ASHCROFT NEIGHBORHOOD ASSOCIATION

SPECIAL MEMBERSHIP MEETING

September 15, 2022

6:30 p.m.

1. Call Meeting to Order at 6:33 pm.
2. Proof of Quorum. The Association has a total of 197 lot owners. In accordance with Section 4.05 of the Bylaws and Section 9.02 of the ANA Declaration, to meet the quorum at least 10% of the voting members must be present or represented. Further, to pass any changes to the Declaration, the change must be passed by
   1. Board members present: Bob Baumgartner, Jon Gardner, Rick Beyer, and Ted Miller
   2. Management company representative: Ryan Miller (not a voting Member)
   3. Other Association members present in-person: 24 including properties represented by Rick Beyer for RL Beyer Construction and Liberty Land
   4. Other Association members present via Zoom: 15
   5. Members represented by proxies: 13
   6. Total representation: 56

Based upon the Bylaws and Declaration, and considering there are 197 Ashcroft Neighbors Association lot owners, a minimum of 20 Members must be present/represented. The minimum 10% for a quorum is met.

1. Bob Baumgartner presented a PowerPoint Presentation regarding what is being considered and the proposed process for notification and appeal. He also noted that for any change to be made, a minimum of 2/3 of those represented must vote in favor of the change(s).
2. First proposed Declaration change discussion and vote - **To Amend the Declarations to Grant the Board the Authority to Assess Charges**

**Proposed Amendment 1 – Extent of Owners’ Easements –** Article IV, Section 4.03 of the Declaration shall be amended by adding a new subsection, subsection (l), to Article IV, Section 4.03 of the Declaration, so that the amended version of Article IV, Section 4.03(l) of the Declaration states, in its entirety, as follows (underline indicates new language; Strike-through indicates deleted language):

 Section 4.03. Extent of Owners’ Easements. The Owners’ easements of enjoyment of the Common Areas created hereby shall be subject to the following:

(l) The right of the Association to assess violation charges against any Owner for any violation of the Association’s Declaration, Bylaws, or rules and regulations for which such Owner or his family members, tenants, guests or other invitees are responsible up to the maximum allowed by law.

Motion to adopt the Declaration change made by Bob Baumgartner, seconded by Jon Gardiner

Vote results: 44 in favor, 8 opposed.

Based on a total of 56 Members represented, the vote is 78.6% in favor, **the motion passes**.

1. **Second proposed Declaration change discussion and vote – To Amend Declarations to Allow the Prevailing Party to Recover Attorney’s Fees in the Event of Litigation**

**Proposed Amendment 2 – Enforcement –** Article IX, Section 9.04 of the Declaration shall be amended so that the amended version of Article IX, Section 9.04 of the Declaration states, in its entirety, as follows (underline indicates new language; Strike-through indicates deleted language):

Section 9.04. Enforcement. The Association, any Owner, or the Developer shall have the right to enforce, by any proceeding at law or in equity, all restrictions, conditions, covenants, reservations, liens, and charges now or hereafter imposed by the provisions of this Declaration and any Supplementary Declarations. In any such proceeding, the prevailing party is entitled to recover its actual reasonable attorneys’ fees incurred, all costs expended in the matter, and interest on the judgment from the date the judgment is entered at the judgment rate of interest provided in the Code of Virginia. Failure to enforce any covenant or restriction herein contained shall in no event be deemed to a waiver of the right to do so thereafter.

During the discussion, there was concern expressed over the cost to an Association Member in the event they do not prevail in their suit against the Association and therefore are responsible to pay opposing attorney fees. This would be considered a potential significant burden and would act to keep members from pursuing disagreements over ARC violations. In light of this concern, a proposal was made to change the word “entitled” to “can request” in the Declaration change being proposed.

Motion to change the wording was made by Jackie Love-Baker, seconded by Jon Gardiner.

Vote results: 15 in favor, 35 opposed, **the motion does not pass**.

Given the motion to change the wording did not pass, a motion was made to pass the Declaration change as written was made by Bob Baumgartner, seconded by Jon Gardiner.

Vote results: 42 in favor, 10 opposed.

Based on a total of 56 Members represented, the vote is 75.0% in favor, **the motion passes**.

1. Bob Baumgartner thanks all for attending in-person and on-line.
2. The meeting adjourned at 7:56 pm.