

KEYES FERRY ACRES MAINTENANCE ASSOCIATION, INC.

NOTICE OF ANNUAL MEETING

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**TO:** All Owners of Units in Keyes Ferry Acres  
Maintenance Association, Inc.

**MEETING DATE:** Sunday, November 8, 2020

**MEETING TIME:** 2 p.m.

**MEETING LOCATION:** Lions Club of Charles Town  
310 S. George Street, Ranson, WV 25438

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You are hereby notified pursuant to WV Code 31E-7-701 that the Annual Meeting of the Members of Keyes Acres Ferry Maintenance Association, Inc., shall occur at 2 p.m. on Sunday, November 8, 2020 at the Lions Club of Charles Town, 310 S. George Street, Ranson, WV 25438.

1. The corporation's governing documents require a 5-member Board of Directors with each Director serving a 2-year term.
2. The governing documents are the Declaration, Articles of Incorporation and Bylaws. The Articles of Incorporation defer the number of Directors to the Declaration and Bylaws. The Declaration provides that the Association have no fewer than five (5) Director positions as specified in the Bylaws, with each Director serving a 2-year staggered term.
3. 3 of the 5 current Director terms expire at the corporation's 2021 Annual Meeting and 2 of the current Director positions expire at the corporation's 2020 Meeting.

4. The Annual Meeting is called for the purpose of electing all Directors except the 3 current terms that expire at the corporation's 2021 Annual Meeting.

5. Candidates for Director positions may be nominated at, or before, the Annual Meeting. During the election, each Unit may cast 1 vote for each Director position to be filled. Any Unit Owner or designee of a Unit Owner that is not a natural person may be elected to the Board, provided, that: a) no two (2) directors shall serve simultaneously if their sole basis for membership in the Association is co-ownership of only one (1) Unit; and b) pursuant to WV Code 31E-8-830 and 831, all Units owned by the Director, or entity designating the Director, must be in Good Standing.

6. A Proxy form is attached for the Meeting. If you are unable to attend the Annual Meeting, you may use the Proxy to designate a person to attend the Meeting and cast the votes allocated to your Unit(s). In order for a Proxy to be valid, it must identify your Unit(s) (please state the total number of your Units subject of each Proxy), it must clearly state your name (as Unit Owner), it must be signed by you, and it must clearly state/identify the person you designate as your Proxy for the Meeting. If a Proxy omits any of the foregoing requirements, it may not count in the voting to occur.

Date: October 12, 2020

Keyes Ferry Acres Maintenance Association, Inc.,

By: E. W. Saled

Its: Secretary

**2020 ANNUAL MEETING PROXY - Keyes Ferry Acres Maintenance Association, Inc.**

I/We, the undersigned owner(s) of one or more Units in Keys Ferry Acres Subdivision, being part of the membership of Keyes Ferry Acres Maintenance Association, Inc., ("Association") by Order of the County Commission of Jefferson County, West Virginia, acting pursuant to WV Code § 31E-7-722, do hereby appoint the individual identified below to be my/our proxy agent ("Proxy Agent") and to cast all votes allocated to my/our Unit(s) with regard to all business to be conducted and all matters submitted to the members at the Annual Meeting of the membership, or any adjournments thereof, and in all consents to any actions taken at the Annual Meeting to be held at 2:00pm on Sunday, November 8, 2020 at The Lions Club of Charles Town, 310 S. George Street, Ranson, WV 25438. This appointment shall continue from this date until either revoked by me (or either of us if multiple signators) in writing, or if not revoked in writing, at midnight on November 8, 2020, at which time this Proxy and appointment shall be null and void without further action by the undersigned. During the time period that this Proxy shall remain in effect and enforceable, the Proxy Agent appointed hereunder shall have all of the powers that the undersigned may possess with respect to voting of membership interests in the Association which are allocated to the represented Units entitled to vote. The acts of the Proxy hereunder are ratified and confirmed to the extent that Proxy Agent shall do or cause to be done such acts by virtue of and within the limitations set forth in this Proxy.

I hereby revoke any and all proxies previously given by me with respect to the membership or ownership interest(s) subject of this Proxy but so far only as the same apply to the November 8, 2020 Annual Meeting. I hereby waive any procedural defects to notice or call of the above Annual Meeting and acknowledge notice of same prior to my execution hereof.

To the extent that this Proxy shall be executed and delivered by multiple members who collectively own undivided interests in one or more Units, the words used herein, regardless of the number and gender specifically used, shall be deemed and construed to include any other number, singular or plural, and any other gender, masculine, feminine, or neuter, as the context requires.

