Highland Towers, Inc.

Minutes of September 2, 2021 7:00 P.M. Special Meeting of the Membership

1. President's Remarks:

Lou Mazza welcomed everyone to the meeting and thanked them for their attendance. Lou commented that there is a brief agenda for the Membership meeting as well as the Board meeting immediately following and then these meetings will officially adjourn. After the Board meeting at 8:00 p.m. Tim Marshall, P.E. with AT Designs will join the call to present information on the window and door requirements for the building. Shareholders are invited to ask questions after his presentation. Following the window and door presentation, a general Shareholder Q&A session will take place.

2. Determination of Quorum:

Lisa Magill with Kaye Bender Rembaum Attorneys at Law introduced herself as Highland Towers' General Counsel and proceeded to establish a quorum of Shareholder shares. It is necessary to have at least 30% of the shares presented either via proxy or present at the meeting. There was a total of 1,535 shares voted by proxy. This represents an excess of quorum required for the meeting and vote. These proxies are on file and can be inspected by any Shareholder after an appointment is made with the office to do so.

3. Proof of notice:

Lisa Magill advised that the Notice of Special Meeting was distributed to Shareholders via email and US mail on August 18, 2021, which was 14 days prior to the meeting and is attached to these meeting minutes.

4. Vote to Authorize Balcony Railing Alteration (Glass Railings):

Lisa Magill stated that the sole agenda item of the Membership meeting is for the Shareholders to vote on whether the alternative glass balcony railings will be approved. The results of the vote are as follows:

13 Shareholders voted Yes for the glass railings which equates to 464.8 shares.29 Shareholders voted No for the glass railings which equates to 1,070.2 shares.1 Shareholder submitted their proxy with no vote.5 Shareholders did not vote

The authorization to proceed with the glass railings alternate failed.

After the proxies were tallied, a Shareholder present on the ZOOM call verbally submitted their Yes vote during the meeting. This added 36.2 shares for the Yes vote for a revised total of 501 shares. The motion still failed.

5. **Adjournment:** Lisa Magill asked for a motion to adjourn the meeting. A motion was made, seconded and approved. The meeting was adjourned at 7:15 p.m.

Respectfully Submitted,

Jennifer Schammel, Secretary

Appendix:

Appendix A – Special Assessment BOD Vote and Glass Railing Proxy Package dated August 18, 2021

Highland Towers, Inc.

2921 South Ocean Boulevard Highland Beach, Florida 33487

Dear Shareholders,

I am writing this note to call your attention to two very important issues to be decided on Thursday, September 2,2021 at 7pm.

2nd Special Assessment: To be voted on by the board

Enclosed you will find several documents relating to this vote. One gives a breakdown of how the assessment was determined and the other is a revised Budget summary. Also included is spreadsheet showing what each apartment's assessment will be and when it is due. While we strive to estimate the remaining costs, no one has a crystal ball that can tell us what hidden damages exist. Therefore, we the board believe it is prudent to make an educated guess on future costs and have added a contingency amount to cover unforeseen expenses.

Proxy vote for balcony glass railings:

Enclosed, you will find a proxy form for you to vote if you wish to replace the existing railing with a glass railing. Please read the *Balcony Railing Analysis* document carefully. It contains a great deal of information to help you make an informed decision.

Several points you should be aware of:

- The second special assessment described above includes the cost of installing a standard aluminum railing that is similar in design to the existing railing. Choosing the glass railing will add an additional \$337,200 to the \$2,500,000 assessment. This will cause the assessment to increase to \$2,837,200.
- Maintenance: To maintain the warranty on the glass railing, the glass must be professionally cleaned quarterly. The cost is approximately \$5600 to clean the exterior side of the glass every three months and the shareholder will be responsible for cleaning interior side every three months.
- Compare the differing warranty periods for each product: 20 years for the aluminum railing, 10 years for the glass railing.
- Review the lead times required for installing the glass railing once a balcony's concrete repairs are completed. Shareholders in the 5-6-7 stacks will be denied access to their balcony up to 18 weeks longer than with the standard railing. The access delay due to the glass railing for the remaining balconies will be an average of 8 weeks longer.

