



NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
POPLAR HEIGHTS RECREATION ASSOCIATION, INCORPORATED

NOTICE IS HEREBY GIVEN to all shareholders of POPLAR HEIGHTS RECREATION ASSOCIATION, INCORPORATED, that:

- Pursuant to Article II, Section 1 of Poplar Heights Recreation Association's (PHRA) Bylaws, its annual meeting of shareholders shall be held Tuesday, November 27, 2018, at 7:30 pm at Shreveview Elementary School Library, 7525 Shreve Road, Falls Church, Virginia.
- This is the second notice of the PHRA's annual meeting and of the election of Board of Directors that will be held on the above date at the above time. There are seven (7) board seats up for election.
- The following individuals have declared their candidacy for the Board (an asterisk identifies an incumbent Board member):

Bill Bickel	Matt Borman *	Peter Gouvis	Sandy Kiersz	Shawn Kline *
Jonathan Lang	Dorothy Lange	Eric Maier	Cary Meltzer	Jim Nach
Megan Pawlowski	Cynthia Wilson *	Mark Weitz *		

Check www.poplarheights.org for statements from the candidates. The statements are also included in this mailing.

- Only those shareholders whose names are listed in PHRA's Stock Transfer Book and who have paid their 2018 season's annual dues or inactive fee as of seven days prior to the election may vote. The address label on this notice reflects the current Shareholder(s) of Record. If two persons are listed on the Stock Transfer Book as Shareholders of Record, only one may vote in any election or on any matter requiring a shareholder's vote.
- A Shareholder of Record or a family member of the Shareholder of Record who is over the age of 21 is eligible to become a director, but only after the Shareholder of Record has been a PHRA member for at least one full calendar year.
- Nominations may be made and/or candidacies may be declared up until the slate is closed immediately prior to the vote at the annual meeting.
- PHRA provides a proxy system so that Shareholders of Record who are eligible to vote, but who cannot attend the election, may participate in the annual meeting, the election of directors and the vote on any agenda item. This proxy system allows the shareholder to vote using an approved PHRA Proxy Form by either: (i) executing a General Proxy, where the shareholder designates a family member or another shareholder who is eligible to vote to cast a vote on their behalf at the meeting; or, (ii) executing a Specific Proxy, which is like an absentee ballot and the shareholder makes his or her own selection.
- PHRA's approved Proxy Form is attached with the declared candidates listed. If you are planning to participate in the annual meeting by executing a proxy form, please read the Proxy Form Instructions on the following page. If your proxy form does not comply with these instructions, your proxy form will be marked "void" by the Registrar.

Date: November 14, 2018

Dan O'Grady, Secretary