

[ASSOCIATION LEGAL NAME]

[A FLORIDA CORPORATION NOT FOR PROFIT / A FLORIDA CORPORATION FOR PROFIT / AN ASSOCIATION
IN EXISTENCE ON JANUARY 1, 1977, WHICH IS NOT INCORPORATED]

RESOLUTION OF THE BOARD OF DIRECTORS ADOPTING AN INTERNET-BASED ONLINE VOTING SYSTEM

RESOLUTION NO. [YEAR]-[RESOLUTION SEQUENCE NUMBER]

CONDOMINIUM: [CONDOMINIUM LEGAL NAME], a condominium, for the operation of which the association is responsible

PROPERTY: [STREET ADDRESS], [CITY], [COUNTY] County, Florida [ZIP]

DECLARATION: Official Records Book [BOOK], Page [PAGE], Public Records of [COUNTY] County, Florida, and all amendments

MEETING: [REGULAR OR SPECIAL] meeting of the board of directors

MEETING DATE: [MEETING DATE]

MEETING TIME: [MEETING TIME]

PLACE: [MEETING LOCATION]

EFFECTIVE DATE: [EFFECTIVE DATE]

RECITALS

A. Section 718.128, Florida Statutes, authorizes a Florida condominium association to conduct elections and other unit owner votes through an Internet-based online voting system if a unit owner consents, electronically or in writing, to online voting, and if the requirements of that section are met.

B. Section 718.128(4), Florida Statutes, provides that the section applies to an association that provides for and authorizes an online voting system by board resolution.

C. The board has evaluated the online voting system identified in Section III below against the capabilities the statute requires, and finds that authorizing online voting will make voting more accessible to unit owners who cannot or do not attend in person.

D. Nothing in this resolution removes any right a unit owner holds under the declaration, the articles of incorporation, the bylaws, or chapter 718, Florida Statutes.

NOW, THEREFORE, the board of directors resolves as follows.

I. AUTHORIZATION

The association adopts, provides for, and authorizes the use of an Internet-based online voting system for unit owner voting, as permitted by section 718.128, Florida Statutes. This resolution is the board resolution that section 718.128(4), Florida Statutes, requires.

II. WHICH VOTES MAY BE CAST ONLINE

Online voting is authorized for the votes checked below. Check at least one. Leaving both unchecked authorizes nothing.

[] Elections of the board of directors.

[] All other matters submitted to a vote of the unit owners, specifically [CATEGORIES THE BOARD INTENDS TO COVER, OR "ALL MATTERS ON WHICH THE GOVERNING DOCUMENTS OR FLORIDA LAW GIVE UNIT OWNERS A VOTE"].

The board may, by later resolution adopted at a properly noticed board meeting, narrow or expand this scope going forward. A change in scope does not take effect for a vote whose first notice has already been sent.

This resolution governs unit owner voting only. It does not change how the board itself votes at board meetings.

III. THE ONLINE VOTING SYSTEM

The association will use the online voting system described below.

SYSTEM OR PLATFORM NAME: [SYSTEM NAME]

VENDOR LEGAL NAME: [VENDOR LEGAL NAME]

CONTRACT DATE: [CONTRACT DATE]

CONTRACT TERM AND RENEWAL DATE: [CONTRACT TERM AND RENEWAL DATE, OR "MONTH TO MONTH"]

ASSOCIATION CONTACT RESPONSIBLE FOR THE SYSTEM: [CONTACT NAME], [CONTACT TITLE]

Before the association uses the system for any vote, the board will obtain and place in the official records a written attestation from the vendor, in the form of Exhibit D, confirming that the system:

1. Authenticates the unit owner's identity.
2. Authenticates the validity of each electronic vote, so that a vote is not altered in transit.
3. Transmits a receipt from the online voting system to each unit owner who casts an electronic vote.
4. For elections of the board, permanently separates any authentication or identifying information from the electronic ballot, so that it is impossible to tie an election ballot to a specific unit owner.
5. Stores and keeps electronic votes accessible to election officials for recount, inspection, and review.

