 to the Respondent is attached hereto as supporting proof that advance written notice of the Petitioner's intention for file an arbitration petition through the Florida Department of Business and Professional Regulation in the absence of a resolution of the dispute was provided to the Respondent.

12. The Petitioner demanded relief from the Respondent, and provided the Respondent with a reasonable opportunity to provide the relief.

13. In the July 7, 2009 letter, the Petitioner demanded relief from the Respondent with regard to their failure to hold an election in January 2009 or to reschedule the annual meeting. The Respondent has not responded to, nor even acknowledged, the July 7, 2009 letter as of the date of the Petitioner's signature on this document.

14. The Petitioner's letter of July 7, 2009 is attached hereto as supporting proof that the Petitioner demanded relief from the Respondent, and provided a reasonable opportunity to provide the relief.

15. Attached as Exhibit 2 is the Affidavit of Leah C. Saar ("the Saar Affidavit") as further supporting proof that the Petitioner demanded relief from the Respondent, and provided a reasonable opportunity to provide the relief.

16. In addition to the written demand for relief set forth in the July 7, 2009 letter, the Petitioner made a demand for relief to the Association for their failure to hold an election on the following occasions:

(a) In January 2009, after the scheduled annual meeting January 15th, the Petitioner made a telephone call to the Association (to C.A.M.S. as management company) to find out when elections would be rescheduled. The Petitioner was advised elections would not take place. (Saar Affidavit, paragraph 5).

(b) At the February 2009 monthly board of directors meeting, a demand for relief was made verbally by homeowners in attendance, including the Petitioner Saar Affidavit, paragraph 6-8).

17. The Petitioner's repeated demands for relief commenced in January 2009. The demands for relief made by the Petitioner included (i) a request that an election be held, (ii) that the annual meeting be rescheduled, and (iii) an explanation of the Respondent's alleged legal basis for not holding elections or rescheduling the annual meeting.

18. The Respondent has specifically advised the Petitioner on several occasions that the requested relief would not be forthcoming. The Respondent's refusal to provide relief obviates any question of whether the Respondent was given a reasonable amount of time or opportunity to provide the relief.

## STATEMENT OF FACTS

### Background

19. Wellesley at Lake Clarke Shores Homeowners Association, Inc. is a Florida non-profit corporation organized under Chapter 617, Florida Statutes and operates as a homeowners association pursuant to Chapter 720, Florida Statutes.

20. Pursuant to 720.306(2), Florida Statutes, the By-Laws and the Articles of Incorporation of the Association, the Association must hold annual members' meetings for the transaction of Association business. As provided in Article X of the Association's Articles of Incorporation, the Directors of the Association are to be elected at the annual members' meeting. Pursuant to 720.306(2) Florida Statutes and the governing documents of the Association, a quorum of voting members must be present before the election of directors can take place.

### Facts relevant to the dispute

21. The two-year terms of three former directors of the Association, namely James Wellner, James Kleen, and Brenda Morgan, expired in January 2009. The election was scheduled to be held on January 15, 2009, and James Wellner, Brenda Morgan

and James Kleen were seeking to retain their positions as board members for another two-year term.

22. An annual members' meeting was scheduled for January 15, 2009. The Association management company, C.A.M.S., sent the Notice for the meeting in letter dated December 30, 2008 (the "Notice"). The Notice and the enclosures therewith are attached hereto as Exhibit 3.

23. The Notice stated as follows:

On Thursday, January 15, 2009 at 7:00 p.m. at the Lake Clarke Shores Town Hall, 1701 Barbados Road, Lake Clarke shores, FL, the Annual Meeting of the Association will be held for the purpose of conducting the lawful business of the Association.

Three positions are open for the Board and only four members submitted their names to be on the board. They are Ryan Avenall, Jim Kleen, Brenda Morgan and James Wellner. Additional nominations can be made the night of the meeting from the floor.

A majority of all Association Members (a "quorum") must be present, in person or by proxy, at the meeting, in order for business to be conducted.

