

Dear Neighbor,

I am sending this email to the entire membership of the Tollgate Association because of the impending dues increase notice which we have received. As you will note below, the Association has failed to follow the required procedures in the Bylaws.

Background Information:

Tollgate's Bylaws

Article IX – Amendments

Any proposed amendment(s) to these Bylaws must be submitted in writing to the members of the Association at least 21 days before any annual or special meeting of the members. Such proposed amendment(s) shall be discussed at the aforementioned meeting of the members and shall be voted upon by the members of the association at any Annual or Special Meeting. The Annual or Special meeting shall be scheduled no earlier than 30 days following the initial meeting during which the proposed amendment(s) was discussed.

Such proposed amendment(s) must be signed by five members of the association and shall be read into the meeting by the Secretary.

A proposed amendment(s) shall be effective when approved by 20 (of 29) members, in person or by proxy, at any Annual or Special Meeting, **which meets the requirements described above**, and entitled to vote.

While Article VII, Section 1 mentions that dues may not be increased without a 2/3rds of the members' approval, this does not provide that that is all that must be accomplished. There is no provision for the superseding of Article IX's requirements for written notice at least 21 days in advance for the proposed amendment, an initial meeting, and an Annual or Special meeting no earlier than 30 days following the initial meeting.

The Annual meeting's minutes mention that Gary said that I objected to the lack of a **10** day notice. I never mentioned a ten-day notice, rather, I called Gary and referred him specifically to the Article IX procedures including the requirement for two meetings. In fact, notice of meetings generally only require a five-day advance notice as per Article IV, Section 4 of the Bylaws (although this notice **is** required to be by mail or in person.) I have also heard that the Board did not consider this an amendment to the Bylaws. Please note than Article VII, Section 2, states what the dues will be as of 2004 and is un-amended as of this date.

The Board of Directors may act on behalf of the Tollgate Association only in accordance with the Covenants and Bylaws.

If the Board, and or the members of the Tollgate Association, truly wish to change the annual dues, then I suggest that they follow the provisions in the Bylaws for doing so. Otherwise, they leave themselves and the Association open to liabilities and legal challenges.

Sincerely,
Matt Kahn
123 Tollgate Way