The association will also provide each unit owner with:

6. A method to authenticate the unit owner's identity to the online voting system.
7. For elections of the board, a method to transmit an electronic ballot that ensures the secrecy and integrity of each ballot.
8. A method to confirm, at least 14 days before the voting deadline, that the unit owner's electronic device can successfully communicate with the online voting system.

If the board learns that the system no longer meets any item in this section, the board will suspend online voting for the affected vote type until the deficiency is corrected, and will promptly notify unit owners who have consented to online voting. A vote already in progress when a deficiency is discovered will be referred to the association's counsel before the results are certified.

IV. NOTICE TO UNIT OWNERS OF THE OPPORTUNITY TO VOTE ONLINE

Unit owners will receive notice of the opportunity to vote through the online voting system as follows.

- **Initial notice.** Within [DAYS TO SEND THE INITIAL NOTICE] days after this resolution is adopted, the association will send the notice attached as Exhibit C to every unit owner at the address last furnished to the association, and will post it at [POSTING LOCATION].
- **Notice with every vote.** The association will include a statement of the opportunity to vote online, and the consent deadline for that vote, with the first notice of every unit owner vote covered by Section II.
- **Notice to new owners.** The association will send Exhibit C to a new unit owner within [DAYS TO NOTICE A NEW OWNER] days after the association records the transfer.
- **Standing availability.** The consent form, the opt-out form, and this resolution are available on request from [MANAGEMENT COMPANY OR ASSOCIATION CONTACT] and, if the association maintains a website or mobile application, posted there.

V. HOW A UNIT OWNER CONSENTS TO ONLINE VOTING

A unit owner may consent to online voting by either method below. Each is equally valid, and the association will not require one method over another.

1. **In writing.** By signing the consent form attached as Exhibit A and delivering it to the association at [ASSOCIATION MAILING ADDRESS], or by hand to [HAND DELIVERY LOCATION].
2. **Electronically.** By submitting the consent at [CONSENT PAGE URL, OR "NONE"] or by email to [EMAIL ADDRESS FOR CONSENTS], in a manner that records the owner's name, unit, and the date of consent.

For each consent, the association will record the unit identification, the owner name as it appears in the association's roster, the email address or account identifier the owner designates for voting, the method of consent, and the date received. The association will send the owner a written or electronic acknowledgment within [BUSINESS DAYS TO ACKNOWLEDGE A CONSENT] business days.

Consent deadline. To vote online in a particular election or vote, a unit owner must consent no later than 30 days before the voting deadline for that vote. A consent received after that deadline is valid, and takes effect for the next covered vote rather than the pending one.

Units with more than one owner. A unit has one vote. Where a unit is owned by more than one person, consent must be given by the person designated on the association's voting certificate for that unit or, if no voting certificate is on file, by all record owners jointly. Consent by one co-owner does not authorize another person to cast the unit's ballot.

Consent to online voting is not consent to electronic notice. An owner who consents under this section has consented to vote through the online voting system. Meeting notices are sent by electronic transmission only to unit owners who separately consent to receive notice that way. Exhibit A collects the two consents separately, and an owner may give either without the other.

VI. HOW A UNIT OWNER OPTS OUT AFTER CONSENTING

A unit owner who has consented to online voting may opt out at any time, by either method below.

1. **In writing.** By signing the opt-out form attached as Exhibit B and delivering it to the association at [ASSOCIATION MAILING ADDRESS], or by hand to [HAND DELIVERY LOCATION].

2. **Electronically.** By submitting the opt-out at [OPT-OUT PAGE URL, OR “NONE”] or by email to [EMAIL ADDRESS FOR OPT-OUTS], or by any other means that reasonably identifies the owner and the unit.

The association will acknowledge an opt-out in writing or electronically within [BUSINESS DAYS TO ACKNOWLEDGE AN OPT-OUT] business days, and will record the date it was received.

