

WALDEN SHORES PROPERTY OWNERS ASSOCIATION, INC.

A CORPORATION NOT-FOR-PROFIT

SECOND NOTICE

**ANNUAL ELECTION OF DIRECTORS
ANNUAL MEETING OF THE MEMBERS**

In accordance with the Bylaws of the Association, you are hereby notified that the ANNUAL ELECTION OF DIRECTORS & ANNUAL MEMBERS' MEETING will be held at the following date, time and place:

**Tuesday
March 12, 2013
7:00 P.M.
Walden Oakes Clubhouse
NAPLES, FLORIDA**

NOTE REGARDING THE ELECTION OF DIRECTORS: There are three (3) vacancies on the Association's Board of Directors to be filled at the annual meeting for a two-year term. Allen Butler, Ken Paa and John Rimmel were elected for two-year terms in 2011, thus their term expires at the 2013 Annual Meeting. James Calamari and Joe Gardner were elected for a two-year term in 2012 thus their term will expire in 2014. For the three open positions there have been no candidates who submitted their willingness to serve the Community as Directors.

Section 720.306(9), Florida Statutes, provides that a member may nominate himself or herself as a candidate at the meeting at which the election is held. Therefore, at the annual meeting there will be an opportunity for members to nominate themselves from the floor for the position of Director, if there are no members that will put their name forward at the meeting, James Calamari and Joe Gardner will have to chose and/or "tap" three additional volunteers to serve the Community. Hopefully Ken Paa, Allen Butler and John Rimmel will agree to continue to serve.

As there are fewer candidates than there are positions for the Board, there will be no elections and therefore no ballots are included with this mailing.

The following items are included with this mailing:

1. An agenda for the annual meeting and instructions regarding use of proxies.
2. A Proxy for the meeting (and a return envelope)

When completing the proxy please be sure to write in your address at the very top and put in a name if you want someone other than Ken Paa (your President) to be your proxyholder. In order for your vote to be counted you must check the boxes for BOTH the "General Powers" AND the "Limited Powers". Finally please be sure to date and sign and print your name at the bottom.

The very last section (Substitution of proxyholder) is nothing for you to worry about unless your named proxyholder is not at the meeting and then he or she can name a substitute to act for him/her (for example Ken your President or Allen your Treasurer).

Whether you will be at the meeting (which we sincerely hope, you will be) or not PLEASE SEND IN YOUR PROXY!

Two handwritten signatures in black ink. The first signature is on the left and the second is on the right, followed by a colon.

Your Board (Allen, James, Joe, John, and Ken) and
Tom Krieser, your Property Manager

February 25, 2013

Ability Management, Inc.
6736 Lone Oak Blvd. Naples FL 34109-6834
Telephone: 239-591-4200 FAX: 239-596-1919

WALDEN SHORES PROPERTY OWNERS ASSOCIATION, INC.
A Corporation Not-for-Profit

2013 ANNUAL MEMBERSHIP MEETING

AGENDA

TUESDAY, MARCH 12, 2013 7 P.M. at the CLUBHOUSE

1. Welcome, call to order, and opening remarks by the President.
2. Certification of the presence of a quorum and the number of persons present in person and by proxy. (All members present in person should have signed in, and all proxies should be in the Association's possession.)
3. Reading of the minutes of last annual meeting, or motion seconded and voice vote to dispense with the reading of the minutes and approve as circulated.
4. Reports of Officers. (Financial Report and Year-End Report)
5. Announcement of Directors
6. Unfinished Business
7. New Business; a. Waive requirement for a REVIEW of financial statements b. Vote to roll \$14,500 of the 2012 Surplus to keep 2013 quarterly assessments at \$650
8. Announcement of time, date and place of organizational Board of Directors meeting. (This meeting will immediately follow the members' meeting).
9. Members' inquiries regarding Association business.
10. Adjournment

**NOTICE OF BOARD OF DIRECTORS MEETING OF WALDEN SHORES
HOMEOWNER'S ASSOCIATION, INC.**

The organizational and regular meeting of the Board of Directors of Walden Shores will be held immediately following the Annual Meeting of the Members to be held Tuesday, March 12, 2013, at 7:00 p.m. in the Walden Oaks Clubhouse, Naples, FL.

AGENDA

1. Call to order and determination of a quorum
2. Election of Officers
3. Approval of meeting minutes of January 8, 2013
4. Old and new business
5. Confirm date for next meeting (April 9, 2013)
6. Adjournment

February 25, 2013.

Walden Shores Property Owners Association, Inc.

GENERAL &/or LIMITED PROXY

The undersigned hereby appoints (check one):

☐ a) Ken Paa, President of the Association

☐ b) _____ (if you check b, write in the name of the person
you wish to cast your vote as indicated below)

as my proxyholder, with full powers of substitution, for and in the names, place and stead of the undersigned, to appear, represent and cast votes upon any matters (except that my proxyholder's authority is limited as indicated below) on behalf of the undersigned at the Annual Meeting of the Walden Shores Property Owners Association, Inc. to be held March 12, 2013 at 7:00 p.m., at the Walden Oaks Clubhouse, Naples, FL., and any adjournment thereof.

GENERAL POWERS:

_____ I hereby authorize and instruct my proxyholder to use his or her best judgment on all non-substantive matters, which properly come before the meeting.

LIMITED POWERS:

You must check the following lines for your vote to be counted on the following two issues. YOUR PROXYHOLDER CANNOT VOTE THESE FOR YOU.

1. **Florida Statutes 720 states: An association with total annual revenues of at least \$200,000, but less than \$400,000, shall prepare reviewed financial statements. (Vote Yes is for a reviewed financial statement, Vote NO is for a report of cash receipts and expenditures in lieu of a reviewed financial statement) The Board recommends a NO vote.**

YES _____ NO _____

2. **To keep assessments down the 2013 Budget envisions and has already approved the use of \$14,500 of the prior year surplus. Do you agree to use prior year surplus? The Board recommends a YES VOTE**

YES _____ NO _____

Dated: _____, 2013

Address: _____

All owners of the home, or the owner designated as voting representative on the voting certificate, must sign below.

OWNER-PRINT NAME

OWNER-SIGNATURE

OWNER-PRINT NAME

OWNER-SIGNATURE

THIS PROXY IS REVOCABLE, AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY
LAWFUL ADJOURNMENT THEREOF. 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.

SUBSTITUTION OF PROXY

The undersigned, appointed as proxy above, does hereby designate _____ to
substitute for me in the proxy set forth above. Dated: _____, 2013

RETURN IN ENVELOPE TO:
Ability Management, Inc. Phone: 239-591-4200; Fax; 239-596-1919
6736 Lone Oak Blvd. Naples, FL 34109