



2025
ANNUAL MEETING
SECOND NOTICE

In accordance with the Bylaws of the Association, Section 720.468, Part VII Florida Statutes, and Rule 61B-230021, Florida Administrative Code, you are hereby notified that the “Annual Election & Members Meeting” for the Association will be held at the following date, time and place.

March 11, 2025

7:00 pm

At the Marsh Landing Clubhouse

22901 Marsh Landing Blvd., Estero, Florida 33928

Enclosed with this Notice are the following items:

1. Agenda for the Annual Meeting.
2. Proxy form with vote for annual waiving of audit, reserve use, roll over of funds and new proposed documents.
3. Return envelope for the return of your proxy.

The Association has worked very hard to update the Declaration and Bylaws for the community. The updates include new Florida Laws, and it also gave the Association the opportunity to include the many separate amendments into one document. Both documents will be eblasted out and will be made available on the website for your review. Should you require a hard copy please contact the office at 239-498-6309.

MARSH LANDING COMMUNITY ASSOCIATION, INC.
Second Notice of Annual Meeting

TO ALL MEMBERS:

On *Tuesday, March 11, 2025, at 7:00 pm E.S.T. at the Clubhouse, 22901 Marsh Landing Blvd., Estero, Florida* the Annual Meeting of the Association will be held for the purpose of electing Directors, amending the community covenants, and such other business as may lawfully be conducted.

Pursuant to Florida law, no election of the Board of Directors of the Association is not required, since the number of persons (3) wishing to run for the Board open seats (4) is less than the seats available and those members that submitted to run for the Board will be announced and seated at the annual meeting.

AGENDA ANNUAL MEMBERSHIP MEETING

1. Certifying Quorum/Proxies - Call to Order
 2. Affidavit of Proof of Notice
 3. Selection of Meeting Chairperson
 4. Reports of Officers
 5. Old Business
 - a. Approval of 2024 Annual Meeting Minutes
 6. New Business
 - a. Announcement of the 2025 Board Members
 - b. Proxy results.
 7. Adjournment
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An Organizational Meeting of the Board of Directors will be held immediately upon the adjournment of the annual meeting for the purpose of electing officers.

AGENDA ORGANIZATIONAL MEETING

1. Certifying Quorum - Call to Order
 2. Proof of Notice
 3. Election of Officers
 4. Adjournment
-

IT IS VERY IMPORTANT that you either ATTEND or PROVIDE A LIMITED PROXY in order to conduct business at this Annual Meeting.

VOTING BY PROXY

If you are unable to attend the Annual Meeting and/or are not sure about whom to cast your ballot for, you may vote by proxy. The following information may be helpful:

1. A proxy is for the purpose of appointing another person to vote for you as you specifically direct (limited proxy) or on all issues (general proxy), in the event you will not be in attendance at the annual meeting. **It must be signed by an owner who is authorized to vote. The signature line is on the back of the proxy.**

2. The proxy should be submitted to your designee or mailed in the envelope provided as proxies are due on March 11th, 2025. It can be mailed to 22901 Marsh Landing Blvd, Estero, FL 33928, emailed to clubhouseoffice@gmail.com, or hand delivered.

3. A proxy may be revoked in writing or superseded by a later proxy to another person. It may also be (substituted) by the person designated on the proxy to a third if the person you designate as proxy is unable to attend the meeting.



LIMITED PROXY
MARSH LANDING COMMUNITY ASSOCIATION, INC.,
A Florida Not-for-Profit Corporation (the "Association")

The undersigned, owner(s) or designated voter at Address: _____ in the Association appoints:

CHECK ONE:

- a) The Board President of the Marsh Landing Community Association, on behalf of the Board of Directors. Or
b) _____, (if you check b, write in the name of your proxy.)

as my proxy holder* to attend the special meeting of the members of Marsh Landing Community Association, Inc. to be held on March 11, 2025, at 7:00pm at the Marsh Landing Clubhouse at 22901 Marsh Landing Blvd., Estero, FL 33928. All proxies are due prior to 7:00pm on March 11, 2025. The proxy holder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxy holder's authority is limited as indicated below:

LIMITED POWERS (For your vote to be counted on the following issues, you must indicate your preference in the blank(s) as indicated below).

I SPECIFICALLY AUTHORIZE AND INSTRUCT MY PROXYHOLDER TO CAST MY VOTE IN REFERENCE TO THE FOLLOWING MATTERS AS INDICATED BELOW:

A. Resolved, that any excess of membership income over membership expense for the year ending December 31, 2025, shall be applied to the subsequent year member assessments as provided by IRS Ruling 70-604. (The Board of Directors recommends voting "in favor" on this matter to make the funds non-taxable by IRS Ruling 70-604.)

_____ In Favor _____ Opposed

B. Resolved, the Board of Directors has the authority to transfer Reserve Funds to other Reserve Funds as the need may arise as needed for 2025. (The Board of Directors recommends voting "in favor" on this matter.)

_____ In Favor _____ Opposed

C. Resolved, that an annual compilation be conducted at year-end in lieu of an Audit which is planned for 2025. This will save the community \$5,500.00. (The Board of Directors recommends voting "in favor" on this matter.)

_____ In Favor _____ Opposed

D. Vote to approve the proposed AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR MARSH LANDING COMMUNITY ASSOCIATION. (The Board recommends voting "IN FAVOR" on this matter.)

_____ In Favor _____ Opposed

E. Vote to approve the proposed AMENDED AND RESTATED BYLAWS OF MARSH LANDING COMMUNITY ASSOCIATION, INC. (The Board recommends voting "IN FAVOR" on this matter.)

_____ In Favor _____ Opposed

Dated: _____

Signature of Owner or Designated Voter _____

Print Name _____

*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 proxy holder.

THIS PROXY IS REVOCABLE BY THE UNIT OWNER OR DESIGNATED VOTER 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.

SUBSTITUTION OF PROXY

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

Date: _____