Opt-out deadline. An opt-out received on or before 14 days before the voting deadline takes effect for that vote. An opt-out received after that date takes effect for the next covered vote.

After an opt-out. The association will send the owner a paper ballot and the accompanying materials for every later covered vote, at the address last furnished to the association, on the same schedule as every other paper ballot.

An opt-out is not a waiver. Opting out does not waive notice, does not waive the right to attend or speak at a meeting, and does not waive the right to vote by any other method the governing documents or Florida law allow.

Consenting again. An owner who opts out may consent again at any time, using Section V.

VII. HOW LONG A CONSENT LASTS

A unit owner’s consent to online voting remains valid until the owner opts out under Section VI. The association will honor a unit owner’s request to vote electronically at all later elections unless the owner opts out.

If the association changes voting systems, the association will move existing consents to the new system and will notify each consenting owner of the change at least [DAYS OF NOTICE BEFORE A SYSTEM CHANGE] days before the next covered vote.

Consent belongs to the person, not to the unit. When a unit is sold, the seller’s consent ends and the new owner receives Exhibit C under Section IV.

VIII. BALLOT SECRECY IN BOARD ELECTIONS

For an election of the board of directors, the online voting system must permanently separate any authentication or identifying information from the electronic ballot, so that it is impossible to tie an election ballot to a specific unit owner. The method the association provides for transmitting an electronic ballot must ensure the secrecy and integrity of each ballot.

No director, officer, manager, committee member, or association employee may access, request, or be provided any record that connects a cast election ballot to the unit owner who cast it. Any person who obtains such a record, whether by accident or by a system defect, must report it to the board in writing, and the board will refer the matter to the association’s counsel before the election results are certified.

The board directs [MANAGEMENT COMPANY OR DESIGNATED OFFICER] to confirm in writing, before each board election, that this separation is in effect for that election.

IX. QUORUM, AND THE LIMIT ON WHAT CAN BE VOTED ON

A unit owner voting electronically counts as being in attendance at the meeting for the purpose of determining a quorum.

Where a quorum is established based on unit owners voting electronically, a substantive vote of the unit owners may not be taken on any issue other than the issues specifically identified in the electronic vote. The association will state each question to be voted on, in full and in final form, in the materials sent with the electronic ballot, and will not add, combine, reword, or substitute a question after those materials are sent.

If a question needs to change after the electronic ballot goes out, the association will withdraw the question and notice it again.

X. CONFIRMING THAT OWNERS CAN REACH THE SYSTEM

At least 14 days before the voting deadline for each covered vote, the association will give each consenting unit owner a method to confirm that the owner's electronic device can successfully communicate with the online voting system.

The association will do this by [DESCRIBE THE METHOD, FOR EXAMPLE: SENDING EACH CONSENTING OWNER A TEST LINK THAT RETURNS A CONFIRMATION SCREEN]. The association will keep a record of the date the method was made available and of each owner's confirmation or failure.

If an owner reports that the confirmation failed, the association will provide support at [SUPPORT CONTACT NAME, TELEPHONE, AND EMAIL] and, if the failure is not resolved at least [DAYS BEFORE THE DEADLINE TO MAIL A PAPER BALLOT] days before the voting deadline, will send the owner a paper ballot.

XI. RECORDS

The association will maintain, as official records:

- this resolution and every amendment to it;
- the vendor attestation required by Section III, and any replacement attestation;
- every consent and every opt-out, with the date received;
- the confirmation records required by Section X;
- the electronic ballots, the tabulation, and the audit or activity log the online voting system produces for each vote; and
- the notice sent under Section IV for each vote, with proof of how and when it was sent.

The association will retain these records for seven years.

Records held by the vendor are the association's records. The agreement with the vendor must require the vendor to deliver a complete copy of the association's voting records on request and on termination, in a format the association can read without the vendor's software.

