

Wyndchase Homeowners Association Meeting

The Barn at Fellowship Bible Church

July 17, 2018 @ 7:00 P.M.

7:10 The Wyndchase HOA met with 71 lots being represented either in person or by proxy. President, George Gompf, having distributed a copy of the agenda, (copy attached), called the meeting to order stating the purpose of the meeting which was (1) to have two attorneys, (one chosen by the Board to speak in support of incorporation and one chosen by an association member to speak his opinion of incorporating) as well as electing new officers for the board.

7:20 Upon introduction of Mr. Adam Crider from the neighborhood and Mr. Wayne Mink from Memphis were present to explain the advantages and disadvantages of incorporating. Vote will be taken at 8:00.

The meeting was opened to questions from the attendees on incorporation of the Homeowners Association.

One member questioned incorporating before bi-laws. Mr. Mink said there is no problem of incorporating without bi-laws as the state governs how a corporation is run and that usually the board can establish bi-laws to fill in between laws required by the state. Bi-laws can be adopted by the membership or by the board.

Adam Crider of the lawfirm Rainey, Kizer, Reviere & Bell, is a Wyndchase resident, stated he did not disagree that bi-laws should be adopted at some point. Gives more structure although not a requirement. But it is wise to do it.

Why incorporate without bi-laws?

What are we gaining individually as homeowners by incorporating?

Mr. Crider stated he doesn't want to be personally sued – if a worker should sue and it is a risk that we all share is to limit our exposure to the HOA without being incorporated.

Negative issues to incorporating: Some initial cost \$100.00 to the state and initial startup cost of an attorney and an annual \$20.00 fee and file form 1128. But cost not significant.

Mr. Mink - the main issue is liability. The association does not exist and if anyone should be liable, it is the homeowners. Mr. Mink stated he would not serve on any board if it were not incorporated.

What is general percentage of HOA s are incorporated. Mr. Crider stated Wyndchase is the only one that is not. Mr. Crider said he represents no developments that are not incorporated.

President George Gompf stated that in 2006 at the first meeting of the Wyndchase HOA held by the developer at the University School of Jackson, bi-laws and incorporation was discussed but it was discovered two years ago that it was never pursued and we were not incorporated.

After the question, has any HOA been sued, Mr. Crider stated he has one that has been involved in a lawsuit that has been ongoing for 3 years.

Mr. Mink not in favor of litigation but has thirty in litigation and has won at all levels including the Federal Court of Appeals.

Why not have bi-laws prior to incorporation?

Mr. Crider stated they form corporations and LLCs all time and will do incorporation and charter weeks before bi-laws.

Sheds people were told they must remove existing sheds. Why not enforce ALL covenants?

Objection: Point of order because that's not on the agenda.

Adam: He and Mr. Mink are here to discuss incorporating. Issues in the past should not be open to discuss.

Mr. Mink: Covenants are written by the developer and that's okay, but the problem is when the developer sells out we are left

If you don't like covenants, they can be changed but it just has to be done the right way.

How does quorum relate to proxys:

People can give someone a proxy. You can attend either in person or by proxy. 10% can be represented by proxy as established by the state.

First: If you incorporate, does that cover past actions of officers and what is the effect on future actions.

Mink: From incorporation forward, if the state stamps at 5:00 today, they are covered tomorrow. If reasonable business judgment – it's hard to impose judgment on a director.

In this case, the developer filed different covenants on each section and if we wanted to get them all the same, we would need 80% vote from each phase. It HAS been done and is possible.

By voting for incorporation does it signify we are we accepting covenants?

Mink: No, it is only changing the way the association exists.

Does incorporating change the power the board has?

TN states what the powers the board has and doesn't have. Power moves from membership to the board. It can be changed by either running for the board or voting for replacement.

Can we as incorporated association buy insurance to cover the liability gap?

They only insure to the extent the insurance will cover.

It has happened that it doesn't cover.

If the HOA becomes incorporated, what liability does the HOA have? None.
Mr. Crider stated he is a believer in insurance and to incorporate is another form of insurance.

8:15 Motion was made by Steve Elkins to move up election of board before a vote on incorporating;
Seconded by Karen Skelton
After discussion, a vote was taken:
For: 55
Against: 14

8:20 Nomination of Board Members:
Steve Elkins nominated: Jamie Vaughn
Seconded: Karen Skelton
Ron Kirts nominated: Troy Nelson
Seconded: Ron Perkins
Jeremy Wilkerson nominated: Karen Skelton
Seconded: Phil Bryant
Stephanie Riley nominated: Lopez Hagan
Seconded: Karen Skelton
Tracy Walker nominated: Helen Jones
Seconded: James Glass

Motion was made by Phil Bryant to accept the nominations by acclamation.
Seconded: Marco Laser
Vote taken:
For: 49
Against: 25
Motion carried.