Should you have any questions that are unanswered by the specification sheet, do not hesitate to contact me and I will answer every one of your questions to the best of my ability.

Respectfully yours,

President, Highland Towers BOD

HIGHLAND TOWERS CONCRETE RESTORATION

ASSESSMENT: BREAKDOWN OF COSTS

Phase 1 - Catwalks overrun	\$ 175,000
Phase 2 - Balconies	\$ 1,120,000
Replace railings w/same style	\$ 175,000
East wall Repairs	\$ 100,000
South stairs repair	\$ 40,000
Front entrance repairs	\$ 50,000
Lower level interior columns	\$ 25,000
Window wall/Window	
concrete repairs	\$ 330,000
AC openings repair	\$ 50,000
Engineer for Windows, sliding	
glass doors & shutters	\$ 50,000
Project manager	\$ 100,000
Contingency	\$ 285,000
TOTAL:	\$ 2,500,000

Highland Towers Concrete Restoration

Budget Summary

Rev. 8/14/2021

1)	Projected Costs:	No	ovember 2020	August 2021		Variance	
	Phase I - Catwalks	\$	562,104.00	\$ 737,174.00	\$	(175,070.00)	
	Phase II - Balconies	\$	680,494.00	\$ 1,802,615.00	\$	(1,122,121.00)	
	Replace Balcony Railings (Standard Alum)			\$ 175,000.00	\$ \$	(175,000.00)	
	East Wall Repairs			\$ 100,000.00	\$	(100,000.00)	
	South Stairs Repairs			\$ 40,000.00	ې \$ د	(40,000.00)	
	Front Entrance Repairs			\$ 50,000.00	\$	(50,000.00)	
	Lower Level Interior Column Repairs			\$ 25,000.00	\$	(25,000.00)	
	Window Wall/Window Concrete Repairs			\$ 330,000.00	\$	(330,000.00)	
	AC Openings Repairs			\$ 50,000.00	\$	(50,000.00)	
	Engineer for Windows, SGDs, Shutters			\$ 50,000.00	\$	(50,000.00)	
	Project Manager			\$ 100,000.00	\$	(100,000.00)	
	Contingency			\$ 285,000.00	\$	(285,000.00)	
	Total Projected Cost	\$	1,242,598.00	\$ 3,744,789.00	\$	(2,502,191.00)	

2)	Available Funds:	N	ovember 2020		July 2021		Variance
	North Stair Wall Remaining Funds	\$	154,000.00 *	\$	154,000.00	\$	-
	Building Reserves (2020)	\$	30,000.00	\$	30,000.00	\$	-
	Painting Reserves (2020)	\$	54,000.00	\$	54,000.00	\$	-
	Building Reserves (2021)*			\$	-	\$	-
	Painting Reserves (2021)			\$	-	\$	-
	Contingency Reserves			\$	-	\$	-
	Concrete Restoration Reserves			\$	-	\$	-
	2020 Assessment Funding	\$	1,000,000.00	\$	1,000,000.00	ć	
	Total Available Funds:	\$	1,238,000.00	\$	1,238,000.00	\$	-
				_		\$	-
	Total Needed Funds	\$	4,598.00	\$	2,506,789.00	\$	(2,502,191.00)

Note: Above projection does not include costs for:

Glass railing or any maintenance or cleaning required

Re-Certification Inspection or any repairs as a result of the inspection.