24. A fifth candidate, Bruce Eldredge submitted his candidacy for the board of directors election after the Notice was mailed. Subsequent to mailing the Notice, meeting, the Association mailed the members a supplemental notice announcing Mr. Eldredge's candidacy in the January 15, 2009 election. This letter included Mr. Eldredge's own declaration of his reasons for running for the board of directors, which is attached as Exhibit 4.

25. The board members conducting the annual meeting and election to be held on January 15, 2009 were James Wellner, James Kleen, Pam Hubbert and Brenda Morgan. A representative from the management company, C.A.M.S., was also in attendance.

26. On January 15, 2009, prior to calling the annual meeting to order, the proxy votes were counted by the board of directors and a representative of the association

management company. It was determined by those counting the votes that the total votes (proxy votes and members present) did not meet the required quorum number. It was then announced to the members in attendance that a quorum had not been achieved.

27. After confirming that a quorum was not present, the board of directors then publicly announced to the members in attendance that the two challenging candidates, Ryan Avenall and Bruce Eldredge, were not suitable to serve on the board of directors. (The board members provided reasons for this alleged unsuitability which amounted to personal slander.)

28. The board of directors then voted among themselves to waive the election based on the alleged unsuitability of the two challenging candidates.

29. The rationale provide for this action by the board was that even if the meeting were postponed as required until a quorum was achieved, the challenging candidates could not possibly be elected anyway, since their alleged unsuitability had already been proven as fact the sitting board of directors.

30. The laws of the State of Florida and the governing documents of the Association require that the annual members' meeting be rescheduled and adjourned if a quorum is not present. The meeting was not rescheduled. The management company for the Association (C.A.M.S.) advised the Petitioner by telephone shortly after the annual meeting that the election would not be rescheduled, and that the board members with expired terms would simply retain their positions indefinitely.

31. At subsequent monthly board meetings, former board members James Wellner, Brenda Morgan and James Kleen have continued to falsely represent themselves as duly elected board members.

32. Former board members James Wellner, Brenda Morgan and James Kleen are spending Association funds, making decisions on Association business, initiating litigation, and even buying real estate on behalf of the Association without any legal authority.

33. Former board members James Wellner, Brenda Morgan and James Kleen claim that the By-Laws of the Association give them the authority to waive an election if a quorum is not present at an annual meeting. This is a false statement.

34. At the February 2009 monthly board meeting, former board members James Wellner, Brenda Morgan, Pam Hubbert and James Kleen were publicly asked by Association member Jacquie Sembric when the annual meeting and election would be rescheduled. They stated that there would not be an annual meeting and an election would not be held. James Wellner stated the events which took place on the evening of January 15, 2009 had decided the matter and that there would be no further discussion. Brenda Morgan added that "the attorney" had told them that the By-Laws gave them the right to call off the annual meeting and election if a quorum were not present.

35. Jacquie Sembric submitted the question in writing prior to the February 2009 monthly meeting as per the official procedure for homeowner participation. However, Mrs. Sembric's question and the response given are not recounted in the minutes for the February 2009 meeting.

36. On June 1, 2009 association attorney Laurie Manoff, Esq., (of the firm Dicker, Krivok & Stoloff, P.A.) verbally advised the undersigned Petitioner that the By-Laws of the Association give the board the authority to waive an election if a quorum is not present at an annual meeting. It can be readily confirmed that the By-Laws of the Association have no such provision.

37. James Wellner, Brenda Morgan and James Kleen have also committed perjury in court proceedings by representing themselves under oath as officers on the board of the Association.

Relevant Statutes and Provisions of the Governing Documents

38. The relevant By-Laws of the Association are as follows:

Section 3. Membership; Members' Meetings; Voting and Proxies

3.2 The Members shall meet annually at the office of the Association at such time of each year as the Board may determine (hereinafter referred to as the "Annual Members Meeting"). The purpose of the Annual Members' Meeting shall be to hear reports of the officers, elect members of the Board (subject to the provisions of Article X of the Articles) and transact other Business authorized to be transacted by the Members.

3.6 A quorum of the Membership shall consist of one-third (1/3) of those persons entitled to cast the votes of the entire Membership.

