

POA PETITION TO INCREASE THE NUMBER OF DIRECTORS ONN THE BOARD

Our community of owners at Winterhaven Resort in Brownsville, Texas have grown significantly over time. With this growth, the workload for our board of directors has increased exponentially. Currently our board operates with "no fewer than three (3) and no more than five (5) directors. This limited number is negatively impacting the workload of directors and has led to the lack of potential candidates for election to the board. The strain on our current directors not only impacts their ability to effectively serve but also discourages others from stepping up to due to overwhelming responsibilities.

We propose increasing the number of directors on our board by changing the by-laws Article IV, Section 1 from "no fewer than three (3) and no more than five (5)" to "no fewer than seven (7) and no more than nine (9)" directors. This change will better reflect our growing community's needs while promoting an environment conducive for potential candidates willing to serve. This is not just about numbers; it's about ensuring that we have a diverse range of voices at decision-making tables that can effectively represent all facets of our expanding community. We believe this change will strengthen both governance and engagement within Winterhaven's vibrant community.

Please sign this petition if you agree that it's time to change the by-laws to increase the numbers of directors on our board for better representation, balance and shared responsibility in leadership roles.

The undersigned owners of Winterhaven Resort do by our signatures request a vote be put to all owners to change the by-laws to increase the number of directors to no fewer than seven (7) and no more than nine (9), and that a special election be held forthwith in accordance with our governing documents well in advance of the next General Election of Board Members and Annual Business Meeting.

Dated: March 13, 2024