8:30 Motion was made by Phil Bryant to incorporate based on advice of attorneys.
Seconded: Steve Elkins
After discussion, vote was taken.
For: 55
Against: 14
Motion carried.

9:00 Motion made by Steve Elkins that the meeting adjourn.
Seconded: Phil Bryant
Unanimous vote to adjourn.

President George Gompf stated he would write a letter for the new board to give the bank for transfer of account usage.

Respectfully submitted,

Martha Underwood, Secretary

Wyndchase Homeowners Association

P. O. Box 11551
JACKSON, TN 38308
wyndchasehoa@gmail.com

July 7, 2018

Agenda for Board Election / Incorporation meeting

7:00 – Call to order and comments on the meeting

7:10 – Introduction of Adam Crider and Wayne Mink

7:20 – Open questions from the attendees on incorporation of the Homeowners Association

8:00 – Call for vote on Incorporation (providing there are a minimum of 30 homeowners represented, including proxy votes)

8:15 – Nomination of Board Members

8:20 – Nominees may make a brief statement. Open questions for nominees and

8:30 - Vote on open positions on the Wyndchase Homeowners Association or BOD for Incorporated Body.

President

Vice President

Secretary

Treasurer

Member at Large

9:00 – Meeting concluded

George Gompf

Acting President, Wyndchase HOA

Wyndchase Homeowners Association

P. O. Box 11551
 JACKSON, TN 38308
wyndchasehoa@gmail.com

Wyndchase HOA Meeting Roster

Date: July 17, 2018

	Address	Name	Attendance by Proxy
1	20 Bellcrest Cv	George Gompf	<input type="checkbox"/>
2	25 Hollinsworth Cv	George Gompf	<input checked="" type="checkbox"/>
3	17 Hollinsworth Cv	George Gompf	<input checked="" type="checkbox"/>
4	51 Cross Pointe Drive	Martha Underwood	<input type="checkbox"/>
5	16 Grovemont Cv	Ron Perkins	<input type="checkbox"/>
6	15 Grovemont Cv	Ron Perkins	<input type="checkbox"/>
7	8 Grovemont Cv	Sharon Spraggins	<input type="checkbox"/>
8	27 WYNDCHASE DR	JAMES GLASS	<input type="checkbox"/>
9	11 Wyndchase Dr.	Tracie A. Walker	<input type="checkbox"/>
10	108 Greendale DR	TIMMY WILLIAMS	<input type="checkbox"/>
11	148 Greendale Dr.	Jim Brady	<input type="checkbox"/>
12	221 Greendale Dr.	Karen Skelton	<input type="checkbox"/>
13	49 Hollinsworth	Karen Skelton	<input checked="" type="checkbox"/>
14	149 Wyndchase	Karen Skelton	<input checked="" type="checkbox"/>
15	103 Wyndchase	Karen Skelton	<input checked="" type="checkbox"/>
16	207 Greendale Dr	Karen Skelton	<input checked="" type="checkbox"/>
17	100 Nottingham	Karen Skelton	<input checked="" type="checkbox"/>
18	15 Dawenport	Karen Skelton	<input checked="" type="checkbox"/>
19	127 Wyndchase	Phil Bryant	<input checked="" type="checkbox"/>
20	40 Darlington Cove	Phil Bryant	<input type="checkbox"/>
	27 Moss Branch Cv.	Phil Bryant	<input checked="" type="checkbox"/>
	56 Darlington Cv.	Phil Bryant	<input checked="" type="checkbox"/>
	25 Kerick Cove	Phil Bryant	<input checked="" type="checkbox"/>