3.7 If any meeting of the Membership cannot be organized because a quorum is not in attendance, the Members who are present, either in person or by Proxy, may adjourn the meeting from time to time until, a quorum is present. In the case the meeting is postponed, the notice provisions for the adjournment shall be as determined by the Board.

39. The relevant provisions of the Articles of Incorporation of the Association are as follows:

ARTICLE X - BOARD OF DIRECTORS

A. The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than five (5) Directors. The number of Directors on the Board until the Transfer Date shall be three (3). Thereafter the number of Directors shall be five (5). After the Developer elects to divest itself of control of the Association, Directors must be members of the Association.

B. After the transfer Date, members of the Board shall serve for a term of two (2) years; provided, however, that two (2) members of the



Board elected on the Transfer Date shall serve for an initial terms of one (1) year and the other three (3) members of the Board elected on the Transfer Date shall serve for initial terms of two (2) years. Thereafter the terms of no more than three (3) Board members will end each year. ]

C. Directors of the Association shall be elected at the Annual Member's Meeting in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws

40. The relevant Florida Statutes include Florida Statutes Chapter 720, HOMEOWNERS' ASSOCIATIONS, and Chapter 617, CORPORATIONS NOT FOR PROFIT.

41. The relevant provisions of Florida Statute 720.306 are as follows:

720.306 Meetings of members; voting and election procedures; amendments.--

(1) QUORUM; AMENDMENTS.--

(a) Unless a lower number is provided in the bylaws, the percentage of voting interests required to constitute a quorum at a meeting of the members shall be 30 percent of the total voting interests. Unless otherwise provided in this chapter or in the articles of incorporation or bylaws, decisions that require a vote of the members must be made by the concurrence of at least a majority of the voting interests present, in person or by proxy, at a meeting at which a quorum has been attained.

...

(2) ANNUAL MEETING.--The association shall hold a meeting of its members annually for the transaction of any and all proper business at a time, date, and place stated in, or fixed in accordance with, the bylaws. The election of directors, if one is required to be held, must be held at, or in conjunction with, the annual meeting or as provided in the governing documents.

...

(7) ADJOURNMENT.--Unless the bylaws require otherwise, adjournment of an annual or special meeting to a different date, time,

or place must be announced at that meeting before an adjournment is taken, or notice must be given of the new date, time, or place pursuant to s. 720.303(2). Any business that might have been transacted on the original date of the meeting may be transacted at the adjourned meeting. If a new record date for the adjourned meeting is or must be fixed under 1s. 617.0707, notice of the adjourned meeting must be given to persons who are entitled to vote and are members as of the new record date but were not members as of the previous record date

...

(9) ELECTIONS.-- Elections of directors must be conducted in accordance with the procedures set forth in the governing documents of the association. All members of the association shall be eligible to serve on the board of directors, and a member may nominate himself or herself as a candidate for the board at a meeting where the election is to be held. Except as otherwise provided in the governing documents, boards of directors must be elected by a plurality of the votes cast by eligible voters.

...

42. Article X of the Articles of Incorporation provides that the term of the position of board of director is two years. There is no provision in the governing documents for extending the term beyond two years, absent an election.

43. Pursuant to Article X of the Articles of Incorporation, there must be no less than three (3) and no more than five (5) directors on the Association's board of directors. At this time, only one board of director position is filled.

#### REQUEST FOR RELIEF

44. James Wellner, Brenda Morgan, and James Kleen have illegally taken control of the Association through deliberate, calculated and highly unethical actions. James Wellner, Brenda Morgan, and James Kleen have falsely assumed the powers and authority conveyed to elected board members by the governing documents and Florida law. They have openly, brazenly and arrogantly defied the legal rights of the 280 voting member interests which are the Association. Accordingly, the relief requested is as follows:

45. The undersigned Petitioner requests that the Arbitrator issue a finding that the Association has not yet held the 2009 annual meeting required by 720.306(2) and the governing documents of the Association.

46. The undersigned Petitioner requests that the Arbitrator issue a finding that the Association failed to hold an election to fill the three open director positions in January 2009 as required by Chapter 720.306, F.S. and the governing documents of the Association.

47. The undersigned Petitioner requests that the Arbitrator issue a finding that the Association failed to reschedule the annual meeting as required when a quorum was not reached on January 15, 2009.

