

NOTICE OF SPECIAL MEMBERS' MEETING WORTHINGTON MASTER ASSOCIATION, INC.

TO ALL MEMBERS:

On Tuesday, June 3, 2025 at 2:00 pm at the Worthington Country Club, Main Dining Room, 13500 Worthington Way, Bonita Springs, Florida, a Special Members' Meeting will be held for the purpose of voting on the proposed Peacock & Lewis Facilities Projects for the restoration, additions, and improvements of the Parking Lot, Tennis Courts, Cabana and Pickleball Courts as set forth in the project specifications prepared by Peacock & Lewis. The total cost of these Projects is not to exceed \$5,051,730 and will be funded from our General Reserve fund.

IF THE MEMBERS APPROVE Peacock & Lewis Facilities Renovation Projects, the Board will approve using **General Reserves** to fund the projects. Copies of the Projects documents are available in the Master Association office.

The agenda for the meeting will be as follows:

AGENDA – June 3, 2025 @ 2 PM

1. Call to Order-Establish Quorum
2. Proof of Notice of Meeting
3. New Business

Vote on the proposed restoration, additions, and improvements of the Parking Lot, Tennis Courts, Cabana and Pickleball Courts as set forth in the project specifications prepared by Peacock & Lewis. The projects will be funded by our General Reserve fund in an amount not to exceed \$5,051,730, (see details of Reserve funding for each project EXHIBIT "A"). Copies of the Project specifications are available in the Master Association office.

- a. Cabana additions and improvements
 - b. Parking Lot and Tennis Courts restoration and improvements
 - d. Pickleball Court addition.
4. Adjournment.

BY ORDER OF THE BOARD OF DIRECTORS - May 14, 2025

To facilitate your vote and expedite the Special Members Meeting, a Limited Proxy Form is included in this packet. Please follow the instructions on the Limited Proxy Form and vote prior to the meeting. To ensure accurate tabulation, your proxy will be sent directly to our auditing firm, Phillips Feldman Group, CPA, for their tabulation and announcement of the results at the meeting.

Instructions:

Complete the information in lines 1 – 3; check off **IN Favor** or **OPPOSED** for each resolution; and sign, print your name, provide your member number, and date the Proxy form.

Return your Proxy to Phillips Feldman Group. **FAXED, EMAILED OR U.S. POSTAL** Ballots must be received by Friday, May 30, **2025**. For ease of voting, you may vote by one of the following ways:

VIA FACSIMILE 239-566-1901

VIA EMAIL info@pfgcpa.com

VIA MAIL In the envelope provided (mailed via US postal Service)

PROXIES/VOTES may be hand delivered up until June 3, 2025, prior to Agenda Section 3. New Business.

LIMITED PROXY FOR SPECIAL MEMBERS' MEETING

1. The undersigned, owner of _____ [Insert address at Worthington] appoints (**Check one**) *

(a) ☐ Alfred (Doug) Zinno, President, on behalf of the Board of Directors. **OR**

(b) ☐ _____ (if you check **(b)**, write in the name of your proxy) as my proxy holder to attend the special meeting of the members of Worthington Master Association, Inc., to be held on Tuesday, June 3, 2025 at 2:00 PM at the Worthington Country Club, Main Dining Room, 13500 Worthington Way, Bonita Springs, Florida. The proxy holder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxy holder's authority is limited as indicated below. **THIS IS A LIMITED PROXY FOR THE ISSUE LISTED BELOW. IT WILL BE USED AS A GENERAL PROXY ONLY TO ESTABLISH A QUORUM AND FOR VOTES ON PARLIAMENTARY AND PROCEDURAL ISSUES. FOR YOUR VOTE TO COUNT ON THE ISSUE LISTED BELOW, YOU MUST PERSONALLY MARK YOUR PREFERENCE WHERE INDICATED. IF YOU DO NOT PERSONALLY VOTE ON THE ISSUE LISTED BELOW, YOUR PROXY HOLDER WILL NOT HAVE THE AUTHORITY TO VOTE FOR YOU.**

***If you do not check off (a) or insert the name of your proxy holder in (b), then you will be deemed to have selected the designated Association officer/agent to be your proxy holder.**

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BALLOT

2. Vote on the restoration, additions, and improvements of the Parking Lot, Tennis Courts, Cabana and Pickleball Courts as set forth in the project specifications prepared by Peacock & Lewis. The total cost of these projects not to exceed \$5,051,730. The projects will be funded by our General Reserves. Copies of the project's specifications are available in the Master Association office.

