

PEMBROOK WOODS HOMEOWNERS ASSOCIATION, INC.

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**ANNUAL MEETING NOTICE  
DATE CHANGE**

August 31, 2018

Dear Pembroke Woods Homeowner(s),

In Accordance with Article IV of the By-Laws, the 2018 Annual Meeting will be held **Tuesday October 9th, 2018, at the Emmitsburg Public Library, 300 South Seton Avenue, Emmitsburg, MD, starting at 6:00 pm.**

The purpose of the Annual Meeting is to review the past year's operations, discuss and approve the proposed 2019 Budget, elect Five Directors, and discuss other business as may properly come before the members.

There are currently Four (4) Members serving on the Board of Directors. Those members consist of Ed Brogden, Mike Hoffman, Jenni Joy, and Kendall Moore. The Directors serve a term of three (3) years; and 5 positions become available this year. Nominations will be taken from the floor during the Annual Meeting. Of the 5 Board positions, 2 of the elected Directors will serve a Three (3) year term; 2 a Two (2) year term; and 1 a One (1) year term.

To reach quorum, a total of **18** (25% of 70 lots) lot owners must be present in person and/or by proxy. If quorum is not achieved at the Annual Meeting scheduled on October 9, 2018, the meeting will be adjourned and reconvened on the same date by a majority of those present using the procedure authorized by Maryland Corporate Statute Section 5-206. In addition to this notice a legal notice as required by Section 5-206 will be published in the Frederick News Post on Saturday, September 22, 2018. The *procedure authorized by Article IV., Section 4.6 and 4.7 of the By-Laws states:* "If any meeting of members cannot be organized because a quorum has not attended, the members who are present, either in person or by proxy, may adjourn and reconvene the meeting in accordance with the provisions and requirements of Section 5-206 of the Corporations and Associations Article, Annotated Code of Maryland (1993 Repl. Vol.), as from time to time amended." "The members present thereat shall have the power to adjourn the meeting from time to time and call an additional meeting giving at least fifteen (15) days - notice. At the additional meeting, the members present in person or by proxy shall constitute a quorum." *The requirements of Section 5-206 are on the reverse side.*

This mailing includes: Agenda, 2019 Proposed Budget, 2017 Draft Annual Meeting Minutes, Proxy, and Copy of Section 5-206.

The Board and Manager look forward to seeing you at the Annual Meeting.

Sincerely,

**Elizabeth Betancourt**

Elizabeth Betancourt CMCA®, AMS®  
Community Manager

AFFP

PEMBROOK WOODS HOMEOWNERS

SEP 17 2018

**Affidavit of Publication**

STATE OF MARYLAND } SS  
COUNTY OF FREDERICK }

PEMBROOK WOODS HOMEOWNERS  
ASSOCIATION, INC.  
2018 ANNUAL  
MEETING NOTICE

Dawn Dayhoff, being duly sworn, says:

That she is Dawn Dayhoff of the The Frederick News-Post, a daily newspaper of general circulation, printed and published in Frederick, Frederick County, Maryland; that the publication, a copy of which is attached hereto, was published in the said newspaper on the following dates:

September 14, 2018

The Annual Meeting will be held Tuesday, October 9, 2018, at the Emmitsburg Public Library, 300 South Seton Avenue, Emmitsburg, starting at 6:00 pm. The purpose of the Annual Meeting is to review the past year's operations, approve the 2019 Proposed Budget, and discuss other business as may come before the members.

The Bylaws state the quorum requirement for the Annual Meetings is 18 (25% of 70 lots) lot owners present in person and/or by proxy. If quorum is not achieved at the Annual Meeting scheduled on October 9th., 2018, the meeting will be adjourned and reconvened on the same date invoking the procedure authorized by Section 5-206 of the Maryland Corporations and Associations Article as voted on by a majority of those present.

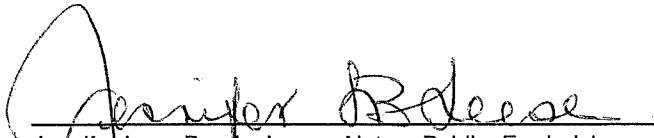
The members present in person or by proxy at the October 9th., 2018 Reconvened Annual Meeting shall constitute a quorum. A majority of the members present in person or by proxy may approve or authorize the proposed action at the additional meeting and may take any other action which could have been taken at the original meeting if a sufficient number of members had been present.

That said newspaper was regularly issued and circulated on those dates.

SIGNED:

  
Dawn Dayhoff

Subscribed to and sworn to me this 14th day of September 2018.

  
Jennifer Lynn Brooks Leese, Notary Public, Frederick County, Maryland

My commission expires: March 10, 2019

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Elizabeth Betancourt  
Clagett Management  
7540 N. Market Street  
Frederick, MD 21701

PEMBROOK WOODS HOMEOWNERS ASSOCIATION, INC.

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**Section 5-206 of the Maryland Corporation and Associations Article**  
**Insufficient number of members present at meeting**

**(a) Calling of additional meeting**

If the number of members present at a properly called meeting of the members of a nonstock corporation is insufficient to approve a proposed action, another meeting of the members may be called for the same purpose if:

- (1) The notice of the meeting stated that the procedure authorized by this section might be invoked; and
- (2) By majority vote, the members present in person or by proxy call for the additional meeting.

**(b) Notice of additional meeting**

Fifteen days notice of the time, place, and purpose of the additional meeting shall be given by advertisement in a newspaper published in the county where the principal office of the corporation is located. The notice shall contain the quorum and voting provisions of subsection (c) of this section.

**(c) Quorum and voting requirements at additional meeting**

At the additional meeting, the members present in person or by proxy constitute a quorum. A majority of the members present in person or by proxy may approve or authorize the proposed action at the additional meeting and may take any other action which could have been taken at the original meeting if a sufficient number of members had been present.