48. The undersigned Petitioner requests that the Arbitrator issue a finding that James Wellner, Brenda Morgan and James Kleen do not occupy positions on the board of directors in view of the fact that their two-year terms expired in January 2009.

49. The undersigned Petitioner requests that James Wellner, Brenda Morgan and James Kleen immediately cease to represent themselves as directors of the association, and immediately cease to illegally conduct Association business under the false light of authority conveyed upon lawfully elected directors by the governing documents.

50. The undersigned Petitioner requests that James Wellner, Brenda Morgan and James Kleen immediately turn over any and all records of the Association in their possession to the Association's management company.

51. The undersigned Petitioner requests that Respondent Wellesley at Lake Clarke Shores Homeowners Association, Inc. immediately organize an annual meeting to be held at the earliest possible date for purposes of electing three directors to fill the three vacancies on the board.

52. The undersigned Petitioner requests that the Arbitrator issue a finding that there is only one board member lawfully occupying a director position (Pam Hubbert), and that one director does not constitute the required quorum for purposes of conducting Association business. Accordingly, it is requested that the annual meeting and election be organized and implemented by the Association's management company (currently C.A.M.S.).

53. The undersigned Petitioner requests that the Arbitrator require Respondent Wellesley at Lake Clarke Shores Homeowners Association, Inc., through a management company, to hold the 2009 annual members meeting and election at the earliest possible date. It is further requested that the election be held as soon as possible.

Statement Regarding Costs and Fees

Pursuant to 720.311(1), Florida Statutes, at the conclusion of the proceeding, the department shall charge the parties a fee in an amount adequate to cover all costs and expenses incurred by the department in conducting the proceeding. The fees paid to the department shall become a recoverable cost in the arbitration proceeding and the prevailing party in an arbitration proceeding shall recover its costs and attorney's fees in an amount found to be reasonable by the arbitrator.

I certify that have read and understand the obligations under 720.311(1), Florida Statutes.

Aug 7 2009  
Date

  
\_\_\_\_\_  
Leah C. Saar  
Petitioner

Leah Saar  
8111C Northboro Court  
West Palm Beach, FL 33406

July 7, 2009

VIA TELEFAX (561) 738-6252  
Confirmation by Certified Mail

Wellesley at LCS Homeowners Association, Inc.  
c/o Ms. Maxine Sawyer  
CAMS Property Management  
314 NE 3rd St  
Boynton Beach, FL 33435

Re: Wellesley at LCS Homeowners Association, Inc.

Dear Ms. Sawyer:

As you are aware, the Annual Meeting of Wellesley at Lake Clarke Shores Homeowners Association, Inc. was scheduled for January 15, 2009, but the scheduled election to fill the three vacancies on the board of directors was not held. The required quorum of voting interests was not met on January 15, 2009, thus requiring the annual meeting to be re-scheduled (pursuant to the governing documents and 720.306(2) Florida Statutes.)

Shortly after the annual meeting was scheduled and did not take place, I telephoned your office after to find out when the meeting would be rescheduled. I was advised by your office that there would be no election, and that board members James Wellner, Brenda Morgan and James Kleen had voted among themselves to continue in their positions as if an election had taken place. As you know, there were two additional candidates running for the open board positions.

You will recall that a request for resolution of this situation was publicly made at the February 2009 monthly board meeting, by both myself and Wellesley homeowner Jacquie Sembric. At that meeting, Jacquie Sembric submitted a written question to the board specifically asking when the annual meeting and election would be rescheduled. James Wellner and Brenda Morgan stated that there would be no election. Both Jacquie Sembric and myself then stated at this meeting that their failure to hold the election was not legal. Brenda Morgan's response was that the by-laws allowed them to call off the election and that "the attorney" had confirmed this. The discussion on this matter was then abruptly terminated by James Wellner.

On June 1, 2009, I personally informed James Wellner and association attorney Laurie Manoff that I intended to pursue legal action against Wellesley HOA with regard to their failure to hold the election. In response, attorney Laurie Manoff told me that the By-Laws of the association allowed the board to vote among to elect the board if a quorum was not present at the annual meeting. They do not.

