

FOUNDATION

For A Healthier West Orange

BOARD MEETING MINUTES Tuesday, April 14, 2026, at 11:30 a.m. Via Teleconference

The HWO, Inc., DBA Foundation for a Healthier West Orange (the “Foundation”) Board of Directors met on Tuesday, April 14, 2026, via Teleconference. Chair Jaclyn Whiddon called the meeting to order at 11:32 a.m. A quorum was established, with the following **Directors Present:** B. Spong, C. Evans, J. Whiddon, K. Vargas, and N. Sutton. **Directors Absent:** None. **Staff Present:** T. Swanson, P. Brown, and K. Carter. **Guest:** J. Jonasen of Gunster

PUBLIC COMMENT

No members of the public were in attendance; therefore, no public comment period was necessary.

APPROVAL OF MINUTES

Board Action: Upon a motion duly made and seconded, the Board unanimously approved the minutes of the HWO Inc., DBA Foundation for a Healthier West Orange Board Annual Meeting held on Thursday, February 12, 2026.

BYLAWS REVIEW

T. Swanson asked the Board to consider revisions to the current Amended and Restated Bylaws as set forth in the proposed draft Amended and Restated Bylaws that were distributed to the Board with the meeting agenda. The proposed changes were discussed, and the Board determined that the proposed revision to Section 3.18(a) should be further revised to provide that unbudgeted financial commitments or expenditures exceeding \$1 million or extending beyond one fiscal year shall require the approval of two-thirds of all of the members of the Board.

Board Action: Upon a motion duly made and seconded, the Board unanimously approved the proposed revisions to the Amended and Restated Bylaws as recommended, with the additional modifications to Section 3.18(a), and instructed that the new Amended and Restated Bylaws be prepared for execution by the Secretary.

BOARD MEMBER EXPANSION

T. Swanson presented qualifications for a potential new Board Member for consideration. Derek Blakeslee is a current member of the Foundation’s Finance Committee.

Board Action: Upon a motion duly made and seconded, the Board unanimously approved the election of D. Blakeslee as a new member to the FHWO Board of Directors.

OPEN FORUM

T. Swanson and P. Brown provided a report on the Healthy West Orange building, primarily covering a tenant update. Tenants’ payment status was discussed.

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Board Action: Upon a motion duly made and seconded, the Board unanimously approved, acting in its capacity as Manager of HWO Holdings, LLC, authorization for staff to negotiate and execute a Lease Termination Agreement with Peracini's LLC (d/b/a Gelato-Go Winter Garden) within previously agreed upon parameters offered in December 2025.

P. Brown and K. Carter were excused from the meeting.

T. Swanson provided an update on hiring for open positions at the Foundation. Discussion ensued.

Board Action: Upon a motion duly made and seconded, the Board unanimously approved authorizing the CEO to fill the open positions that were discussed, with salary ranges established by the CEO based on available relevant information, including the most recent Quatt survey, and authorizing the CEO to exceed the currently budgeted salary and related expenses if necessary.

The meeting was adjourned at 1:09 p.m.



Jaclyn Whiddon, Chair