

Candlelight Village Owner's Association, Inc

Special HOA Meeting & Vote

The Special HOA Meeting is scheduled for November 18, 2015 at 6:30 pm at 404 D University Drive E, in College Station, Texas 77840, Century 21, Beal office.

Candlelight Village Homeowners;

Candlelight Village Owner's Association Board is requesting a special HOA meeting to vote to merge two Candlelight Village Homeowner's Associations. The original Candlelight HOA was formed around 1982 and sometime after that was not renewed by the HOA. Another Candlelight HOA was formed in 2004. A problem has arisen from these past actions. The By-Laws and Declarations are attached to the original HOA formed in 1982 and were not transferred to the 2004 HOA. The IRS recognizes the 2004 Candlelight HOA and all the taxes from 2004-2014 have been paid to the HOA formed in 2004, which has no By-Laws or Declarations attached to it. So, our attorney has a plan to merge the two entities, but to do this, we will need the owner's to approve or disapprove this merger.

Since, I have probably totally confused you, below is a better explanation from our attorney on why we need to have this SPECIAL MEETING.

There are two existing entities - Candlelight Village Homeowner's Association and Candlelight Homeowner's Association. We need to merge the two entities into Candlelight Village Homeowner's Association and use the taxpayer identification number for Candlelight Homeowner's Association. The reason being is we want to keep in existence the HOA originally created by the Declaration, however because no tax returns have been filed under this entity we do not want to risk the chance that the HOA will have to pay penalty and interests in the future for not filing tax returns. The later filed entity is current with the tax returns so we will use that tax id number.

In order to accomplish this action, the Texas Business Organization Code 22.164(b)(2) requires the members to approve the plan of merger by at least two-thirds of the votes of members present at the meeting at which the action is submitted for a vote. Therefore, a special meeting needs to be called to approve the merger of the entities. The president may call a special meeting as directed by resolution of the Board of Directors. Notice of the special meeting must be given with at least 10 days' notice by mail of the time and place of the meeting. In reviewing the bylaws, it does state that a quorum is 51% of the owners and this includes both those present and proxies.

If you cannot attend the Special HOA Meeting, enclosed you will find a form to vote for or against the merger of these two entities. Please return the ballot in the enclosed self-addressed envelope or you may fax it to 979-764-0508 or email to terryt@century21bcs.com. The deadline to submit your vote by mail, fax or email is 5:30 pm, November 18, 2015. The Special HOA Meeting is scheduled for November 18, 2015 at 6:30 pm at 404 D University Drive E, in College Station, Texas 77840, Century 21, Beal office.