**EXHIBIT 1**

On April 3, 2009, I telephoned your office and requested a copy of the Articles of Incorporation. Your office responded and sent them to me via fax, but only sent the first 6 pages, to Article VI, as if this were the entire document. Article X, concerning annual meeting and board member elections, was omitted.

Wellesley HOA has not yet held the 2009 annual meeting and election required by 720.306(2) and the governing documents of the Association. There is no provision in the Association By-Laws or other governing documents that elections can be summarily waived if a quorum of voting interests is not present. The three open director positions have not been filled.

As a homeowner and a member of Wellesley HOA, I am demanding:

1. That Wellesley HOA send written confirmation to all residents confirming that James Wellner, Brenda Morgan and James Kleen no longer occupy positions on the board of directors in view of the fact that their two-year terms expired in January 2009.
2. That James Wellner, Brenda Morgan and James Kleen immediately cease to represent themselves as directors of the association, and immediately cease to illegally conduct Association business under the false light of authority conveyed upon lawfully elected directors by the governing documents.
3. That Wellesley HOA (via CAMS) immediately organize an annual meeting to be held at the earliest possible date for purposes of electing three directors to fill the three vacancies on the board.
4. That James Wellner, Brenda Morgan and James Kleen immediately turn over any and all records of the Association in their possession to your office (CAMS).

Please provide your response to this letter within 5 days. If a reasonable response is not received, I will proceed with a petition for binding mandatory arbitration through the Florida Department Of Business and Professional Regulation (Division Of Florida Land Sales, Condominiums, and Mobile Homes).

Your immediate attention to this matter is requested. Please respond via fax to (561) 431-6398.

Sincerely,



Leah C. Saar  
Member – Wellesley at LCS Homeowners Association, Inc.

**SENDER: COMPLETE THIS SECTION**

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:  
  
WELLESLEY HOA  
C/O CAMS  
314 NE 3<sup>rd</sup> STREET  
BOYNTON BEACH, FL  
33435

2. Article Number  
(Transfer from service label)

**COMPLETE THIS SECTION ON DELIVERY**

A. Signature  Addressee  
X *MJ Roper*  Agent

B. Received by (Printed Name) C. Date of Delivery  
*MJ Roper* *July 9, 09*

D. Is delivery address different from item 1?  Yes  
if YES, enter delivery address below:  No

3. Service Type  
 Certified Mail  Express Mail  
 Registered  Return Receipt for Merchandise  
 Insured Mail  C.O.D.

4. Restricted Delivery? (Extra Fee)  Yes

7001 1940 0002 8717 0322

**STATE OF FLORIDA  
DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION  
DIVISION OF FLORIDA LAND SALES, CONDOMINIUMS, AND MOBILE HOMES**

**IN RE: PETITION FOR ARBITRATION**

**Leah C. Saar,**

**Petitioner**

**Case No:**

**v.**

**Wellesley at Lake Clarke Shores  
Homeowners Association, Inc.**

**Respondent**

\_\_\_\_\_ /

**AFFIDAVIT OF LEAH C. SAAR**

I, Leah Saar, swear the following information is true:

1. I am the Petitioner in this action, and I am filing a Petition for arbitration with the Florida Department of Professional Regulation, Division of Florida Land Sales, Condominiums, and Mobile Homes, due to the failure of Wellesley at Lake Clarke Shores Homeowner's Association, Inc. ("the Association") to hold an election for open positions on the board of the directors.
2. On June 1, 2009 I met with former board member James Wellner and Association attorney Laurie Manoff on a matter unrelated to this Petition. The meeting took place at the offices of Association attorneys Dicker, Krivok & Stoloff, P.A.
3. During the course of that meeting, I stated that James Wellner had no authority to act on behalf of the Association because his term had expired and elections had not been held as required. Ms. Manoff dismissed my statement by telling me that the By-Laws gave the Association the authority to waive elections if a quorum were not present.



4 I then advised James Wellner and Association attorney Laurie Manoff at the meeting on June 1, 2009 that I intended to pursue legal action against the Association for their failure to hold the election.

