



**Corrotoman By The Bay Association**

P.O. Box 99, Mollusk, VA 22517

[www.corrotomanbythebay.org](http://www.corrotomanbythebay.org)

15 May 2021

From: Board of Directors of Corrotoman-By-The-Bay-Association

To: Community Members of Corrotoman By the Bay

Subj: REVIEW OF THE PROPER PROCEDURES FOR ASSOCIATION ANNUAL MEETING AND VOTING

Ref: (a) Virginia Non-Stock Corporation Act

(b) Virginia Property Owners' Association Act

(c) CBTB Declaration, Articles of Incorporation and By Laws

Encl: (1) Board Approved 2021 Ballot Form

(2) Board Approved Official Proxy Form

Members,

It has come to the attention of the Board that one of the current candidates on the ballot for this year's election of members to the Board, Mr. Carl Failmezger, has forwarded a letter to "some" members of the community in an effort to garner additional votes.

The Board feels the need to set the record straight for the community with regard to several inaccurate claims and statements that Mr. Failmezger cites in his correspondence:

1. He criticizes the current's Board's hiring of SENTRY Management for the performance of professional financial management services. Those services are to ensure that the Association's financial records are managed and maintained in accordance with best practices and the law. Mr. Failmezger has claimed that SENTRY was hired pursuant to an unfavorable contract, costing the Association \$20,000. This criticism is misplaced and not supported by the association's financial records, which are included in the monthly Treasurer's report included in the monthly Board Member minutes and posted on our website.  
<http://www.corrotomanbythebay.org/>
2. He further erroneously claimed that the Association failed to timely effect the filing of memoranda of liens with respect to delinquent assessments, thus making approximately "\$9,000 [of] annual debts effectively uncollectable." His claim is not accurate because the Association has the legal right to pursue lawsuits against delinquent owners. The Association is presently pursuing the collections process against the applicable delinquent owners. In order to reduce the outflow of the historically excessive amounts of funding spent in legal fees on collections efforts,

(for a relatively small return on investment), the Board approved a revised Collections Process at the 17 October 2020 Board meeting. The Board requested and reviewed three different proposals that were submitted to provide collections services on behalf of the association and based on fair competition selected a firm other than Mr. Failmezger's.

3. His additional claims and estimates (concerning the Pool Committee's current research and analysis to repair or upgrade the Association Community pool) contain inaccurate information regarding possible renovation and improvements regarding the pool. The Pool Committee is still conducting market research and awaiting the final results of the recently executed survey of Association membership. Everything with regard to the pool committee's current research and analysis is PRE-DECISIONAL! To be perfectly clear, there have been no proposals solicited, no plans made, and little conversation at all concerning funding recommendations or potential consequences as we await the results of the community survey. Please be assured the Pool Committee is made up of our own residents with everyone's best interest in mind. We will not spend money frivolously and will make team-developed renovation recommendations to the Board for the Board to make a formal decision.
4. With respect to his additional comment with regard to the Board considering upgrading the golf course: this issue is also PRE-DECISIONAL, and the Board is currently awaiting both the results of the community survey and review of the Capital Reserve Study recommendations.
5. His assertion that SENTRY management ran last year's election in a questionable manner is unfounded. SENTRY not only certified the election results but also has archived all documentation from that election.
6. The Board asked the Association's legal counsel to review the Proposed "Proxy" form that Mr. Failmezger attached to his correspondence. The Association's legal counsel has advised the Association not to accept any proxies submitted pursuant to that form due to several concerns with the form, namely that it gives a misleading impression that it is a directed proxy on certain issues. Those issues are not on the annual meeting agenda, and therefore it is not possible for a member to "direct" the proxyholder as to how to cast the member's vote on those issues. Ballot forms were mailed to all CBTB Members in good standing by SENTRY Management in April (given that the Bylaws permit Members to cast absentee ballots). The Board is also enclosing a Board approved proxy form that you can use in lieu of the absentee ballot. Should you decide not to attend the Annual meeting in person on 12 June, the only valid options for the submission of Ballots/Proxies are as follows:
  - a. to mail them to SENTRY for their collection and certification as stated on the attached Board Approved Ballot form
  - b. to deliver them to the Association's Secretary, Cristian Shirilla, in accordance with the below cited sections of the CBTB By Laws:

- i. **Article III Voting Rights, Section 2.**, "Any member may vote by proxy, provided that no proxy shall be effective unless filed with the Secretary prior to the meeting."
- ii. **Article IV Membership Meetings, Section 7.**, "Members may cast their votes either in person or by proxy when duly filed with the Secretary. The form of proxy shall be determined by the Board of Directors."

The Board has significantly reduced un-necessary legal expenses over the last two years and increased transparency to the ENTIRE Community with regard the financial management decisions and improvement of our financial management process in order to ensure that we meet fiduciary requirements of law and can meet Audit requirements.

The Board's goal is to encourage increased member participation in voting for your choice for future members to be elected to serve on the Board, to promote a fair and unbiased election, and reduce the proliferation of scare tactics and rumors.