**INDIVIDUAL ACKNOWLEDGEMENT:**

Number of Unit/s Owned: \_\_\_\_\_

\_\_\_\_\_  
Unit Owner/s [Print Name]

\_\_\_\_\_  
Address

\_\_\_\_\_  
Signature of Unit Owner/s

\_\_\_\_\_  
Signature of Unit Owner/s

Date: \_\_\_\_\_

\_\_\_\_\_  
Proxy Agent Appointed

**CORPORATE OR ENTITY ACKNOWLEDGEMENT:**

Number of Unit/s Owned: \_\_\_\_\_

\_\_\_\_\_  
Unit Owner/s [Print Name]

\_\_\_\_\_  
Address

\_\_\_\_\_  
Proxy Agent Appointed

Its: \_\_\_\_\_  
(Signature and capacity of authorized representative)

By: \_\_\_\_\_

Date: \_\_\_\_\_

# Keyes Ferry Acres Maintenance Association

PO Box 269, Charles Town, WV 25414

October 12, 2020

To: KFA lot owners

From: The Board of Keyes Ferry Acres Maintenance Association, Inc. (KFAMA)

## Summary of 2020 Accomplishments and Budget Overview

**2020 Accomplishments.** Community road funds made major improvements possible this year: The three most extensive were Barbara Lane, grading and installing new culverts (cost - **\$10,180**). Cedar Hill Drive repair halfway realized: 70 tons of asphalt patching first half of road (cost - **\$10,000**). Renie Drive, improved runoff management by grading and adding culverts (cost – just over **\$16,000**). The mild winter allowed expanding the dedicated snow/emergency fund to **\$40,000**. Numerous additional road and common area projects will be reviewed at the Annual Community Meeting (announcement enclosed).

**2021 budget proposal overview.** See back of page for 2021 itemized budget. A summary overview:

**Expected 2021 expenses.** Predictable routine 2021 estimated costs fall into four main categories –

- Office and administrative costs (mailings, insurance, office expenses, etc.)	\$5463
- Mowing (15 times over 7 months)	\$7875
- Legal fees, if action is pursued to collect past owed annual dues	\$3500
- Scheduled payment for past roadwork completed	+ \$9000
<b>Sub-total</b>	<b>\$25,838</b>

**Emergency reserve for winter roads care.** The intention is to build toward a dedicated reserve of \$100,000. Mild weather this past winter made it possible to expand the reserve fund to **\$40,000**.

**Expected 2021 income.** 2021 income can be approximated by looking at 2020:

\$66,238 – approximate dues to be collected from Oak Meadow; LLC properties  
+ \$41,000 – approximate dues to be collected from all additional KFA property owners  
= **\$107,238** – approximate sum of 2021 funds to be collected  
- \$25,838 – deducting routine expenses  
- \$20,000 – and deducting the emergency fund, leaves a balance of—  
= **\$61,400** – estimated amount available to spend on 2021 care, maintenance and repair projects

**Arrange a payment plan!** For a limited time, legal action against those who owe has been deferred. This is because of challenging times brought by the Coronavirus, but can only be a temporary delay. Nearly 90 property owners owe, 57 of those dating to 2019. 2019 unpaid road fees equal **\$16,857**. Adding 2020 unpaid fees brings the total to **\$45,992**.

**Join those who have taken advantage of this interim to set up a manageable payment plan.** The best alternative to legal proceedings expected to start in 2021, is to establish a good faith effort to pay on a routine schedule that works for your budget.

**Video of meeting.** An attempt will be made to video the meeting, then post it on the website.

**2021 annual road fee proposal—**The proposed annual 2021 fee is unchanged from 2020: **\$175 per lot**.

KEYES FERRY ACRES MAINTENANCE ASSOCIATION  
2021 BUDGET

Lot Fees per year
Percent Increase

	Official Budget	Actual	Proposed Budget
	2020	1-1 to 9-30-20	2021
	\$ 175	\$ 175	\$ 175
	16.7%	0.0%	0.0%
	AMOUNT	AMOUNT	AMOUNT
	-		
Cash In:			
Cash Carryforward			
Prepayment for 2020			
Oak Meadows (Paid in full)	65,888	66,238	66,238
Lots owned by individuals	41,841	36,680	36,000
Income from Collection on suits/liens (Estimated)	7,000	-	5,000
Donation		475	
<b>Total Cash In</b>	<b>114,729</b>	<b>102,918</b>	<b>107,238</b>
Cash Out:			
Bank Charges & Fees	100	60	70
Tax Preparation	750	250	275
Legal Fees	3,500	-	3,500
Mowing	2,500	5,625	7,875
Office Supplies & Software	600	485	1,268
Post Office Expense (Mailings)	2,000	134	2,000
Liability Insurance	3,000	1,777	1,800
Taxes and Licenses	75	26	50
Road and drainage repairs, maintenance and upgrades	63,704	54,003	61,400
SES payment for work performed in 2019 @ \$750/month	9,000	9,000	9,000
<b>Sub-total Road Work Done</b>	<b>77,204</b>	<b>63,003</b>	<b>70,400</b>
Reserve for snow removal	20,000	20,000	20,000
Reserve Contingency Fund (\$5,000 desired)	5,000		
<b>Total Cash Out</b>	<b>114,729</b>	<b>91,360</b>	<b>107,238</b>
Bank balance end of year	-	11,558	-

