



HEALTHY
WEST ORANGE

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 Healthy West Orange, 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 4:18 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).

PUBLIC COMMENT

No members of the public were in attendance; therefore, no public comment period was 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 asked for a motion to elect the following Healthy West Orange, 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 Healthy West Orange, 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 Healthy West Orange, LLC, and asked for any additional questions or clarifications.

Action Taken: Upon a motion duly made and seconded, the Finance Report of Healthy West Orange, 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 Healthy West Orange, 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 Healthy West Orange, LLC was unanimously approved.

TRADEMARK RESOLUTION

T. Swanson referenced the resolution by the Foundation and approved by the Board on August 15, 2023 that would authorize the Foundation to license its two Florida registered trademarks, nos. T17000001140 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 Healthy West Orange, LLC, to execute a trademark usage agreement with the Foundation for a Healthier West Orange, meeting the terms of the resolution.

OPERATIONS UPDATE (HWO & HUBB)

L. Boettcher shared an update on operations of HWO and HUBB through August, as compared to the previous fiscal year, noting that audience growth and challenge participation were on track to meet or exceed their goals for the fiscal year, while the movement was seeing new challenges with organic impressions as platforms change their algorithms to prioritize paid content. Discussion ensued on how these changes are reflected and considered in future goals, especially since digital advertising has maintained its cost-per-impression, cost-per-click, and cost-per engagement efficiency.

In overall updates, L. Boettcher shared highlights from Splash Challenge, Healthy Selfie, and the Westly's Mile program with the American Heart Association. Westly's Mile was successfully launched in 5 Elementary schools in the previous year, and this fall Westly's Mile was confirmed to launch in 11 schools, surpassing the goal of 10 in the original plans, and without any budgetary changes or concerns.


RATIFICATION OF ACTIONS

A motion was made to ratify, approve, and confirm actions taken by Healthy West Orange, 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 Healthy West Orange, LLC, and by its officers and authorized signatories on its behalf, during the course of the 2023 fiscal year in accordance with the Florida Revised Limited Liability Company Act and the Operating Agreement of Healthy West Orange, LLC, dated October 2, 2020.

OPEN FORUM

The meeting was adjourned at 4:49 p.m.



Jaclyn Whiddon, Chair