- A. Vote on the additions and improvements of the Cabana.

(Cabana = \$2,030,547 **{year 2026}**)

IN FAVOR _____

OPPOSED _____

- B. Vote on the restoration and improvements of the Parking Lot and Tennis Courts.

(Parking Lot = \$1,904,045 **{year 2027}** & Tennis Courts = \$841,838 **{year 2028}**)

IN FAVOR _____

OPPOSED _____

- C. Vote on the addition of Pickleball Courts, to include sound mitigation and landscape buffer.

(Pickleball = \$275,300 **{year 2028}**)

IN FAVOR _____

OPPOSED _____

PLEASE SIGN AND DATE THE PROXY WHERE INDICATED BELOW

3. Signature(s) of Owner(s) or Designated Voter

Sign: _____

Sign: _____

Print: _____

Print: _____

Member # _____

Member #: _____

Date: _____

Date: _____

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

NOTICE OF SPECIAL MASTER BOARD OF DIRECTORS MEETING WORTHINGTON MASTER ASSOCIATION, INC.

TO ALL MEMBERS:

On Tuesday, June 3, 2025, **immediately following** the adjournment of the Special Members' Meeting at the Worthington Country Club, Main Dining Room, 13500 Worthington Way, Bonita Springs, Florida, a Special Board Meeting will be held for the purpose of voting to **APPROVE UTILIZING GENERAL RESERVE FUNDS** for the proposed Peacock & Lewis Facilities Renovation Project for the restoration, additions, and, improvements of the Parking Lot, Tennis Courts, Cabana and Pickleball Courts as set forth in the project specifications prepared by Peacock & Lewis.

The total cost of these **Projects is not to exceed \$5,051,730 and will be funded by** our General Reserve fund, (see details of Reserve funding for each project EXHIBIT "A"). IF THE MEMBERS APPROVE the proposed Peacock & Lewis Facilities Renovation Project, the **Board will approve using our General Reserve Funds to fund the projects**. Copies of the Project documents are available in the Master Association office. The agenda for the meeting will be as follows:

AGENDA – June 3, 2025

1. Call to Order-Establish Quorum
2. Proof of Notice of Meeting
3. New Business

IF THE MEMBERS APPROVE the proposed Peacock & Lewis Facilities Renovation Projects, the Board will vote to approve using our General Reserve fund, for the restoration, additions, and improvements of the Peacock & Lewis Facilities Renovation Project as set forth in the project specifications prepared by Peacock & Lewis. The project will be funded by our General Reserve fund in an amount not to exceed \$5,051,730. Copies of the Projects specifications are available in the Master Association office.

- a. Cabana additions and improvements
- b. Parking Lot and Tennis Courts restoration and improvements
- c. Pickleball Court addition.

4. Adjournment.

EHIBIT "A"

*FACILITIES PLANNING - PEACOCK & LEWIS

	2026 CABANA	2027 PARKING LOT	2028 TENNIS	2028 PICKLEBALL	TOTAL
PROJECT COSTS	\$ 1,230,834	\$ 1,409,722	\$ 656,790	\$ 184,676	
FF&E / ALLOWANCES	\$ 200,000	\$ -	\$ -		
GENERAL CONDITIONS / REQUIREMENTS	\$ 107,379	\$ 107,379	\$ 53,690	\$ 53,690	
BULKHEAD		\$ 105,000			
CONTINGENCY	\$ 492,334	\$ 281,944	\$ 131,358	\$ 36,934	
	\$ 2,030,547	\$ 1,904,045	\$ 841,838	\$ 275,300	\$ 5,051,730