HIGHLAND TOWERS CONCRETE RESTORATION SHAREHOLDER ASSESSMENT DETAIL

				Due Date:	10/01/21	12/01/21	01/01/22	03/01/22
Unit #	Owner	Shares	%	\$2.5M	\$1M	\$500K	\$750K	\$250K
G1	Gleichauf	25.00	0.01	36,023.05	14,409.22	7,204.61	10,806.92	3,602.31
101	Turrentine	32.20	0.02	46,397.69	18,559.08	9,279.54	13,919.31	4,639.77
102	Hernandez	32.20	0.02	46,397.69	18,559.08	9,279.54	13,919.31	4,639.77
103	Lapnow	20.20	0.01	29,106.63	11,642.65	5,821.33	8,731.99	2,910.66
104	Licata	46.00	0.03	66,282.42	26,512.97	13,256.48	19,884.73	6,628.24
105	Gaul	23.00	0.01	33,141.21	13,256.48	6,628.24	9,942.36	3,314.12
106	Higgins	25.20	0.01	36,311.24	14,524.50	7,262.25	10,893.37	3,631.12
107	Lapnow	40.20	0.02	57,925.07	23,170.03	11,585.01	17,377.52	5,792.51
201	Gammage	35.20	0.02	50,720.46	20,288.18	10,144.09	15,216.14	5,072.05
202	Cerrato	34.20	0.02	49,279.54	19,711.82	9,855.91	14,783.86	4,927.95
203	Keefe	34.20	0.02	49,279.54	19,711.82	9,855.91	14,783.86	4,927.95
204	Downes	34.00	0.02	48,991.35	19,596.54	9,798.27	14,697.41	4,899.14
205	Yannantuono	25.00	0.01	36,023.05	14,409.22	7,204.61	10,806.92	3,602.31
206/7	Coscia	68.40	0.04	98,559.08	39,423.63	19,711.82	29,567.72	9,855.91
301	Dugan	36.20	0.02	52,161.38	20,864.55	10,432.28	15,648.41	5,216.14
302	Lord	35.20	0.02	50,720.46	20,288.18	10,144.09	15,216.14	5,072.05
303	Smith	35.20	0.02	50,720.46	20,288.18	10,144.09	15,216.14	5,072.05
304	Gleicher	35.00	0.02	50,432.28	20,172.91	10,086.46	15,129.68	5,043.23
305	Grimes	26.00	0.01	37,463.98	14,985.59	7,492.80	11,239.19	3,746.40
306	Baer M/W	28.20	0.02	40,634.01	16,253.60	8,126.80	12,190.20	4,063.40
307	DeGregoris	42.20	0.02	60,806.92	24,322.77	12,161.38	18,242.07	6,080.69
401	DeGregoris	37.20	0.02	53,602.31	21,440.92	10,720.46	16,080.69	5,360.23
402	Ankner	36.20	0.02	52,161.38	20,864.55	10,432.28	15,648.41	5,216.14
403	O'Hara	36.20	0.02	52,161.38	20,864.55	10,432.28	15,648.41	5,216.14
404	Dunn	36.00	0.02	51,873.20	20,749.28	10,374.64	15,561.96	5,187.32
405	Schammel	27.00	0.02	38,904.90	15,561.96	7,780.98	11,671.47	3,890.49
406	Millet	29.20	0.02	42,074.93	16,829.97	8,414.99	12,622.48	4,207.49
407	Purzner	43.20	0.02	62,247.84	24,899.14	12,449.57	18,674.35	6,224.78
501	L'Heureux	38.20	0.02	55,043.23	22,017.29	11,008.65	16,512.97	5,504.32
502	Elder/Fitzpatrick	37.20	0.02	53,602.31	21,440.92	10,720.46	16,080.69	5,360.23
503	Davis	37.20	0.02	53,602.31	21,440.92	10,720.46	16,080.69	5,360.23
504	Mazza	37.00	0.02	53,314.12	21,325.65	10,662.82	15,994.24	5,331.41
505	Lynch	28.00	0.02	40,345.82	16,138.33	8,069.16	12,103.75	4,034.58
506	Trimble	30.20	0.02	43,515.85	17,406.34	8,703.17	13,054.76	4,351.59
507	O'Brien	44.20	0.03	63,688.76	25,475.50	12,737.75	19,106.63	6,368.88
601	Wiedersum	39.20	0.02	56,484.15	22,593.66	11,296.83	16,945.24	5,648.41
602	Epstein	38.20	0.02	55,043.23	22,017.29	11,008.65	16,512.97	5,504.32
603	Caprioli	38.20	0.02	55,043.23	22,017.29	11,008.65	16,512.97	5,504.32
604	Gureck	38.00	0.02	54,755.04	21,902.02	10,951.01	16,426.51	5,475.50
605	Baer S	29.00	0.02	41,786.74	16,714.70	8,357.35	12,536.02	4,178.67
606	Vitaletti	31.20	0.02	44,956.77	17,982.71	8,991.35	13,487.03	4,495.68
607	Van Horn	45.20	0.03	65,129.68	26,051.87	13,025.94	19,538.90	6,512.97
701	McCarthy	40.20	0.02	57,925.07	23,170.03	11,585.01	17,377.52	5,792.51
702/3	Ocean	78.40	0.05	112,968.30	45,187.32	22,593.66	33,890.49	11,296.83
704	Bergsten	39.00	0.02	56,195.97	22,478.39	11,239.19	16,858.79	5,619.60
705	Eklund	30.00	0.02	43,227.67	17,291.07	8,645.53	12,968.30	4,322.77
706	Tennant	32.20	0.02	46,397.69	18,559.08	9,279.54	13,919.31	4,639.77
707	DeGregoris	46.20	0.03	66,570.61	26,628.24	13,314.12	19,971.18	6,657.06
Totals		1,735.00	1.00	2,500,000.00	1,000,000.00	500,000.00	750,000.00	250,000.00

