

Keys Gate Community Association, Inc. An Organizational Overview and Delegate Responsibilities

This organizational overview is being provided for informational purposes for the residents of Keys Gate.

Keys Gate currently consists of seventeen (17) separate and distinct neighborhoods. It is these neighborhoods in their entirety, in addition to all common areas, that comprise Keys Gate as one, single “Community”. The Keys Gate Community is governed and operated pursuant to the governing documents of Key Gate Community Association, Inc. (“KGCA”, or the “Master Association”) through its Board of Directors. The Members of the KGCA Board of Directors effectively make the important decisions regarding the entire Community. The current Members of the KGCA Board of Directors are: Ms. Kimberly A. Green, Director and President; Mr. Patrick J. Gleber, Director; and Mr. Clifford Lincoln, Director and Secretary/Treasurer. The KGCA covenants and restrictions, by-laws, and articles of incorporation are the primary governing documents for Keys Gate. They are contained in the “Community Association Documents”, also sometimes known as the “big green book” that homeowners receive at the closing on their homes, or during their Community “orientation”.

The homeowners in each neighborhood elect a fellow homeowner in that neighborhood as their representative or “Delegate” to the Keys Gate Community Association, Inc. That Delegate represents the needs and interests of his or her fellow residents to the Members of the KGCA Board of Directors and/or to the Board’s representative(s). Each neighborhood usually has a “Neighborhood Advisory Committee” (“NAC”, “Homeowners’ Council” “Board”, etc.). The members of these NAC’s are homeowners in their respective neighborhoods, and are elected by their fellow homeowners. In many cases, the “President” of this NAC also serves as the Delegate for his or her neighborhood, having been elected to the position of Delegate by the homeowners of his or her respective neighborhood. All concerns, issues, questions, etc., from a resident of Keys Gate to the Members of the KGCA Board of Directors, or to the representative(s) of the KGCA Board of Directors, must be communicated through the Delegate of the neighborhood in which that resident resides. The responses from the Members of the KGCA Board of Directors, or from representative(s) of the KGCA Board of Directors, are then communicated back to the resident through the appropriate Delegate.

In many cases, the KGCA Board of Directors has requested that communications be “channeled” through the “Community Liaison”, currently Mr. Timothy L. Craig, who acts as a representative of the KGCA Board of Directors, as well as being the “liaison” between the Delegates and the Members of the KGCA Board of Directors. At the direction of the KGCA Board of Directors, the Community Liaison may also serve as a representative and liaison of the Association and the Community to other “entities”, such as the City of Homestead, Miami-Dade County, the State of Florida, etc.

Pursuant to the Master Covenants, NAC’s, Homeowners’ Councils, etc., are “Ad Hoc Committees”, and do not have decision-making authority. That is, these “committees” have no “legal standing” in relation to the KGCA Board of Directors. These Neighborhood Advisory Committees serve only in an advisory capacity, just as the name indicates. However, as the members of such NAC’s usually have the most direct and immediate contact with their fellow

residents in their neighborhoods, those members serve as “sounding boards” and “channels of communication” for the interests, concerns, and issues of the residents of their respective neighborhoods.

Miami Management, Inc. (MMI) is the management company contracted by the KGCA Board of Directors to manage all the “properties” or neighborhoods which make up Keys Gate, each property or neighborhood having a specific Property Manager. MMI has been hired to “properly manage”, and is responsible for the “proper management” of, all the neighborhoods in Keys Gate. Therefore, the appropriate Property Manager should be contacted directly, preferably by email, regarding any problems in, or questions about, the specific neighborhood for which that Property Manager is responsible. All residents are encouraged to email their own Property Manager directly with any problems or concerns for which MMI is responsible, copying their Delegate on that email. In this way, the Delegates are not only kept aware of any “management or property problems” within their neighborhoods, they can also “track” the concern to ensure it is properly addressed and the problem is resolved.