5. During the latter part of January 2009, shortly after the election was supposed to have taken place, I telephoned the Association management company, C.A.M.S, to ask for what date the annual meeting and election would be rescheduled. I was advised on the telephone call that the annual meeting that the election would not be rescheduled, and that the board members with expired terms would stay in the positions. I was told that "what happened on that night had decided the matter" referring to the meeting at the Lake Clarke Shores Town Hall on January 15, 2009.

6. I attended the monthly board of directors meeting in February 2009 with the intention of again making this inquiry. I had previously discussed this matter with Wellesley homeowner Jacquie Sembric. Jacquie Sembric had arrived at the meeting before I did, and had already submitted this question in written form as per procedure.

7. James Wellner replied in response to her question that hat there would not be an annual meeting and an election would not be held. James Wellner stated the events which took place on the evening of January 15, 2009 had decided the matter and that there would be no further discussion. Brenda Morgan added that "the attorney" had told them that the By-Laws gave them the right to call off the annual meeting and election if a quorum were not present.

8. Both Mrs. Sembric and myself verbally responded to the "board members" at the meeting that this was illegal. I then asked which provision of the By-Laws gave them this right, but my question was ignored. After I asked this question, James Wellner abruptly changed the subject and moved on. The homeowners' inquiry about the election was not recounted in the meeting minutes for the February 2009 meeting.

9. On April 2, 2009, I again spoke via telephone to personnel at C.A.M.S. about the Association's failure to hold elections. I advised them I needed to know what provision of the By-Laws and the Articles of Incorporation allowed the board to waive elections. I was told that these documents were available on-line.

10. On April 3, 2009, C.A.M.S. faxed me the first 6 pages of the Articles of Incorporation in response to my request for the entire document. I advised them in a

return fax that by sending me only the first 6 pages, it appeared that they had conveniently left out the portions relevant to elections.

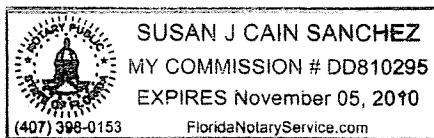
I, Leah C. Saar, do hereby swear or affirm under penalty of perjury that the foregoing statements are true based on my own knowledge and belief.



DATED this 7 day of August, 2009.

  
Leah C. Saar

STATE OF Florida )  
COUNTY OF Palm Beach)

Sworn to or affirmed and signed before me on this 7 day of August, 2009 by Leah C. Saar.



  
NOTARY PUBLIC  
  
Print Name of Notary

Personally known

Produced \_\_\_\_\_ as identification.

**NOTICE OF ANNUAL MEETING  
OF WELLESLEY AT LAKE CLARKE SHORES**

**TO ALL MEMBERS:**

*On Thursday, January 15, 2009 at 7:00 p.m. at the Lake Clarke Shores  
Town Hall, 1701 Barbados Road, Lake Clarke Shores, FL,* the Annual Meeting of the Association will be held for the purpose of conducting the lawful business of the Association.

Three positions are open for the Board and only four members submitted their names to be on the Board. They are Ryan Avenall, Jim Kleen, Brenda Morgan and Jim Wellner. Additional nominations can be made the night of the meeting from the floor.

*A majority* of all Association Members (a "quorum") must be present, in person or by proxy, at the meeting, in order for the business to be conducted.

**PROXY INSTRUCTIONS**

If you are unable to attend the Annual Meeting in person and wish to return the proxy, please note the following information:

1. A **proxy** must be signed by all owners of the unit or the one among them that they designated on a voting certificate.
2. The proxy should be submitted to the Association **prior to the scheduled time of the meeting**. It can be hand-delivered, either by you or your proxy, or mailed to the Association at **C.A.M.S., 314 N.E. 3<sup>rd</sup> Street, Boynton Beach, FL 33435**. It is encouraged that the proxy be submitted as long before the meeting as possible, in order to avoid delay in registration.
3. If you appoint a proxy and later decide you will be able to attend the meeting in person, you may **withdraw** your proxy when you register at the meeting.
4. A proxy may be **revoked** in writing or **superseded** by a later proxy to another person. It may also be **assigned** (substituted) by the person designated on the proxy to a third person if the person you designate as proxy decides that he or she will be unable to attend the meeting.
5. A **proxy form** is enclosed with this notice for your use, if needed.