Records relating to voting are subject to unit owner inspection as Florida law provides. The board directs [MANAGEMENT COMPANY OR DESIGNATED OFFICER] to confirm with counsel, before responding to an inspection request touching election ballots, what must be produced and what must be withheld to preserve the ballot secrecy required by Section VIII.

XII. OWNER PETITION FOR ELECTRONIC VOTING

If at least 25 percent of the voting interests of the condominium petition the board to adopt a resolution for electronic voting for the next scheduled election, the board will hold a meeting within 21 days after receipt of the petition.

The association will date-stamp any such petition on receipt, and [MANAGEMENT COMPANY OR DESIGNATED OFFICER] will notify the board president within [BUSINESS DAYS TO NOTIFY THE PRESIDENT] business days.

XIII. ADMINISTRATION

The board designates [ADMINISTRATOR NAME AND TITLE, OR "THE ASSOCIATION'S MANAGER"] to administer online voting under this resolution, including collecting consents and opt-outs, coordinating with the vendor, and preparing the records required by Section XI.

The following remain with the board or with the persons the bylaws designate, and are not delegated:

- determining whether a person is eligible to be a candidate or to vote;
- certifying the result of a vote;
- deciding any challenge to a ballot; and
- deciding whether to suspend online voting under Section III.

The vendor is a service provider. The vendor does not determine eligibility, does not certify results, and does not resolve disputes.

Cost. The cost of the online voting system is a common expense, payable as the budget provides. The association will not charge a unit owner a fee to vote online, to consent, or to opt out.

XIV. RELATIONSHIP TO EMAIL BALLOTS

Section 718.128(7), Florida Statutes, gives an association that has not adopted online voting a separate route. Under that route the association designates an email address to receive electronically transmitted ballots, and every such ballot carries a capitalized statement, in a font size larger than any other font size used in the association's email, telling the owner that transmitting a completed ballot by email waives the secrecy of that ballot.

On the effective date of this resolution the association has adopted online voting, and the email-ballot route is no longer the association's electronic voting method. The association will do the following with any email-ballot address it previously designated. Check one.

[] Retire the designated email-ballot address, and say so in the next notice to unit owners.

[] Continue to accept email ballots at [EMAIL BALLOT ADDRESS, OR "NONE DESIGNATED"] as a separate accommodation, on the advice of the association's counsel.

The board will not run both routes for the same vote without asking counsel. The two have different secrecy consequences, and an owner who sends a ballot by email in a board election waives the secrecy that Section VIII of this resolution exists to protect.

XV. INTERPRETATION, AMENDMENT, AND EFFECTIVE DATE

Governing documents. This resolution supplements the declaration, the articles of incorporation, and the bylaws. Where a governing document imposes a stricter requirement than Florida law permits the association to keep, the stricter requirement applies. Where this resolution conflicts with chapter 718, Florida Statutes, the statute applies and the conflicting provision is severed without affecting the rest.

Amendment. The board may amend or repeal this resolution at a properly noticed board meeting whose agenda specifically identifies the amendment or repeal. An amendment does not take effect for a vote whose first notice has already been sent, and a repeal does not invalidate a ballot already cast.

Effect of repeal on consents. If the board repeals this resolution, every consent given under Section V ends on the effective date of the repeal, and the association will notify each consenting owner in writing or electronically within [DAYS TO NOTIFY OWNERS OF A REPEAL] days.

Effective date. This resolution takes effect [EFFECTIVE DATE]. The association will not conduct an online vote before the vendor attestation required by Section III is in the official records.

ADOPTION AND CERTIFICATION

Adopted at a meeting of the board of directors of [ASSOCIATION LEGAL NAME] held on [MEETING DATE], notice of which was posted conspicuously on the condominium property at [POSTING LOCATION] beginning at [POSTING TIME] on [POSTING DATE], at least 48 continuous hours before the meeting, and which specifically identified this resolution as an agenda item.