AFFIDAVIT OF NOTICE OF THE

SPECIAL MEETING OF THE MEMBERSHIP

HIGHLAND TOWERS, INC.

STATE OF FLORIDA

) ss:

)

COUNTY OF PALM BEACH)

I, Jennifer Schammel, being Secretary of Highland Towers, Inc., do hereby state and affirm that Notice of the Special Membership Meeting of Highland Towers, Inc. and the board meeting to levy a special assessment held on the 2nd day of September, 2021 was furnished to each of the Members via U.S. Mail, Hand Delivery or distributed Electronically at the addresses provided by said Members on the 18th day of Au gust, 2021.

Signed: *Jennifer Schammel* (original on file at office)

Ву: _____

Sworn to and subscribed before me this 17th day of August, 2021.

Notary Public: Print Name:

Carl J Førrest

My Commission Expires:



NOTICE OF SPECIAL MEETING OF THE MEMBERSHIP OF HIGHLAND TOWERS, INC. And

NOTICE OF BOARD MEETING TO LEVY SPECIAL ASSESSMENT

DATE:	SEPTEMBER 2, 2021
TIME:	7:00 PM
PLACE:	2921 SOUTH OCEAN BLVD. HIGLAND BEACH, FL 33487
ZOOM INFO:	https://us02web.zoom.us/j/85462971012?pwd=MThoS2hZOEtNai9CK1hTUk5oVVVuZz09

Attention Members:

Please participate at the special meeting of the members of Highland Towers, Inc., for the purpose of voting to determine whether to replace the exterior aluminum picket railings with glass railings. Afterwards the board will meet at 7:30 PM to levy a special assessment to fund additional repairs including the Phase 2 Balcony repair and other repairs identified on the attached Exhibit "A".

You do not need to attend in person to vote at the special meeting as the proxy form is included with these materials. Please send in your proxy vote as soon as possible. Changing the balcony railings in such a material way is approved with the favorable vote of the owners of the majority of shares. Please review the attached breakdown of the assessment for repairs and the projected costs of the alternative glass railings.

Agenda for Membership Meeting:

- 1. Certify Proxies / Determination of Quorum / Call to Order
- 2. Proof of Notice
- 3. Vote to Authorize Balcony Railing Alteration (glass railings).
- 4. Adjourn

Agenda for the Board Meeting:

- 1. Roll Call / Determine Quorum (person or electronically)
- 2. Proof of Notice
- 3. Vote to Levy Special Assessment for the purposes and in amounts reflected on the attached Exhibit "A" (costs contemplated for alternative railings dependent on outcome of shareholder vote).
- 4. Set due date(s) for assessment.
- 5. Adjourn.

Please complete and return your proxy by mail, fax or email as soon as possible to secure a quorum and to avoid any delays.