Dated: December 30, 2008

**EXHIBIT 3**

**PROXY**

The undersigned, owner(s) or designated voter of \_\_\_\_\_ in  
Wellesley at Lake Clarke Shores Homeowners Association, appoints

(Check one)

\_\_\_\_\_ a) James Kleen II, President of the Association, on behalf of the Board of Directors, or

\_\_\_\_\_ b) \_\_\_\_\_ (if you check b, write in the name of your proxy) as my  
proxyholder\* to attend the meeting of the members of Wellesley at Lake Clarke Shores  
Homeowners Association, Inc. to be held Thursday, January 15, 2009 at 7:00 p.m., at the  
Lake Clarke Shores Town Hall, 1701 Barbados Road, Lake Clarke Shores, FL. Since  
there are no issues to be voted on by Limited Proxy, this shall be a general proxy for  
quorum purposes only.

Dated: \_\_\_\_\_

\_\_\_\_\_  
SIGNATURE(S) OF OWNER(S) OR DESIGNATED VOTER

\*Failure to check either (a) or (b), or, if (b) is checked, failure to write in the name of the proxy,  
shall be deemed an appointment of the Secretary of the Association as your proxyholder.

DO NOT COMPLETE THIS SECTION. This section is only to be filled in by the  
proxyholder if they wish to appoint a substitute proxyholder.

**SUBSTITUTION OF PROXY**

The undersigned, appointed as proxy above, does hereby designate  
\_\_\_\_\_ to substitute for me in the proxy set forth above.

Dated: \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
PROXY HOLDER

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.

DEC 23 2008

## Ryan Avenall Information Sheet

This information sheet contains why myself (Ryan Avenall) is running for a seat on the board of directors and what my qualifications for such a seat are. I am running because I believe some change is needed within the HOA board of directors. I feel over the past few years the governing board has not acted in the best interest of the community. Instead they have acted to fulfill what they believe is best for the community not what the community believes to be best. With all major decisions that need to be made for the community, I believe these should be heard by the voice of the community before a final decision by the board is made. If the majority of the people within the community agree or disagree with the board then their voice should matter. I plan on pushing this to become a reality. I also believe that the financial welfare of the community has not been governed appropriately. The economy is tough on everyone these days and this should be taken into consideration both for the health of the community and for the community's residents on an individual level.

I am a Mechanical Engineer working and practicing in the industry. I have my Masters Degree from the University of Florida. I have been trained in this field to make logical decisions based on all the facts in front of me. I have had responsibilities that include working on the space shuttle's main engine as well as working on our country's military aircraft gas turbine engines. Included in these responsibilities was leadership (project lead) maintaining budget, schedule and quality. I am currently working on using a new technology to help solve the world's water problems. I will use this training and responsibilities to help make the tough decisions to help transform the way our HOA governs the community.

I also believe in strong moral ethics and family values. I am a family man first and believe that the community is starting to attract more and more young families. These values need to be the foundation on which the HOA governs its community. I plan on bringing these values to the office to help our community grow stronger in these tough times that as Americans we all face. I have no ulterior motive to become a board member other than to see that the community grows stronger and starts heading back in the right direction.

Jim Kleen

I was elected to the Board in 2005 and have proudly served two terms on the Board of Directors. From the onset of my position, great challenges have been presented. Working through such adverse situations has provided me great pride in our community as well as a continued willingness to keep our community maintained and moving forward. From hurricanes to special projects to an ever increasing downward economy, my commitment is as strong now as the day I was elected.

For those who are not aware, I am currently employed in the construction industry and manage projects valued up to \$25,000,000.00. This experience has allowed me to demonstrate cost saving initiatives such as changing fencing materials to PVC to reduce the duration between replacements, self performing general maintenance tasks with in-house personnel, and negotiating contracts to include fees which are traditionally extras. I realize most residents translate increases in maintenance fees and assessments into poor Board decisions, but please know that many items which have drastically increased our maintenance fees over the past four years have been uncontrollable items such as water and sewer, property insurance, legal fees, electricity, and cable. The Board is at the mercy of these single source vendors though we are always exploring the possibility of renegotiating our terms and fees due to increased competition, teaming efforts with municipalities, and the recovery of various industries.

