

Meeting of the Members

January 28, 2023

Board Members present: Bernie Wiest, President; Suzanne Smart, Vice President; Coleman Stone, Treasurer; Cary Frostick, Secretary; Susan Tyler, Janile Wiest, and Kimberly Wigg, Directors-at-Large.

Members present: Mary Kay Stone, Randy Frostick, Jason Smart, Clayton Wigg, Audrey Fisher, Tina Williams, Vicki Crockett, Betty Johnston, Jessica Jett, Dennis Spillane, Bob Knapp.

The meeting was called to order at 10:00am.

Bernie reported that this meeting of the members was called by the Board of Directors on December 19, 2022, that a Notice of Member Meeting along with the draft minutes of the Annual Meeting on October 22, 2022 was mailed to the members of record on December 27, 2023, which provided that the purpose of this meeting was to reconvene the Annual Meeting and/or hold a Special Meeting to receive and count all votes on the 5 proposed amendments to the Declaration of Restrictions and Regulations, and to determine which of the proposed amendments have been approved by at least 51% of the total votes of the membership.

Bernie then asked Cary Frostick to confirm there was a quorum of Directors and a quorum of 1/10th of the total member votes. Cary confirmed that there was present at the meeting a quorum of both the Directors and a quorum of more than 1/10th of the total member votes.

A motion by the Board of Directors then passed to appoint Randy Frostick to serve as Chairman of the member meeting.

A motion to approve the draft Minutes of the October 22, 2022, Annual Meeting as presented was approved by all the members present, except for Suzanne who abstained because she was not present at that meeting.

Randy reported that the polls had remained open to receive ballots since the October Annual Meeting, and that the polls would be closed at this meeting after any new votes were cast. New ballots were requested, and, with no additional votes forthcoming, the polls were officially closed.

Cary reported that she had counted and confirmed all votes received.

With a requirement of at least 59 votes for passage, Randy summarized the total votes confirmed as to each of the proposed amendments as follows:

The change to the definition of "Lot" in Article I, Sec. 4 (re: lot consolidation) passed with 61 votes.

The deletion of the last sentence of Article IV, Sec. 1 (re: suspension for rules infractions) failed to pass, receiving only 53 votes.

The deletion of the opening line in the first sentence in Article V, Sec. 8 (re: technical amendment) passed with 61 votes.

The amendment of Article VIII, Sec. 3 (re: laundry lines) passed with 65 votes.

The addition of a new Section 10 to Article VIII (re: short term rentals) passed with 60 votes.

Suzanne then read her following statement and asked that it be included in the minutes:

"I am not sure of the legality of delaying a vote by 98 days, when quorum was met at the original October 22, 2022 meeting, if not enough votes have been received to pass the amendments recommended for passage by the HOA Board. According to the Code of Virginia, residents and property owners of Rivers Bend have 1 year to challenge changes to the amendments. I fear that proceeding in this manner sets a bad precedent for the future of the board and the HOA and opens the board and the HOA up to challenges."

Brief discussion followed concerning the voting at the annual and special member meetings being in accordance with the Declaration, the Bylaws, *Robert's Rules of Order*, and other membership voting which had previously amended the Declaration in the past.

The meeting was adjourned at 10:10 a.m.

Respectfully submitted by,

Cary Frostick, HOA Secretary