Thank you for your participation in Association operations.

Dated: August 17, 2021

Highland Towers, Inc.

By: Carl Forrest, Acting General Manager

LIMITED PROXY

The undersigned hereby appoints ______ as my proxy (or, if I have not appointed a proxy above or my designated proxy holder is not present at the meeting, I hereby appoint the Secretary of the Association, on behalf of the Board of Directors), with full powers of substitution, for all matters to come before the Special Membership Meeting of Highland Towers, Inc., to be held on ______ 2021 at 7:00 P.M., and any lawful adjournment thereof. The proxy shall vote as specifically directed below. For all other matters, as provided by law, my proxy shall have general powers to exercise my vote, on my behalf, as well as represent my appearance at the meeting for quorum purposes.

I hereby instruct my proxy to vote as follows as to the following issue:

1. Vote to Authorize Replacing the Aluminum Balcony Railings with Glass Balcony Railings which increases the cost of the project by approximately \$337,200 and understand that my balcony access will be delayed approximately 8 to 18 weeks.

		In favor	<i>O</i>	oposed
	(165)		(110)	
Dated this	day of,	2021.		
Printed Name	of Owner/Vote	r:		Unit
				Shares:

The owner(s) of the unit, or the owner designated as voting representative on a certificate signed by all owners of the unit:

THIS PROXY IS REVOCABLE BY THE OWNER AND IS VALID ONLY FOR THE MEETING FOR WHICH IT WAS GIVEN AND ANY LAWFUL ADJOURNMENT THEREOF. IN NO EVENT SHALL THIS PROXY BE VALID FOR MORE THAN NINETY (90) DAYS FROM THE DATE OF THE ORIGINAL MEETING.

HIGHLAND TOWERS BALCONY RAILING ANALYSIS

8/14/2021

	Description Railing Pricing through USSI (Railing Contrator Works off of USSI Swing Stage During Restoration)							
	RAILING TYPE (See Note 1):	Q & Q - with	3 Line Alt	uminum Rail Pickets and	Pom	Poma - Postless Infinity		
			2" pos	sts				
1)	COST: Rendering Cost (See Note 2) Host Structure Engineering By HT (See Note 3) Railing Engineering (By Vendor) Swing Stage Cost for Core Drilling Additional Mobilizations (See Note 4) Permitting Cost	\$	N.A. Inc. Inc. Inc. Inc.	2,000.00 3,360.00	\$ \$ \$ \$	7,000.00 6,000.00 3,000.00 Inc. Inc. 38,500.00 9,060.00		
	Railing Replacement (100% of Balconies) Required Quarterly Cleaning of Railing (See Note 10)	\$		168,000.00	Ş	447,000.00 TBD		
	Total Cost:	Ś		173.360.00	Ś	510.560.00		
	COST PER BALCONY (AVG)	Ś		3.537.96	Ś	10.419.59		
2)	SCHEDULE: Host Structure Engineering (See Note 5) Field Dimensions (See Note 6) Engineering by Vendor Shop Drawings Materials/Fabrication Lead Time (See Note 7)	1 week N.A. 1 week 1 week				4 weeks TBD 2 weeks 6 weeks 12 weeks		
	Total Lead Time:		7 weel	ks		24 weeks		
3)	Permitting SHAREHOLDER IMPACTS:	(Standar as a revi	1-2 wee rd rail can ision to ex	eks be submitted isting permit)	(Materia permit a by	4 weeks Il change requires a new nd review of calculations 9 Building Official)		
,	Anticipated Time After Concrete Repairs are Complete that Balcony Can Be Used (See Note 8)	5-7 Stack: 6 weeks 1-4 stack: 4 weeks		5-7 Stacks: 24 weeks 3-4 Stacks: 14 weeks 1-2 Stacks: 12 weeks				
	Re-install ACs 7 Stack - Approx. time after concrete repairs complete (Will require a seam in waterproofing)	4 we	4 weeks (with Temp Rail Installed)		4 weeks (with Temp Rail Installed)			
	Cleaning of Glass by Shareholder as recommended by Poma (outside of quarterly cleaning/maintenance by Building)		N.A.			Weekly		
	Quarterly cleaning of interior railing by Shareholder to meet manufacturer's warranty requirements (Building to perform exterior cleaning)	N.A.		Quarterly				
4)	MISC. INFO: Post Pockets	Blockouts can be installed - Preferred Method (Except where slabs have been poured while waiting for railing type decision)		No need for post pockets -Core drill 2" holes				
	Core Drilling	3" ho	ole drilled	every 48"	2" h	ole drilled every 24"		
	Waterproofing	Waterpro	oof after r	ailing installed	Can wat	erproof prior to railings		
	Distance From Slab Edge		3"		6"			
	Warranty on Manufacturer's Finish		20 Yea	irs	10 Years			

