



## ANNUAL MEETING MINUTES

September 26, 2023  
Healthy West Orange Building  
1200 E. Plant Street, Ste 220  
Winter Garden, FL 34787

The Board of Directors of the Foundation for a Healthier West Orange (HWO, Inc.), in its capacity as the manager and sole member of HWO Holdings, LLC, met for its annual meeting on Tuesday, September 26, 2023, at the Healthy West Orange Building. Chair J. Whiddon called the meeting to order at 4:06 p.m. A quorum was established, with the following **Directors Present:** B. Spong, C. Evans, J. Whiddon, K. Vargas, N. Sutton. **Directors Absent:** T. Keating. **Staff Present:** T. Swanson, L. Boettcher, P. Brown, and A. Mendyk. **Guest:** J. Jonasen of Gunster (virtual).

No members of the public were in attendance, so invitation for public comment was not necessary.

### APPROVAL OF MINUTES

**Action Taken:** Upon a motion duly made and seconded, the minutes of the May 4, 2023, meeting of the Board were unanimously approved.

### ELECTION OF CORPORATE OFFICERS

J. Whiddon called for a motion to elect the following HWO Holdings, LLC officers: T. Swanson as President, and P. Brown as Treasurer.

**Action Taken:** Upon a motion duly made and seconded, the Board unanimously elected the following persons to serve as the officers of HWO Holdings, LLC: T. Swanson as President and P. Brown as Treasurer, to serve until the next annual meeting or until their successors shall be elected and qualified.

### FINANCE REPORT – AUGUST 2023

P. Brown referred the Board to the previous discussion of the August 2023 financial report in the Foundation Annual Meeting, calling attention to the subsections concerning HWO Holdings, LLC, and asked for any additional questions or clarifications.

**Action Taken:** Upon a motion duly made and seconded, the Finance Report of HWO Holdings, LLC for August 2023 was unanimously approved.

### BUDGET – FYE 2024

P. Brown referred the Board to the FYE 2024 Budget and directed attention to the subsection concerning HWO Holdings, LLC, referring them to the previous HWO, Inc. budget discussions on August 15, 2023. P. Brown asked for any questions or clarifications.

**Action Taken:** Upon a motion duly made and seconded, the FYE 2024 Budget for HWO Holdings, LLC was unanimously approved.



### TRADEMARK RESOLUTION

T. Swanson referenced the resolution by the Foundation and approved by the Board on August 15, 2023 that authorizes the Foundation to license its two Florida registered trademarks, nos. T1700001140 and T1700001194 (the "Trademarks"), for use by the Foundation's subsidiaries, HWO Holdings, LLC and Healthy West Orange, LLC, royalty-free, for as long as the Foundation is the sole manager and member of those companies to assist them in carrying out their business activities in support of the mission of the Foundation.

**Action Taken:** Upon a motion duly made and seconded, the Board unanimously approved an officer of HWO Holdings, LLC, to execute a trademark usage agreement with the Foundation for a Healthier West Orange meeting the terms of the resolution.

### BUILDING UPDATE

T. Swanson updated the Board on plans to complete the buildout of Suite 110. A Letter of Intent was received and the Board discussed the feasibility of the proposal. Also, Suite 200 will be reformatted to add office space that will accommodate staffing growth.

P. Brown outlined the success of in-kind usage in the building community space.

### RATIFICATION OF ACTIONS

A motion was made to ratify, approve, and confirm actions taken by HWO Holdings, LLC during the 2023 fiscal year.

**Board Action:** Upon a motion duly made and seconded, the Board unanimously ratified, approved, and confirmed all actions taken in good faith by HWO Holdings, LLC, and by its officers and authorized signatories on its behalf, during the course of the 2023 fiscal year in accordance with to the Florida Revised Limited Liability Company Act and the Operating Agreement of HWO Holdings, LLC, dated January 17, 2020.

### OPEN FORUM

There were no additional comments during the open forum.

The meeting was adjourned at 4:17 p.m.

Jaclyn Whiddon, Chair