21	103 Greendale Dr	Glenn + Susan Fore	<input type="checkbox"/>
22	95 Greendale Dr.	Leah Thorpe	<input type="checkbox"/>
23	34 Keswick CV.	Mary Norville	<input type="checkbox"/>
24	41 Cheddleton Dr	Jennifer Curtin	<input type="checkbox"/>
25	39 Grovemont CV	Rob Kutz	<input type="checkbox"/>
26	47 Grovemont CV	Rob Kutz	<input checked="" type="checkbox"/>
27	51 Darlington CV	Rob Kutz	<input checked="" type="checkbox"/>
28	49 Stornaway Drive	David Kuhl	<input type="checkbox"/>
29	24 Grovemont CV	Troy Nels	<input checked="" type="checkbox"/>
30	31 Grovemont CV	Troy Nels	<input checked="" type="checkbox"/>
31	23 Grovemont CV	Troy Nels	<input checked="" type="checkbox"/>
32	44 Greendale	Stede Elvir	<input type="checkbox"/>
33	58 Morning Grove Dr.	Joseph Bursey	<input type="checkbox"/>
34	119 Greendale Dr	Jamie Vaughn	<input type="checkbox"/>
35	34 AVONDALE CV	ZACH LOVELACE	<input type="checkbox"/>
36	357 Stornaway Dr	Misty Yarbro	<input type="checkbox"/>
37	32 Grovemont CV	Preston Yowell	<input type="checkbox"/>
38	203 Stornaway Dr.	Adam C. C- da	<input type="checkbox"/>
39	84 Nottingham	Laura Williams	<input type="checkbox"/>
40	60 (ROSS) POINTE DR	Benjamin Goetz	<input type="checkbox"/>
41	65 MOSS BLANCH	Blue Lan	<input type="checkbox"/>
42	190 Greendale Dr	Brian + Pam Hays	<input type="checkbox"/>
43	48 Grovemont CV	Henry Ferris	<input type="checkbox"/>
44	20 Cross Pointe Dr	Jenny Taylor	<input checked="" type="checkbox"/>
45	Thomas Hatchett	Helen A. P. Jones	<input type="checkbox"/>
46	7 Moss Branch CV	18 Moss Branch Cove	<input type="checkbox"/>

47	Polly Callis	127 Stornaway Drive	<input type="checkbox"/>
48	Clay Fowler	280 Stornaway	<input type="checkbox"/>
49	MANNY CAMEAN	341 STORAWAY	<input type="checkbox"/>
50	DAVID KLYN	52 CROSS POINTE DR	<input type="checkbox"/>
51	TONY CIUCLU	29 NOTTINGHAM DR	<input type="checkbox"/>
52	JOHN BYLER	39 DAVENPORT CV	<input type="checkbox"/>
53	KEN SCHREINER	80 STORAWAY DR.	<input type="checkbox"/>
54	Brad Keltner	28 Greendale Dr.	<input type="checkbox"/>
55	Jason Schultz	73 Stornaway Dr	<input type="checkbox"/>
56	MIKE FARRIS	100 GREENDALE DR	<input type="checkbox"/>
57	JESSICA SALONUS	48 DARLINGTON	<input type="checkbox"/>
58	Bob Allen	222 Greendale Drive	<input type="checkbox"/>
59	Jeremy Wilkerson	174 Green dale Drive	<input type="checkbox"/>
60	Steven Elsworth	296 Stornaway	<input type="checkbox"/>
61	Phillip Wright	119 WYNDOCHASE	<input type="checkbox"/>
62	DAVE WOODS	107 WYNDOCHASE	<input type="checkbox"/>
63	Barbara Mansfield	57 Stornaway Dr	<input type="checkbox"/>
64	Debra Duffy	48 Hollisworth Cove	<input type="checkbox"/>
65	Kim Hoeldtke	119 Stornaway Dr.	<input type="checkbox"/>
66			<input type="checkbox"/>
67			<input type="checkbox"/>
68			<input type="checkbox"/>
69			<input type="checkbox"/>
70			<input type="checkbox"/>
71			<input type="checkbox"/>
72			<input type="checkbox"/>

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 20 Cross Pointe Drive, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Henry Fonville of 48 Grovemont Cove, Jackson TN 38305 as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

Jimmy Taylor Jimmy Taylor

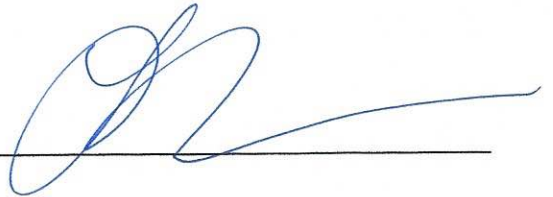
Nancy Taylor Nancy Taylor

Dated: 7-16-18, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of Laura A. Williams, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Adam Crider, of _____, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.



Dated: June 20, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 56 Darlington Cv, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) _____, of _____, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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Robert H Lewis

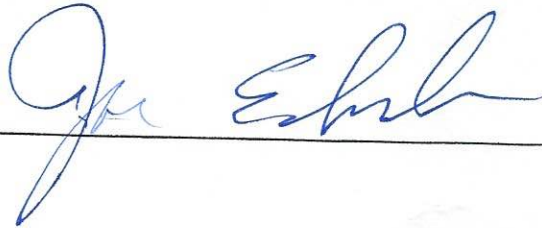
Trace Lewis

Dated: 7/17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 23 KESWICK COVE, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Phil Bryant of 40 DAN LINDSEY DR his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.



