

Extraordinary General Assembly (*unofficial translation*)

### **Asociacion de Vecinos de Akumal Norte, A.C.**

Extraordinary General Assembly of Associates of the Civil Association called "Asociacion de Vecinos de Akumal Norte, A.C., held on February 17, 2022.

In the town of Akumal, Municipality of Tulum, Quintana Roo, at 10 am on February 17, 2022 in La Buena Vida for the purpose of holding an Extraordinary Assembly of members for which they were previously summoned.

### **Agenda**

I.- Appointment of the President of the Assembly, Secretary, Scrutaneer, and Attendance.

II.- Verification of the legal quorum and declaration by the President that the Assembly was legally constituted

III.- Ratification of appointment of the President of the Assembly, Secretary and Scrutineer

IV.- Reading of the agenda.

V.- Proposal, discussion and approval of amendments to Articles 9 and 17 of the Bylaws of the Association

VI.- Other Business

VII.- Designation of persons to appear before the Notary to formalize the resolutions taken in this Assembly.

VII. - Writing, reading, approval and signing of the Minutes of the Assembly and closing

### **Development of the agenda**

In relation to **Item I** of the agenda, the extraordinary Assembly unanimously appointed Beryl Van Lierop as President of the Assembly, Tandy Muir-Warden was also appointed as Secretary and Rosa Carmina Garma Ake as Scrutineer who respectively accepted their positions.

In relation to **Item II** of the agenda, the President of the Assembly, requested Rosa Carmina Garma Ake, to verify the list of attendance signed by the members

Once the above was done, the Scrutineer certified the members of the Association who were present in person and virtually.

Due to the foregoing, the President of the Assembly informed those present, that given the conditions generated by the health contingency known as COVID-19 and in order to be able to carry out the development of this Assembly and respecting at all times the capacity measures, healthy distance and

for the safety of the members themselves, this Assembly will be both in person and virtual via digital platform, without said modality circumstance affecting its validity. . Therefore, the Extraordinary General Assembly of Members is declared legally installed and, consequently, all the decisions that are taken in it will be valid even for absentees and dissidents.

In relation to **Item III** of the agenda, the President of the Assembly requested the members ratify the appointment of the President, Secretary and Scrutineer for the Extraordinary Assembly, which was agreed to.

In relation to **Item IV** of the agenda, the President of the Assembly, proceeded to read the agenda, which was unanimously approved by the members.

In relation to **Item V** of the agenda, the President of the Assembly, expressed the need to modify articles 9 and 17 of the Bylaws of the Association.

The following proposal was made

*Article Nine.- The members of the association are the founders who appear in the constitutive deed of Association and all those people who are admitted to membership and who, after authorization from the Board of Directors, sign the letter of accession as new members of the association, a copy of the aforementioned letter of accession is attached to this document. For this, it is required that :*

- a) *the owner or trustee, or the spouse of the owner or trustee, of a property that is a dwelling house, apartment, condominium apartment, or lot in the Subdivision known as North Akumal, is eligible to become a member of the Association. If the property is owned by two or more persons, their names may appear as alternates on the register of members, with the understanding that only one of the persons may be the member representing the house, apartment, condominium apartment or lot as the case may be at any meeting of the Association;*
- b) *the owner or co-owner of a business located in the subdivision known as North Akumal, is eligible to become a member of the Association, with the understanding that only one of the co-owners may be the member representing the business at any meeting of the Association. If the business is a corporation, the membership will be issued in the name of the corporation.*

*In cases where there is more than one owner or trustee of a dwelling house, apartment, condominium apartment, business or lot, all co-owners may be admitted as members or alternate members of the Association, with the understanding that only one person may speak and vote at the general and extraordinary meetings of the Association.*

*The person applying to be a member must*

- c) *provide evidence of ownership of the property or business, or evidence of the right to represent the business, or evidence of the shared ownership of the property together with the right to represent the other co-owners of the property*
- d) *pay the membership registration fee fixed by the general assembly of the Association, and*
- e) *sign the letter of accession, a copy of which is attached to the Bylaws*

*A person who does not otherwise meet the requirements of Article 9 may be appointed an honorary member of the Association by the Board of Directors. An honorary member has the right to participate in the meetings of the Association and has the right to vote.*

*Where an honorary member has demonstrated a significant involvement in the activities of the subdivision known as Akumal Norte, they may by a 2/3 vote of the Board of Directors have their honorary membership converted to a full membership with all accompanying rights and responsibilities.*

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and to Modify the wording of article 17 of the Bylaws to remove the word “Secretary.”

Once the above was stated, the members by a Majority resolved that :

## **RESOLUTION**

The members approved that this modification be made to the Bylaws of the Association, but agreed that the amendments should be reviewed and reconsidered at the 2023 meeting.

**1 vote against, 1 abstentions.**

In relation to **Item VI** of the agenda, the President of the Assembly, asked the members for any other business that is not included in the agenda.

In relation to **Item VII** of the agenda, the members agreed to designate **David Jafet Vilar Peraza** and **Pablo Xerxez Díaz Lavín**, as special delegates of the Assembly to appear jointly or separately before a notary public of their choice in order to formalize the minutes of the meetings.

Lastly, in compliance with **Item VIII** of the agenda, the President of the Assembly informed the members of the need to take a brief recess for the purposes of drafting the minutes of the Assembly, for subsequent reading, approval and signature, as well as the closing of the Assembly.

The President of the Assembly declared that there being no more matters to discuss, the Assembly is closed, being 10:45 a.m. on February 17, 2022. The minutes are prepared and after reading and approval, are signed and authorized for the record by the participants.