MMI employees also serve as Keys Gate Community Standards Coordinators, who are responsible for ensuring that all residents of Keys Gate follow, obey, and abide by the Keys Gate Rules and Regulations, and Community Standards. Mr. Edgar Saenz and Ms. Michelle Ortega are the current Community Standards Coordinators for all of Keys Gate. Mr. Saenz and Ms. Ortega are also responsible for issuing “friendly reminder” letters to any resident found to be in violation of the Keys Gate Rules and Regulations, and Community Standards. As in the case of property management concerns, it is recommended that all residents report, via email, any perceived violation directly to Mr. Saenz at KGCoordinator1@MiamiManagement.com or to Ms. Ortega at KGCoordinator2@MiamiManagement.com respectively, copying their Delegate on that email. Again, in this way Delegates are kept aware of the violations occurring in their neighborhoods, they are apprised as to whether or not those violations are being addressed by the Community Standards Coordinators, and they are also advised as to whether or not the resident involved has corrected the violation.

St. Moritz Security Services, Inc. (SMSSI) is currently the security company contracted by the KGCA Board of Directors to provide security services and personnel for all of Keys Gate. The Community Liaison, MMI Keys Gate staff members, and the Delegates have established a working relationship with the SMSSI staff members who are on-site at the Keys Gate MMI offices, located at 1541 SE 12th Avenue, Suite 37, Homestead, Florida 33034. Keys Gate residents are again requested to contact their respective Delegates via email with any complaint or concern they may have regarding the performance (or lack thereof) of SMSSI personnel. Residents are always requested to provide as many specific details as possible about any concern – time, date, and location of an “incident”, the individuals involved, etc. The Delegate will then forward this information to the appropriate SMSSI staff member, copying the appropriate MMI Property Manager. The appropriate SMSSI staff member will then inform the Delegate of whatever action has been taken to correct the problem. The Delegate can then report the response and action taken to the resident concerned.

Delegates, and the members of the NAC’s of their respective neighborhoods, serve voluntarily in many capacities, acting as “channels of communication”; “representatives” of the interests and concerns of their fellow residents; “providers” of information; “advocates” for the expressed needs or desires of their residents; the “means” by and through which residents are educated about the issues of the Community; etc. These individuals are dedicated and committed

to improving their respective neighborhoods, and to improving the entire Keys Gate Community. They serve as volunteers, devoting much time and effort to unpaid tasks, in an effort to create a safe, secure, and pleasant Community, a Community in which we all wish to live, and a Community of which we all can be proud.

There is much more information and background on Keys Gate, and how it functions, than is described here. However, after reviewing the KGCA governing documents, including the Rules and Regulations and Community Standards (all of which are available at the Keys Gate MMI office free of charge), any interested resident will have a much better understanding of how Keys Gate is organized and how it functions. Additional information on Keys Gate and the Keys Gate Community Association, Inc., may also be found at the Keys Gate website, www.KeysGateHometown.com. It is hoped that the above information proves to be both useful and helpful for any current or prospective resident of Keys Gate.

Duties And Responsibilities of Delegates To Keys Gate Community Association, Inc.

Delegates to Keys Gate Community Association, Inc. (KGCA) are elected by the homeowners of their respective neighborhoods to be a channel of communication between those homeowners and the KGCA Board of Directors. To that end, Delegates are expected to cast their votes in the best interest of their neighborhood on issues presented to them for such purpose by the KGCA Board of Directors.

Delegates are expected to remain in regular communication with the homeowners who they have been elected to represent, and to provide those homeowners with timely information regarding KCGA, particularly as to matters on which a vote is expected to be taken. Similarly, Delegates are expected to understand the concerns and wishes of homeowners and to cast their votes accordingly, irrespective of a Delegate's personal view on a given matter. Stated differently, Delegates are elected to be their respective neighborhood's channel and two-way mode of communication with the KGCA Board of Directors, and should not censor, block, or otherwise prevent their respective neighborhood's wishes even where a Delegate personally disagrees with such wishes.

