

VILLAGE FARMS HOMEOWNERS' ASSOCIATION

ANNUAL MEETING

APRIL 16, 2024

1. Meeting Called to order at 7:01 PM ET by Steve Castle, acting President

2. Introductions and Roll Call

Name:	Title:	Present	Absent
Steve Castle	President	X	
Richard Overfield	Vice President	X	
Westin Pigott	Treasurer	X	
Emily Baker	Secretary (on requested leave)		X
Patrick Moyer	Director, Common Grounds	X	
Karl Krukenberg	Director, Planning and Development	X	
Maggie Cordaro	Director, Social Events	X	
Matt LaPaglia	Director, Technology	X	
Ben Browning	Director, Lakes and Dams	X	
Randi Miles	Director, Recreation	X	
Tiffany Liss	Director, Communications	X	
Jeffrey Yardley	Member At-Large	X	

Name:	Title:	Present	Absent
Maureen Schriener	Contracted Property Manager	X	

3. Proof of the Annual Meeting Notice sent to Members – Mailer sent to every home in the neighborhood on March 14, 2024. President's monthly newsletter message for February, March and April 2024, also Provided meeting notice.

4. Call of roll and examination of proxies - As stated in the Revised and Restated Code of By-Laws of Village Farms, Inc. Article III Membership, Meetings and Voting Rights, pg. 4, dated April 21, 2017, "At any meeting of the membership, unless otherwise required by the Declaration or these Bylaws, the presence of Members, in person or by proxy, entitled to cast (10%) of the total number of valid and eligible Owner votes will make up a quorum." There are 782 homes in The Village Farms, therefore, a quorum is met when 78 homes are present or represented by proxy.

29 Members were present at the meeting

215 Members were represented by Proxy at the meeting

245 Total Members were represented

78 Members were needed for a Quorum, therefore a Quorum was represented at the 2024 Annual Meeting

5. Reading minutes of previous meeting – All agreed, and none opposed, to not read the minutes out loud. Motion made to approve the 2023 Annual Meeting Minutes by Jeff Yardley, seconded by Westin Piggott, all were in favor and None were opposed.

6. Annual Budget – Treasurer's Financial Report

7. Reports of officers and committees – No reports of individual Officers, Directors, or committee members were given. All information regarding meeting proceedings and the conducting of Board business throughout the year can be found in the monthly meeting minutes.

Communications – mentioned the resident directory to all in attendance.

Common Grounds – gave an update to the attendees that included in this year's budget is to clean up and clear out the lot 1621 E Greyhound Pass.

Lakes & Dams – Fish Survey will be completed at the end of May.

Planning & Development – City has communicated they will complete the construction of the bridge on the East side of Oak Ridge Rd. just north of Citation Rd.

8. Election of Board Members – Bylaws allow for up to 15 Directors to be on the Board of Directors.

No nominations for Board of Directors candidates were received prior to the start of the Annual Meeting. Motion made by Steve Castle to waive paper balloting, as allowed by the Bylaws, at this Annual Meeting and instead conduct the vote by voice. Motion made by Ben, seconded by Karl, all were in favor, none opposed.

The following current Directors confirm they would like to continue to serve on the Village Farms HOA Board of Directors:

1. Steve Castle
2. Westin Piggott
3. Richard Overfield
4. Patrick Moyer
5. Emily Baker
6. Matt LaPaglia
7. Tiffany Liss
8. Randi Miles
9. Maggie Cordaro
10. Ben Browning
11. Karl Krukenberg
12. Jeffery Yardly
13. Emily Baker

Westin Piggott nominated Dennis Ressler to join

Randi Miles nominated Michael Kuehl to join

Motion made by Westin Piggott to appoint Tiffany Liss to a 3-year term on the Board. Seconded by Matt LaPaglia, All in Favor, none opposed.

Motion made by Westin Piggott to appoint Randi Miles to a 3-year term on the Board. Seconded by Pat Moyer, All in Favor, none opposed.

Motion made by Westin Piggott to appoint Jeffrey Yardley to a 3-year term on the Board. Seconded by Pat Moyer, All in Favor, none opposed.

Motion made by Westin Piggott to appoint Dennis Ressler to a 3-year term on the Board. Seconded by Matt LaPaglia, All in Favor, none opposed.

Motion made by Westin Piggott to appoint Michael Kuehl to a 3-year term on the Board. Seconded by Matt LaPaglia, All in Favor, none opposed.

The Bylaws state Officer appointments are to be made at the next regular meeting. Area Director Positions will be appointed at the next regular meeting, after Officer positions are appointed.

- f. Unfinished business from 2023 Annual Meeting – There was no unfinished business from the 2023 Annual Meeting.

- g. New Business

Steve Baranyk – sewer drains not being kept clean. Asked the board to be more aggressive with requesting residents to keep their drains clean.

A Member asked if the HOA has insurance against a lawsuit payout. - The board answered that yes, the HOA carries a current insurance policy protecting the HOA Board and also each Director of the Board personally.

A Member asked if mediation is an option available to our board to avoid full lawsuit, and if not, could we amend our bylaws to allow it? - Steve noted that we would look into it and ask the HOA attorney.

- h. Annual meeting adjournment – Motion made to Adjourn the Annual Meeting by Westin Piggott, seconded by Jeffrey Yardley, all were in favor, and none were opposed.

6. Adjournment – Meeting Adjourned at 8:12 PM ET.