

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 in the Cafeteria at Shreveewood Elementary School, 7525 Shreve Road, Falls Church, Virginia.
- This is the First 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. All seven seats are for a two-year term. Please refer to the instructions below if you would like to run for a position on the Board.
- 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 – and original shareholder number. **(Please use this shareholder number when you vote.)** The name(s) of the Shareholder(s) of Record should be the same as the name(s) on the stock certificate, which all shareholders receive when they first become shareholders. If you have any questions about who should be listed as the Shareholder(s) of Record, you may contact the Registrar via email (registrar@poplarheights.org) or by regular mail (P.O. Box 355, Falls Church, VA 22040-0355).
- If two persons are listed on the Stock Transfer Book as Shareholders of Record, only one shareholder may vote in any election or on any matter requiring a shareholder's vote.
- PHRA provides a proxy system so that Shareholders of Record who are eligible to vote, but who cannot attend the annual meeting, may participate in 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.

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- The Second Notice of the annual meeting will include PHRA's approved Proxy Form and will be mailed to the Shareholders ten days prior to the election. The Second Notice will include the names of any known declared candidates and/or other agenda items and will also be posted on the PHRA website (www.poplarheights.org) along with any candidate statements.
- 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 member of the PHRA for at least one full calendar year.
- If you are eligible and wish to run for a position on the Board, you must contact the Secretary, Dan O'Grady, at secretary@poplarheights.org -- please copy the President, Shari Kane, at president@poplarheights.org -- to express your intention to run by **Friday, November 9**, for your name to appear on the approved Proxy Form and official Ballot.
- Write-in nominations may be made and/or candidacies may be declared up until the President or his/her designee closes the slate immediately prior to the vote at the annual meeting.
- Candidates for the Board should also submit a brief statement (no more than a paragraph) to the Secretary along with their notice of intention to run, for posting on the PHRA website (www.poplarheights.org) and for inclusion in the material provided with the official Ballot. Candidates should consider offering their views on any issue affecting the facility, membership and association.
- Specific proposals for known and approved agenda items will be announced with the Second Notice of the annual meeting. If you would like to add an item to the agenda you should contact the Secretary, Dan O'Grady, before **Friday, November 9, 2018**, so your item can appear in the Second Notice of Annual Meeting.
- The President or his/her designee will also call for other agenda items from the floor. Those items raised from the floor will not appear on the approved Proxy Form.

Date: October 26, 2018

Dan O'Grady, Secretary