Removal And Replacement of a Delegate

The KGCA Board of Directors has broad discretion in removing a Delegate, such as, by way of example and without limitation, a Delegate's failure to fulfill his or her duties and responsibilities; failure to represent the needs of the homeowners in their neighborhoods in a fair and honest manner; and for reasons of moral turpitude, among other reasons. Additionally, a Delegate may be removed, with or without cause, upon a vote of at least 75% of the other Delegates and the written consent of the KGCA Board of Directors.

The KGCA Board of Directors may replace by appointment any Delegate who ceases to represent a neighborhood as a result of removal, resignation, relocation, or other reason, or may, at its option, hold a special election to fill the vacancy through a vote of the homeowners of the respective neighborhood.

Term Of Service for a Delegate

A Delegate shall be elected to serve for two years, after which time another election must be held, and the homeowners of the neighborhood may then re-elect that Delegate, or elect a new Delegate. Delegates shall be elected through the process of electronic or other methods of voting pursuant to the rules and procedures adopted by the KGCA Board of Directors.

Requirements of a Delegate

1. Must be an owner of a residence (or the designated voting representative, if the residence is owned by an entity) within the Keys Gate Community.
2. Must not have been convicted of a felony in this or any other state, or of any offense in any other jurisdiction which would be considered a felony in this state, unless that person's civil rights have been restored for at least 5 years.
3. Must have read, be familiar with, knowledgeable about, understand, and agree to abide by, the Master Covenants, Rules and Regulations, and Community Standards of the Keys Gate Community Association (KGCA).
4. Must have read and agreed to abide by, to the best of his or her abilities, the Duties and Responsibilities of Delegates to Keys Gate Community Association, Inc., and the Requirements of a Delegate.
5. Must be current with all Association fees.
6. Must not have any outstanding violations of the Community Standards or Association Rules.
7. Must not engage in any conduct unbecoming or detrimental to the Keys Gate Community Association.
8. Must have an email address and be able to communicate via email with the homeowners he or she represents, as well as with the KGCA Board of Directors, the representative(s) of the KGCA Board of Directors, and Miami Management, Inc. (MMI) Keys Gate personnel.
9. Must agree to accurately and promptly convey to the residents he or she represents any and all information that the KGCA Board of Directors, or their representatives, instructs to be disseminated.
10. Must not send emails to the residents, or put postings on social media, that are incorrect or misleading. When communicating with homeowners via email in the capacity of a Delegate, shall not solicit for or advertise any business or organization, directly or indirectly, such as by including logos, titles, or the name of any business or organization.
11. Must understand, and participate in, the entire "budget process" as it relates to neighborhoods, MMI, and the KGCA Board of Directors.

12. Must understand the relationships between the Delegates and: the KGCA Board of Directors; the representative(s) of the KGCA Board of Directors; MMI Keys Gate personnel; and the residents of Keys Gate.
13. Must not use or share the email addresses provided by the residents or the KGCA Board of Directors or their representatives or utilize them for personal use.
14. The Senior Property Manager will be responsible for confirming above items 1, 4 and 5 as soon as a person indicates their intention to run for the Delegate position, and on a yearly basis for all elected Delegates.
15. Given that voting is central to the primary function of a Delegate and is the fundamental expectation of homeowners, Delegates are expected to vote, in certain circumstances without consulting their fellow residents, relying on their own judgment and information, and in the best interest of their neighborhood, on each issue put before them for such purpose by the KGCA Board.
16. In the event that a Delegate wishes to abstain from a vote due to a personal conflict of interest, whether of financial or other nature, the Delegate shall in abstaining disclose such conflict of interest with specificity.
17. In the event that a Delegate abstains or otherwise fails to cast a vote for any reason on three (3) or more occasions in any twelve-month calendar period, the KGCA Board may remove such Delegate in the manner established for removal of Delegates.
18. Violating any of the above requirements is grounds for removal as Delegate.

This document is intended to be an informational summary only. For a more complete description of any covenant, restriction, rule, regulation, or guideline, please refer to the Amended and Restated Declaration of Master Covenants for Keys Gate, By-Laws, and Articles of Incorporation, each as may have been amended from time to time, as well as duly adopted rules and regulations and resolutions of the Board of Directors of Keys Gate Community Association, Inc.