

VILLAGE FARMS HOMEOWNERS' ASSOCIATION

ANNUAL MEETING

APRIL 15, 2025

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 | |
| Westin Pigott | Vice President | x | |
| Dennis Ressler | Treasurer | x | |
| Ben Browning | Secretary | x | |
| Patrick Moyer | Director, Common Grounds | x | |
| Tiffany Liss | Director, Communications | x | |
| Karl Krukenberg | Director, Planning & Development | x | |
| Maggie Cordaro | Director, Social Events | x | |
| Matt LaPaglia | Director, Technology | | x |
| Richard Overfield | Director, Lakes & Dams | x | |
| Jeffrey Yardley | Member At-Large | x | |
| Mike Kuehl | Director, At-Large | x | |
| Emily Baker | Director, At-Large | x | |

| Name: | Title: | Present | Absent |
|--------------------------|------------------------------------|---------|--------|
| Maureen Schriener | Contracted Property Manager | x | |

3. Proof of the Annual Meeting Notice sent to Members – A mailer was sent to every home in the neighborhood on March 14, 2025. The President’s letter in the monthly newsletter messages for March and April 2025, emailed to all known residents, 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.

23 Members were present at the meeting

200 Members were represented by Proxy at the meeting

223 Total Members were represented

78 Members were needed for a Quorum, therefore a Quorum was represented at the 2025 Annual Meeting

5. Reading minutes of previous meeting – Ben Browning, Secretary, explained to all in attendance that the Bylaws state the previous meeting's minutes are to be read aloud but a motion would be made to not read the 2024 Annual Meeting Minutes out loud prior to a vote to accept them. Ken Lipitz asked if there was any new or unfinished business in the 2024 meeting minutes. Ben responded that there was no new business in the 2024 meeting minutes.

Ben Browning made a procedural request to all in attendance asking if anyone was opposed to not reading the 2024 annual meeting minutes out loud. None were opposed to not read the minutes out loud, therefore they were not.

A motion was made by Ben Browning to approve the 2024 Annual Meeting Minutes, the motion was seconded by Jeff Yardley, all were in favor, and None were opposed.

6. Annual Budget – Treasurer's Financial Report

Discussion was held regarding the availability of detailed financial information. The Treasurer communicated that all information is available to any Member of the association upon request. The Treasurer asked that a meeting be set to provide explanation and additional context around any specific expenses as well as to answer questions. It was agreed that a request for detailed financials form be added to the website so that Members can enter contact information then allowing the Treasurer to communicate with the Members of the neighborhood making the request. It was communicated to all in attendance that the Treasurer and anyone on the Board can be reached at any time by email.

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.

Emily Baker notified the Members she is resigning her position on the Board, effective at the conclusion of the meeting.

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

Motion made by Westin Pigott to waive paper balloting, as allowed by the Bylaws, at this Annual Meeting and instead conduct the vote by voice. Motion seconded by Ben Browning, All were in favor, None opposed.

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

1. Steve Castle
2. Richard Overfield
3. Tiffany Liss
4. Ben Browning
5. Karl Krukenberg

6. Jeffery Yardly
7. Dennis Ressler

Motion made by Ben Browning to elect Pat Moyer to a 3-year term on the Board. Seconded by Dennis Ressler. All Approved, None Opposed.

Motion made by Ben Browning to elect Ashley Fritts to a 3-year term on the Board. Seconded by Jeff Yardley. All Approved, None Opposed.

Motion made by Ben Browning to elect Michael Neal to a 3-year term on the Board. Seconded by Jeff Yardley. All Approved, None Opposed.

Motion made by Ben Browning to elect Alfredo Crespo to a 3-year term on the Board. Seconded by Jeff Yardley. All Approved, 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 2024 Annual Meeting – There was no unfinished business from the 2024 Annual Meeting.
- g. New Business – an update on the lawsuit was requested and provided.

Ken Lipitz advised the Board that his opinion is that it should be communicated to the HOA's attorney that this lawsuit should be resolved as quickly as possible.

Ken Lipitz wanted it known that his opinion is that Laredo Way should be repaved and should have been repaved by now. The Board made it known that it has no jurisdiction over the roadways in Village Farms and explained to those in attendance that the City of Westfield owns the ROW and is responsible for all maintenance, repairs, and replacement of pavement and curbing. The Board has communicated with the city at times in the past to bring attention to sections of roadways that seem to especially need maintenance, but the Board has no say over the City's repaving schedule.

Mike Kuehl notified the board he will be resigning his position on the Board effective at the conclusion of this meeting.

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

6. Adjournment – Meeting Adjourned at 8:45 PM ET.