

G. Vincent Tese
717.237.6085
gtese@eckertseamans.com

July 7, 2023

*Via USPS Certified Mail
7020 1810 0001 2028 5614 and
and United States First-Class Mail*

Board of Directors
Silver Lake Community Association, Inc.
P. O. Box 438
Lewisberry, PA 17339

**Re: Demand to Rescind the June 3, 2023 Amendments to Silver Lake Community
Association Bylaws and 2023 Annual Meeting Election of Officers**

Dear Members of the Board:

Scott Webb, a Member of the Silver Lake Community Association ("SLCA"), has retained Eckert, Seamans, Cherin and Mellott, LLC in connection with the above-referenced matter, and by this letter demands the immediate rescission of the June 3, 2023 amendments to the SLCA Bylaws and removal of all "Voluntary Members" of the SLCA, as defined by the Proposed Amendments to the SLCA Bylaws dated May 16, 2023, as well as the 2023 Annual Meeting Election of Directors.

It has come to our attention that during the voting process for the Proposed Amendments of the SLCA Bylaws of June 2023 and the Election of Directors, votes from non-Members, and Members that were likely not in good standing were included in the final count. Specifically, votes from Tom Imblum, Mary Alice Roberge, and Sarah Hedin were counted, despite Tom Imblum's status as non-Member at the time of the vote and Mary Alice Roberge and Sarah Hedin as members not in good standing. Further, it has also come to our attention that the Board voted to add the above-referenced non-Member, along with Carol Werning, as Voluntary Members, despite there being no such category of membership in the existing Bylaws at the time of the Board vote. Finally, our initial research indicates that the Board changed the Bylaws that previously were "one vote per member in good standing" improperly to "one vote per member per tax parcel," without a vote by the Members. These actions by the Board are in direct violation of the SLCA Bylaws, which clearly state that "[e]ach Member in good standing shall have but one vote," and the common law of the Commonwealth, which provides "[p]rovisions

affecting property or contractual rights cannot be repealed or altered without the consent of the parties whose interests are thereby impaired.”¹

The inclusion of these votes has not only skewed the final count but has also reduced the existing dues-paying Members’ voting power, and undermined the integrity of the voting process. The final vote count falls short of the two-thirds majority required to pass the Bylaws.

We demand that the SLCA Board of Directors immediately rescind any amendments to the Bylaws that were passed with the inclusion of these ineligible votes and refrain from entering into membership agreements with the public. We also request that a new vote be held, ensuring that only eligible members are allowed to participate in the voting process.

Failure to comply with this demand could result in legal action being taken against the SLCA and its Board of Directors. We hope that it will not come to this and that you will take the necessary steps to rectify this situation. However, let this letter serve as written notice that the Board and the SLCA must preserve all documents (electronic AND paper) related to the meetings and votes that led up to the June Annual Meeting and the changes to the SLCA Bylaws.

We look forward to your prompt attention to this matter. Please respond in writing within 14 days of receiving this letter, outlining the steps you will take to comply with our demand.

Very truly yours,



G. Vincent Tese

Enclosures:

1. June 3, 2023 amendments to the SLCA
2. Meeting Minutes of March Board Meeting
3. Meeting Minutes of May Board Meeting

¹ See *Schaad v. Hotel Easton Co.*, 369 Pa. 486, 492 (1952); See also *Huddleson v. Lake Watawgu Prop. Owners Ass’n*, 76 A.3d 68, 72-73 (Pa. Cmwlth. 2013) (holding *Schaad* applies to non-profit homeowner’s associations); and see *Kelso Woods Ass’n, Inc. v. Swanson*, 753 A.2d 894 (Pa. Cmwlth. 2000) (affirming trial court ruling that the right to vote is a property right).