HIGHLAND TOWERS BALCONY RAILING ANALYSIS NOTES

Note the ability for Highland Towers to install the POMA Glass Railing system is contingent upon the existing balcony slabs meeting
 specific design criteria for the railing. This includes a specific structural slab thickness and a minimum compressive strength of the concrete that will need to be verified prior to moving forward. Some Engineering is required to determine whether our balcony slabs meet the criteria for this glass rail system.

Rendering cost includes a digitized image of building with glass railing and is strongly recommended for a significant material change to
the building prior to moving forward. This is not required for the aluminum rail option as it is very similar to what is currently in place and is not considered a "material change"

Note that current Engineer of Record, Howard Miller Engineering will sign off on the aluminum railing option due to it's light weight and and open airflow design which is even lighter than what we currently have on the balconies. He will not sign off on the glass option. HT will need to find another Host Structure Engineer to sign off on the glass version due to the weight, wind load pressures, etc. affecting an

- 3) unknown design of the original slabs. Since we do not have our original structural drawings this requires an Engineer willing to take this on. Host Structure Engineer is to analyze dead load of 40 lbs/LF imposed on slab, confirm compressive strength of concrete, confirm rebar size and spacing, confirm wind load pressure design, and sign off on the balcony slab's ability to withstand the weight and wind load pressures of the glass railing system. This is over an above what Poma does with their Engineering.
- 4) Due to the longer lead time for the glass rail system than originally advised, the contractor will have re-mobilization costs due to having to move swing stages back to the balconies once the material arrives onsite.

Finding a Host Structure Engineer for the Glass Option may be difficult to do right now due to how busy all Engineers are in South Florida. 3 weeks is assumed in this analysis, but it could take much longer to secure the Engineer and have the work done. The existing

5) concrete will need to be cored and tested for compressive strength in a lab, as well as other verification of existing conditions - rebar size and spacing, depth of concrete, etc.

Field Dimensions are required for glass railing as they are custom and do not have typical spacing. Slabs need to be field measured after
they are poured or contractor will need to work to "Hold To" dimensions. Schedule is based on working off of Hold To dimensions, as the schedule would be pushed out even further is field measuring took place after each slab was poured.

Currently there are lead time issues with most construction materials, including aluminum and glass due to supply chain shortages. Standard Aluminum Railing (Q & Q) states that they have standard railing in stock in the quantities we need - 4 weeks for fabrication

- 7) after engineering and shop drawings. Poma Glasss Rail states that there is a 3 month lead time on their extrustions, but think they have enough to do a project of our size 12 weeks for fabrication after engineering and shop drawings.
- 8) Note that this does not include any additional time waiting for a sliding glass door to be replaced as that will prevent using the balcony even if railing is installed.
- 9) Pricing is for Balconies only. Catwalks are not included in this proposal. Proposed aluminum railing is very similar in size and style as the exisitng catwalk railing. The Poma Glass railing is very different.

At time of this publishing, estimated cost provided by a professional exterior rail cleaning company is \$5,600 per quarter (\$22,400 per year) for the EXTERIOR of the railing only. Note that Shareholder is responsible for cleaning per manufacturer's instructions the

10) INTERIOR side of the railing at least quarterly to maintain the warranty of the railing. This cost will become part of the overall building budget.