I've taken this opportunity to list some of the items which I encounter each day as well as a few past experiences:

- Review, coordinate, and negotiate all expenditures to ensure our funds are properly spent at the appropriate time.
- Hurricanes Frances, Jean, and Wilma repairs: Roofing, Fence Repairs, Sidewalk Replacement, Debris Cleanup, Tree and Stump Removal, Interior Damage, Insurance Claims, Loan Acquisition, Vendor Coordination
- Siding replacement project: Contract Re-negotiation, Scope Verification & Qualification, Quality Control
- Termite Treatments: Contract Negotiation
- Wood and PVC Fences: Contract Negotiation, Scope Verification & Qualification, Quality Control
- Manage all general maintenance requirements and special projects.
- Architectural Change Request: Review all changes.
- Review and address ALL resident issues.
- Entry Gate Replacement: Contract Negotiation, Scope Verification & Qualification, Quality Control
- Review and address ALL legal topics and communications.
- Manage ALL vendor/subcontract contract negotiations.
- Direct ALL municipality coordination and communication.
- Prepared the meeting minutes in order to avoid charges to the Association from a third party for the first two years of term. A practice which was implemented as permanent protocol.
- All agendas and associated paperwork prepared and printed for monthly HOA meetings at no charge to the Association.
- Water Line Breaks: Numerous occasions throughout the past four years worked through the night, weekends, holidays to coordinate and supervise for safety, quality, and completion of work to get our residents back up with necessary utilities.

As you can see, I currently have many functions within the community and the list above represents only a portion of the tasks performed. Our community will always require improvements, and it is important to work at a careful yet healthy pace due to our current economic climate and the funds available to the association. Our function is to weigh the options through the Board's majority participation and collectively gain an appropriate decision as a whole.

I have assisted in various ways and do sneak up and make

Wellesley Homeowners, I James B. Wellner would like the home owners vote in the H.O.A. Election to Help the Board Maintain our Community with Decisions that make Wellesley a Safe, Desirable, and Fiscally sound place to reside. I will do my best to keep current costs in line with our various Contractors and specific Projects as they are reviewed by the H.O.A. to keep our H.O.A. fees as low as possible and within our current Budget, at the same time demanding the Quality we expect from our Contactors. I would appreciate your Vote,

Sincerely James B. Wellner.

WELLESLEY AT LAKE CLARKE SHORES

BALLOT FOR ELECTING DIRECTORS

JANUARY 15, 2009

7:00 P.M.

Vote for no more than *three (3)* candidates. If you vote for more than *three (3)* candidates, your ballot will be invalid.

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Ryan Avenall

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Jim Kleen

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Brenda Morgan

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Jim Wellner

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Write in Candidate

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Write in Candidate

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Write in Candidate



# B r u c e E l d r e d g e

## I am running because...

If I want change, it's up to me. If I see injustice and misdirection, it is my choice to become involved and attempt to initiate change or do nothing. I have chosen to become involved.

I see apathy in our association and community thus allowing the current board to arbitrarily set rules and implement policies that do not appear to be in the best interests of the residents.

I have questions about our finances such as what happened to the money earmarked in a special assessment for replacement patio fences? Did we ever get insurance payment for the damage done in hurricane Wilma? If so, why are we now paying another assessment? We were promised reimbursement.

It is my desire to return ethical and fiscal management to our piece of heaven. Can I do it? Not if I don't try.

For 12 years I owned and operated a successful auto repair business in a local community. I have further management experience as a service manager for a large automotive dealership in Fort Lauderdale. I am currently employed as a technician responsible for product development in a growing enterprise. These career experiences have provided me with exceptional fiscal, management, and leadership skills.

I am a person who is used to setting and achieving goals. It is my goal to bring accountability back to the management of Wellesley Homeowners Association. In addition, it is my goal to hear and respect the voice of the community.

Thank you for your thoughtful consideration,

Respectfully,



Bruce Eldredge