

# **MINUTES OF A MEETING OF DIRECTORS**

Ocean Ritz Owners' Association, Inc.

Dec 16, 2019

Un Approved

**The Directors of Ocean Ritz Owners' Association, Inc.** (the "Corporation") held a meeting of Directors at Ocean Ritz Association Office, 10611 Front Beach Rd., Panama City Beach, FL 32407 on this the 16<sup>th</sup> day of Dec 2019.

The following members were present:

Stan Graves

Rob Melby

Mark Wrinn

Mr. Armstrong and Mr. Franke was absent

Three of five members present a quorum was established.

## **Meeting Chair**

The President, Mark Wrinn, was the **Chairperson** for the meeting.

## **Call the Meeting to Order and**

The Meeting was called to order at 2:04 PM.

## **Certify the Notice of the Meeting**

The Sergeant of Arms noted that notice of this meeting was properly provided to each director and posted on the property within the time periods required by the bylaws of the Corporation and the laws of the State of Florida.

## **Approve Minutes of Previous Board Meeting:**

The Minutes of Dec 5, 2019 were approved

## **Unfinished Business:**

There were no items of Unfinished Business

## **New Business: There was (1) Items of New Business**

## **ITEM #1: Discuss and Vote on Letter From the President in Response to Matt Schmidt Owner of 1901 Defamatory Statements**

**NOTE: This communication was approved at an emergency Ocean Ritz BOD meeting called for 2PM on 16 Dec 2019 in an attempt to minimize potential damage to our association.**

Mr. Wrinn motioned, and Mr. Melby seconded, the Association the letter below for publication to the Owners thru Constant Contact. Mr. Graves, Mr. Melby and Mr. Wrinn voted YES. There were no, NO votes. Motion carried 3 to 0.

Hello Fellow Owners

Some of you may be aware that one of our owners, Matt Schmidt unit 1901, launched a campaign designed to force the resignation of myself and other OR BOD members as well as our Manager. Changes of leadership at this time would be detrimental to sensitive insurance and litigation negotiation and likely increase our monthly HOA fees by about \$10/month in order to support hiring a new management company.

In the 7 1/2 years I have owned 1401 at OR I have served on the BOD for about 7 and served as the president for about 5 of those years. I can only recall one contested election several years ago. It is understandable why anyone would avoid serving on the BOD. It is a time consuming unpaid job that is usually thankless and exposes one to legal and financial risk. I serve on the BOD at OR in an attempt to protect my personal investment in 1401 and the aggregate investment of all our owners. I'm not sure who Schmidt is proposing to replace me, but I would be glad to vote for a more qualified person whom I thought would continue OR on its upward path. I believe Matt Schmidt's personal agenda is to sell his unit at the Ocean Ritz with maximum profit ASAP. He is convinced that the reason it has not sold as quickly as he would like is that OR HOA dues are too high. During the budgeting process he made several recommendations designed to keep published HOA dues artificially low. These recommendations included raiding our maintenance reserve funds for operating expenses, not fully funding maintenance reserves as well as the use of routine "special" assessments to fund operational requirements. The BOD considered his recommendations and found them in the least to be unethical, possibly illegal and not in the long-term interest of our association.

Since the 2020 budget was approved, Mr. Schmidt has aggressively pursued an agenda against BOD members and owners. His tactics thus far have included the misrepresentation of phone conversations, inaccurate information and threats of punitive legal and/or administrative action against our BOD and manager. Thus far our Association has fully cooperated in good faith with Schmidt. I specifically deny

the allegations that Mr. Schmidt has made against myself, the Board and our Manager. The association possess copious documentation and numerous potential eyewitnesses that can attest to the frivolous nature of Schmidts allegations. The chaotic actions supported by MR Schmidt are not beneficial to the long-term health of our organization as well as the value of our combined property.

The OR BOD and Management are conducting sensitive negotiations concerning insurance claims and existing parking litigation as well as the complex day to day management of our association. The kind of distractions caused by Schmidt's efforts divert both time and money away from higher priority tasks and taxes our Association's resources. As an owner, I urge my fellow owners to support the Board and our association and ensure that each of you has the relevant facts before making judgements or taking actions relative to Mr. Schmidt's accusations.

As usual all owners with specific questions or concerns are encouraged to contact myself or other BOD members. With the exception of MR Schmidt who is now directed to route all communications concerning this subject through the associations attorney.

Thank You.

Mark Wrinn

### **Adjourn Meeting:**

There being no further business on the Agenda, the Dec 16, 2019 Ocean Ritz Directors' Meeting was adjourned at 2:20 PM Central Time.

DATED in the State of Florida, Dec 16, 2019

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D Armstrong, Secretary