JOHN WOMACK, TREASURER

Reserve for snow removal and other contingences	Amount
2019	20,000
2020	20,000
2021	20,000
<b>Total</b>	<b>60,000</b>

2020 Annual Meeting of KFAMA 2pm Sunday November 8<sup>th</sup>  
At Lions Club of Charles Town, 310 S George St, Ranson, WV 25438  
For KFAMA Members (KFA lot owners) and interested Community Members

## AGENDA

### 2pm Meeting Call to Order

- 1) **Welcome.** Reminder of physical distancing precautions – masks must be worn properly throughout meeting
- 2) **Sign-in and contact information necessary.** Distribute Agenda/paperwork as needed. Procedure for submitting questions. Near end of meeting, time reserved for public comment
- 3) **Introduce Board members**

**Treasurer's Report** – review of current financial report and 2021 proposed budget. 2021 road fee proposal - to remain same as 2020 fee

### Overview of 2020 accomplishments

- 1) **Administrative routines established** – monthly Board meetings; Minutes posted on [KFAMA.org](http://KFAMA.org) website; Vendor contracts established for mowing and snow removal; Initial rules and regulations published related to Common areas and roads
- 2) **2020 Common Area care** – routine mowing; roadside trimming along busiest roads; downed tree removal; concrete step added at cluster mailbox; signs posted - speed limit and 'No Trespassing'; ATV nuisance issues; river shoreline concerns
- 3) **Review of 2020 major road projects** – restoration or patching at Barbara Lane; Cedar Hill Dr; Renie Dr; Wagon Trail/Scarlett Oak; Sprouse Lane/Wagon Trail
- 4) **Index cards to report road issues** – request priority rating of future projects and where

### Election – Fill two expiring 2-year term Board positions

- 1) **Call for nominations** – owning a lot is sole qualification to be a candidate; bio or qualifications may be volunteered, cannot legally be requested; present Board members are candidates for re-election
- 2) **Proxies** – brief review of why proxy may be required and how votes will be tabulated
- 3) **Call for vote** – distribute ballots; time to mark and collect ballots; votes tallied by audience
- 4) **Bylaws amendment to expand size of Board** – reminder that ballots are available by request

### Encourage Community participation, vital role of volunteer contributions

- 1) **Public comment** – 60-second speaking limit to allow all to be heard
- 2) **Please report issues** – if we don't hear, we may not be aware; everyone pitching in makes a difference; please contribute ideas, constructive approach to problems; Thank you to those who generously provide volunteer labor and ideas
- 3) **Delinquent payments** – total nearly \$46,000; Legal action has been deferred, but temporarily

### Other final business?

At close of meeting, we'll collect index cards if you still have questions or comments.

Thank you very much for attending.

## What is the Proxy form for?

**Will an election be held at the Annual Meeting?** Yes, at the Annual Meeting there will be an election to fill two positions on the Board due to expire. Candidates for Director positions may be nominated at, or before, the Annual Meeting.

**Do I need a PROXY form?** If you attend the meeting in person, you do not need the PROXY form.

**If you cannot attend the meeting, but wish to vote:** If you wish to vote, but are not able to attend the Annual Meeting, you may use the Proxy to designate a person who will be present at the Meeting to act as your representative. Through the Proxy form, in your absence, your representative may cast a vote/s on your behalf according to the preference you have stipulated.

**How many votes am I allowed?** The number of votes you may cast are allocated according to the number of lot/s you own, referred to here as "Unit(s)." For every lot (Unit) you own, you are entitled to an equal number of vote/s. One lot = one vote; ten lots = ten votes, etc.

**To ensure that your Proxy form is valid:**

- **Identify your Units** - Your Unit(s) must be identified on the Proxy form (please state the total number of your Units)
- **Provide your name** - The Proxy must clearly state your name (as Unit Owner)
- **Signature** - The Proxy must be signed by you
- **Identify the person acting on your behalf** - The form must clearly state/identify the person you designate as your Proxy for the Meeting.
- **For your vote to count** - If a Proxy omits any of these requirements, it may not count in the voting to occur.

**Proxy options** – owing to Covid concerns, if you personally know of no one available to assign as a Proxy, keep in mind that it is an option to assign your Proxy to someone who is definitely expected to attend. That includes Emily McFarland, John Womack or other Board member. As your Proxy, they are obligated to vote according to your instructions.

***Your Proxy form may be submitted by your representative at the meeting.***

***You may also mail it before the meeting. Please post it no later than October 26, 2020.***

**If mailed, Mail to – KFAMA, P.O. Box 269, Charles Town, WV 25414.**