If you have additional comments, questions or concerns please feel free to send them to the Association mailbox at [CBTBay@gmail.com](mailto:CBTBay@gmail.com) so that the Board can review and provide a thoroughly researched and accurate response.

Sincerely,



Debra A Beutel  
President, Corrotoman-By-The-Bay-Association

c.c.

Association Secretary, Cristian Shirilla

Dave Ciccarelli, Vice President, Sentry Management Inc.

William W. Sleeth III, ESQ., Gordon Rees Scully Mansukhani, LLP

CORROTOMAN BY THE BAY ASSOCIATION, INC.  
NOTICE OF 2021 ANNUAL MEETING AND  
ELECTION OF BOARD OF DIRECTORS

The annual meeting of the CBTB Association, Inc. shall be held at 9 a.m., Saturday, June 12, 2021 (rain date 9 a.m. Sunday, June 13) outdoors near the CBTB Pavilion at 1187 Corrotoman Drive, Lancaster, Virginia and also remotely via Zoom. (For Zoom login information please email [CBTBay@gmail.com](mailto:CBTBay@gmail.com)). In accordance with state guidelines, please observe social distancing and bring your own chair. During this meeting a maximum of **three** of the candidates listed below shall be elected to each serve a three year term on the Board of Directors. Resumes of the candidates are included. Please indicate your vote for up to three candidates. Your ballot must be received by Sentry Management Company at the address below by May 28, 2021 or presented at the annual meeting to be counted.

**Please vote for only up to three candidates:**

Lisa Adler

Carl E. Failmezger

James (JJ) Allen

Doug Howe

Matt Crabbe

Maria Merkowitz

Your Name \_\_\_\_\_

Your Address \_\_\_\_\_

Your Phone Numbers \_\_\_\_\_

Your email \_\_\_\_\_

CBTB Lot number(s) \_\_\_\_\_

I certify that I am a member in good standing at Corrotoman By The Bay Association, Inc., and have paid all dues and assessments to date and am entitled to vote.

Signature(s) \_\_\_\_\_

Return to: Sentry Management, 7619 Little River Turnpike, Suite 210, Annandale VA  
22003 — Attn: Mika Abera

**Corrotoman-By-The-Bay Association**  
**Official Proxy Form**  
**Annual Membership Meeting**

The undersigned Member(s) of Corrotoman-By-The-Bay Association (the "Association") do(es) hereby make, constitute, and appoint [check one]  \_\_\_\_\_, a member of the Association residing at \_\_\_\_\_ [write in address of person to whom you are giving the proxy] or  the Secretary of the Association, (the "Proxyholder"), as his/her/their attorney-in-fact and proxy to vote on his/her/their behalf, and hereby instruct(s) the Proxyholder to vote for the following candidates at the annual membership meeting of the Association to be held on Saturday, June 12, 2021 at 9 a.m. (rain date of Sunday, June 13, 2021 at 9 a.m.) and at any continuation thereof:

[you may note up to three candidates]:

- |  |  |
|--|--|
| <input type="checkbox"/> <b>Lisa Adler</b>       | <input type="checkbox"/> <b>Carl E. Failmezger</b> |
| <input type="checkbox"/> <b>James (JJ) Allen</b> | <input type="checkbox"/> <b>Doug Howe</b>          |
| <input type="checkbox"/> <b>Matt Crabbe</b>      | <input type="checkbox"/> <b>Maria Merkowitz</b>    |

No Proxy shall be revocable except upon actual receipt of notice of revocation by the person presiding over the meeting, from any of the persons owning the lot.

NOTE: If the blanks above are not filled in, the Secretary of the Association will be deemed to be the appointed Proxyholder.

All Owners whose names appear on the deed to the lot must sign their name(s) in the spaces provided below.

**Please see the reverse side of this form for more detailed instructions.**

\_\_\_\_\_  
Your Signature

\_\_\_\_\_  
Signature of other person(s) listed on your deed

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Date of Signature

\_\_\_\_\_  
Date of Signature

\_\_\_\_\_  
Your Property Address

\_\_\_\_\_  
CBTB Lot Number(s)

### **Instructions for Completing Proxy Form**

1. Please sign exactly as your name appears on your deed. If your property is owned by more than one person, all persons listed on the deed should sign. If you are signing in a representative capacity, please ensure that you sign in the correct capacity (for example, if the property is owned by a corporation, please sign in the corporate name by the president or other authorized officer; if the property is owned by a partnership, please sign in the partnership name by the authorized partner(s); if the property is owned by a trust, please have all trustees who are required to sign per the trust documents sign the form).
2. Please be sure to write in the date on which you sign the form. To be valid, the date of all signatures must be filled in on the form under each signature.
3. Please return all completed forms containing original signatures, to the following address on or before close of business on May 28, 2021\*, to the attention of the Secretary of the Association:

c/o Sentry Management  
Attn: Mika Abera  
7619 Little River Turnpike, Suite 210  
Annandale, VA 22003

\*The Association may accept forms after such date and/or may extend the date for accepting forms, as may be determined by the Board of Directors.