

**NOTICE OF  
SPECIAL MEETING OF THE MEMBERS  
OF VALLEY IMPROVEMENT ASSOCIATION, INC.**

Notice is hereby given, pursuant to the provisions of the Amended Bylaws of Valley Improvement Association, Inc., that a Special Meeting of the Members of VIA will be held on July 23, 2021 at 10:00 AM at:

Valley Improvement Association Office  
386 W Rio Communities Blvd.  
Rio Communities, NM 87002  
at 10:00 AM on Friday, July 23, 2021

**PERSONAL ATTENDANCE REQUIRES A MASK**

**PARTICIPATION IS ALSO PERMITTED THROUGH A ZOOM MEETING**

Valley Improvement Association, Inc. is inviting you to a scheduled Zoom meeting.

Topic: VIA Special Meeting of the Members  
Time: Jul 23, 2021 10:00 AM Mountain Time (US and Canada)

Join Zoom Meeting

<https://us02web.zoom.us/j/82480643463?pwd=T1lzbzRWeDhRYnZqVHN0d3BPNXAzQT09>

Meeting ID: 824 8064 3463

Passcode: 374241

One tap mobile

+12532158782,,82480643463#,,,,\*374241# US (Tacoma)

+13462487799,,82480643463#,,,,\*374241# US (Houston)

Dial by your location

+1 253 215 8782 US (Tacoma)

+1 346 248 7799 US (Houston)

+1 669 900 6833 US (San Jose)

+1 301 715 8592 US (Washington DC)

+1 312 626 6799 US (Chicago)

+1 929 205 6099 US (New York)

Meeting ID: 824 8064 3463

Passcode: 374241

Find your local number: <https://us02web.zoom.us/u/kelsl9uqib>

Agenda Topics

The following business will be transacted:

1. Presentation of ineligible voting members
2. Discussion surrounding the financial implications of insufficient assessment collection on VIA's ability to provide services to its members.
3. Specific actions regarding possible dissolution of Valley Improvement Association, Inc.
4. Transactions of such other business as may properly come before the meeting.

Member and Voting Rights

Pursuant to VIA's Restated Articles of Incorporation, Article V and VIA's Bylaws, Article III and Chapter 47, Article 16 NMSA 1978, more commonly known as the "Homeowner Association Act", a Member of VIA shall be a lot owner *that also has an obligation to pay any mandatory payment of money imposed by any declarations or*

*applicable covenants.* Those lot owners who are not subject to an annual assessment charge by VIA are not members.

Therefore, those lot owners who have an ongoing assessment charge to VIA, either through an indenture, a declaration, or other covenant (such as a personal covenant under a Deed) and are current in their payment of assessment charges to VIA are members and are entitled to vote in the upcoming Special Meeting of Members. Those who are subject to an annual assessment but are delinquent in their assessment payment to VIA, are not eligible to vote either in person or in proxy in the upcoming Special Election.

VIA's Board of Directors, at a Special Meeting of the Board held on June 22, 2021, took action to suspend the voting rights of those members who are subject to an annual assessment but are in default as to that assessment. As of June 30, 2021, there were approximately 296 members in good standing of VIA eligible to cast votes as of June 30, 2021.

Those Members in good standing shall be entitled to one (1) vote for each lot or living unit in which they hold the interest required for membership, as defined in the Restated Articles of Incorporation, as shown by VIA records as of June 30, 2021.

Proxy and Ballot

Members in good standing received a Proxy Instruction Statement, a Proxy, and a Ballot with their notice. It was requested to execute the Proxy and Ballot and forward it to the Secretary of the Association, P.O. Box 8, Belen, New Mexico, 87002, without delay so that your vote may be cast at the meeting.

A handwritten signature in cursive script that reads "Teresa L. Scott".

July 7, 2021

Teresa Scott, Secretary