Dated: 7-16, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 27 Moss Branch Cove, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Phil Brown of 40 Parkview Ln. as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

Kim Melton
Ben Sweet

Dated: 7-17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 127 Wyndchase Dr Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Wilson B. Croom of 40 Danling Dr as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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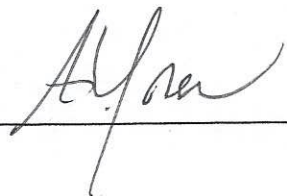
Wilson B Croom

Dated: 7-17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of ^{51 Darlington Cove} Ashley Jones, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Bob Kirts, of 39 Grovemont CV, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.



Dated: 7-17-, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 47 Grovemont Cove, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Rob Kirks, of 39 Grovemont, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

Edgar Willis

Dated: 7-17-18, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 23 GROVEMONT COVE, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) TROY NELSON, of 24 GROVEMONT COVE, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

ARTHUR G. VIVEROS



Dated: 7/10/2018, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 31 Grovenmont Cove
Saurabh Sachan, Jackson, Tennessee 38305,
a member/members of Wyndchase Homeowners Association, a Tennessee non-profit
corporation (the "Association") hereby appoint(s) Troy Nelson, of 24 Grovenmont W, as
his/her proxy to represent them to vote in their stead at the meeting of the members of the
Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if
I/we were personally present, such proxy being directed to vote in accordance with his/her best
judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which
come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

Saurabh Sachan

Amit Sachan

Dated: July 17th, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 17 Hollinsworth Cove, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) George Goff of Wyndchase, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

We vote to incorporate the HOA.

Carolyn M. Stewart

Carolyn M. Stewart

Dated: JUNE 24, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 25 Hollinsworth Cove, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) George Longf of Wyndchase, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.

*I vote for
incorporation
of HOA.*

Carol Renee Long

Dated: 6-28, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 149 Wyndchase Dr., Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Karen Skelton of 7/15/18, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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Carmela R. Keen


Joey Keen

Dated: 7/15/18, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 63 Wynchase
~~Kerron Strickland~~, Jackson, Tennessee 38305,
a member/members of Wyndchase Homeowners Association, a Tennessee non-profit
corporation (the "Association") hereby appoint(s) Karen Skelton of Wynchase as
his/her proxy to represent them to vote in their stead at the meeting of the members of the
Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if
I/we were personally present, such proxy being directed to vote in accordance with his/her best
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come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.



Dated: July 17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 207 Memdale, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Karen Skelton, of Wyndchase as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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James M. Allen

Dated: July 17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 100 Nottingham Dr, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Karen Skeehan, of Wyndchase, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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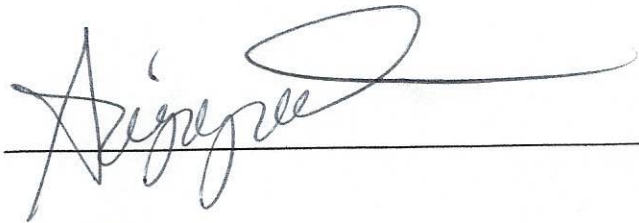


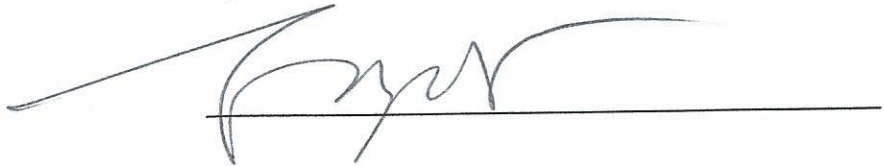
Dated: July 17, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 15 DALENPORT COVE, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) KAREN SKELTON of 21 GREENDALE DR., as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

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Dated: JULY 16, 2018

PROXY – WYNDCHASE HOMEOWNERS ASSOCIATION

The undersigned Owner(s) of 49 Hollinsworth Cove, Jackson, Tennessee 38305, a member/members of Wyndchase Homeowners Association, a Tennessee non-profit corporation (the "Association") hereby appoint(s) Karen Skelton of Wyndchase, as his/her proxy to represent them to vote in their stead at the meeting of the members of the Association to be held on July 17, 2018 at 7:00 PM with full power to vote and act for me/us as if I/we were personally present, such proxy being directed to vote in accordance with his/her best judgement on HOA Incorporation, HOA BOD Member Elections, and all other matters which come before the members at said meeting on July 17, 2018.

This proxy form is limited to 30 days from date of signature and one meeting.



A handwritten signature in blue ink, appearing to read 'Karen Skelton', is written over a horizontal line. The signature is enclosed in a large, hand-drawn blue oval.

Dated: 7.13, 2018

July 13, 2018