IN WITNESS WHEREOF, the board of directors of [ASSOCIATION LEGAL NAME], at a duly noticed meeting at which a quorum was present, has adopted the foregoing resolution upon motion made by [DIRECTOR MAKING THE MOTION] and seconded by [DIRECTOR SECONDING THE MOTION], and passing with a vote of [NUMBER VOTING IN FAVOR] in favor, [NUMBER OPPOSED] opposed, and [NUMBER ABSTAINING, OR "NONE"] abstaining. The vote or abstention of each director present is recorded in the minutes of that meeting.

I certify that I am the Secretary of [ASSOCIATION LEGAL NAME], that the foregoing is a true and correct copy of a resolution adopted by its board of directors at a duly noticed meeting held on [MEETING DATE], and that this resolution has not been amended or repealed as of the date below.

Signature, Secretary

Printed name

Date

[ASSOCIATION LEGAL NAME]

**EXHIBIT A
UNIT OWNER CONSENT TO ONLINE VOTING**

This association can run votes through an online voting system if you consent. Your consent lasts until you opt out. You can opt out at any time, and you will receive a paper ballot for every vote after that.

YOUR UNIT

Unit number or address: _____

Owner name as it appears on the association's roster: _____

Mailing address: _____

Daytime telephone: _____

CONSENT 1: ONLINE VOTING

Check either box, or both. Checking neither enrolls you in nothing.

☐ I consent to vote through the association's online voting system in elections of the board of directors.

☐ I consent to vote through the association's online voting system in all other unit owner votes.

Email address or account identifier to use for voting: _____

CONSENT 2: NOTICE BY EMAIL

☐ I also consent to receive notice of association meetings by electronic transmission at the email address below. I understand I may withdraw this consent in writing at any time.

Email address for notices: _____

You may give either consent without the other. Consenting to online voting does not change how you receive notices, and consenting to notice by email does not enroll you in online voting.

If your unit has more than one owner. A unit has one vote. If a voting certificate is on file for this unit, the person named on it signs below. If no voting certificate is on file, all record owners sign below.

Signature

Printed name

Date

RETURN TO: [ASSOCIATION OR MANAGEMENT MAILING ADDRESS], or online at [CONSENT PAGE URL OR EMAIL ADDRESS]

FOR ASSOCIATION USE ONLY

Date received: _____ Received by: _____

Recorded in the voting consent register: _____ Acknowledgment sent:

[ASSOCIATION LEGAL NAME]

**EXHIBIT B
UNIT OWNER OPT-OUT OF ONLINE VOTING**

Use this form to stop voting online. You will receive a paper ballot for every unit owner vote after your opt-out takes effect. Opting out does not affect your right to notice, to attend a meeting, to speak on designated agenda items, or to vote by any other method the governing documents and Florida law allow.

YOUR UNIT

Unit number or address: _____

Owner name: _____

Mailing address for paper ballots: _____

YOUR OPT-OUT

Check either box, or both.

☐ I withdraw my consent to vote online in elections of the board of directors.

☐ I withdraw my consent to vote online in all other unit owner votes.

NOTICE BY EMAIL

☐ I also withdraw my consent to receive notice by email. Leave this box unchecked to keep receiving notices by email.

When it takes effect. An opt-out the association receives at least 14 days before the voting deadline applies to the pending vote. One received after that date applies to the next vote.

Signature

Printed name

Date

RETURN TO: [ASSOCIATION OR MANAGEMENT MAILING ADDRESS], or online at [OPT-OUT PAGE URL OR EMAIL ADDRESS]

FOR ASSOCIATION USE ONLY

Date received: _____ Received by: _____

Consent register updated: _____ Acknowledgment sent: _____

Paper ballot list updated: _____

[ASSOCIATION LEGAL NAME]

EXHIBIT C

NOTICE TO UNIT OWNERS OF THE OPPORTUNITY TO VOTE ONLINE

[DATE OF THIS NOTICE]

The board has adopted online voting. Here is how to use it, and how to decline it.

On [DATE THE RESOLUTION WAS ADOPTED], the board of directors adopted a resolution authorizing an Internet-based online voting system. The system will be used for [BOARD ELECTIONS / ALL OTHER UNIT OWNER VOTES / BOTH], as that resolution authorizes.

Voting online is your choice. Nothing changes for you unless you consent. If you do nothing, you will keep receiving paper ballots exactly as you do now.

To vote online. Return the enclosed consent form, or consent online at [CONSENT PAGE URL OR EMAIL ADDRESS]. To vote online in a particular election or vote, the association must receive your consent at least 30 days before the voting deadline. That date will also be stated in the notice for each vote.

Your consent lasts until you end it. Once you consent, the association will honor your request to vote electronically at every later election unless you opt out.

To stop voting online. Return the enclosed opt-out form, or opt out at [OPT-OUT PAGE URL OR EMAIL ADDRESS]. There is no penalty and no fee, and you go back to paper ballots.

Before each vote, we will check that your device can reach the system. At least 14 days before the voting deadline, you will receive a confirmation link. If it does not work, contact [SUPPORT CONTACT NAME, TELEPHONE, AND EMAIL] and we will help you or send you a paper ballot.

Board elections stay secret. Where board elections are covered, the system permanently separates identifying information from the election ballot, so no one at the association can tie a board election ballot to the owner who cast it.

Email notices are a separate choice. Consenting to online voting does not change how you receive meeting notices. If you also want notices by email, check the box under Consent 2 on the consent form.

Questions: [CONTACT NAME], [CONTACT TITLE], [CONTACT TELEPHONE], [CONTACT EMAIL]

The full resolution is available on request and at [WEBSITE URL OR MANAGEMENT OFFICE].

[VENDOR LEGAL NAME]

EXHIBIT D

VENDOR ATTESTATION OF SYSTEM CAPABILITIES

TO: the board of directors of [ASSOCIATION LEGAL NAME]

FROM: [VENDOR LEGAL NAME]

SYSTEM: [PRODUCT NAME AND VERSION]

DATE: [DATE OF THIS ATTESTATION]

[VENDOR LEGAL NAME] provides the online voting system identified above to the association. The undersigned, on behalf of the vendor, attests that the system:

1. Authenticates the unit owner's identity.
2. Authenticates the validity of each electronic vote so that the vote is not altered in transit.
3. Transmits a receipt from the online voting system to each unit owner who casts an electronic vote.
4. For elections of the board, permanently separates any authentication or identifying information from the electronic ballot, so that it is impossible to tie an election ballot to a specific unit owner.
5. Stores and keeps electronic votes accessible to election officials for recount, inspection, and review.
6. Provides each unit owner a method to authenticate identity to the system.
7. For elections of the board, provides a method to transmit an electronic ballot that ensures the secrecy and integrity of each ballot.
8. Provides a method by which a unit owner can confirm, at least 14 days before the voting deadline, that the owner's electronic device can successfully communicate with the system.

The vendor will notify the association in writing within [BUSINESS DAYS FOR THE VENDOR TO NOTIFY THE ASSOCIATION] business days if any statement above stops being accurate, including after a software update.

The vendor will deliver to the association, on request and on termination of the engagement, a complete copy of the association's voting records, including ballots, tabulations, and activity logs, in a format the association can read without the vendor's software.

Signature

Printed name and title

Date

Optional additions

The document above is complete as it stands. Use nothing on this page unless the situation described applies to your association.

If the board is acting on an owner petition

Add this paragraph to the recitals when at least 25 percent of the voting interests have petitioned the board for electronic voting.

Owner petition. On [DATE THE PETITION WAS RECEIVED], the board received a petition signed by at least 25 percent of the voting interests requesting adoption of a resolution for electronic voting for the next scheduled election, and this meeting is held within 21 days after receipt of that petition.

Template provided by Common Elements · commonelements.com/t/fl-condo-evoting-adoption-resolution