

Calling a Special Meeting of Shareholders

The following is an explanation of the procedures for calling a special meeting of the shareholders. Enclosed are copies of documents, which you can use for your meeting. A special meeting allows shareholders to remove the current board of directors and elect a new board.

First, you must collect the signatures of at least ten percent (this percentage may vary based on your building's individual bylaws) of the other concerned shareholders who would like this special meeting to take place. They should sign the attached **NOTICE OF SPECIAL MEETING**.

Next, make copies of the **NOTICE** and the **AFFIDAVIT OF MEETING NOTICE** and the **PROXY FORM** for each shareholder and distribute them, in person to each shareholder. When you give them the copy of the **NOTICE OF SPECIAL MEETING**, have them sign the **AFFIDAVIT OF MEETING NOTICE** and keep this for your files. Every shareholder should receive a **NOTICE** at least ten days before the meeting. For those who you cannot get in contact with, send the **NOTICE** to them first class mail at least ten days before the meeting.

Also, when distributing the meeting notice, if a shareholder says that they will not be able to attend, have them sign a **PROXY** appointing another person to cast their ballot for them. Proxies have to be submitted to the secretary of the corporation before the meeting. Shareholders are allowed to vote only once for themselves and one vote as proxy for someone else.

Everyone should be encouraged to participate in the meeting. However, shareholders who are in rent arrears (defined in some bylaws as more than two months delinquent) and also tenants cannot vote.

It is imperative that the group of concerned shareholders who are looking for positive changes to happen in their housing cooperative do the preparation and planning ahead of time. In order to accomplish this, you should work out the details of how you'll execute the above process. By following this process, your meeting should go according to your by-laws.

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS OF
_____ HOUSING DEVELOPMENT FUND
CORP.**

PLACE: _____

DATE: _____

TIME: _____

MEETING CALLED AT WHOSE DISCRETION: CONCERNED SHAREHOLDERS

PURPOSE OF MEETING: To call for the removal of the current board of directors and elect a new Board.

INVITED GUESTS:

VOTE REQUIRED: Majority of TOTAL VOTES.

If you cannot attend the meeting, your vote is still important. Please sign the enclosed proxy form and give it to the **corporation's secretary**, in Apt. No._____, before the meeting, and the person you name will be able to vote at the meeting on your behalf.

Remember, only shareholders in good standing are eligible to vote. If you are more than two months in arrears ten days before the election, you may attend the meeting, but you cannot vote. The following shareholders, representing at least ten percent of the shareholders, call this meeting:

NAME	APT	NAME	APT
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Aviso para Una Reunión Especial de Accionistas de

**HOUSING DEVELOPMENT FUND
CORP.**

FECHA: _____

HORA: _____

SITIO: _____

REUNION LLAMADA OF LA DISCRECION DE: ACCIONISTAS PREOCUPADO

PROPOSITO DE ESTA REUNION: PARA DESHACERSE DE LA JUNTA DIRECTIVA
ACTUAL Y ELIGIR UN NUEVO CONSEJO

Partidos Invitado: _____

Votos Requeridos: MAJORIA DE VOTOS TOTAL

Si no puedes asistir la reunión su voto es muy importante todavía. Por favor firme la siguiente forma de poder y dárselo a la secretaria de la corporación in apto. _____ antes de la reunión y ponga el nombre de la persona que usted quieren asistiré en la reunión en nombre suyo.

Recuerde, solamente accionistas en buena posición es elegible para votar. Si usted tiene mas de dos meses atrasos en la renta (mantenimiento) usted no podrá votar.

Las siguientes accionistas representando por los menos 10% de los accionistas están convocando esta reunión.

Nombre	Aptos.	Nombre	Aptos.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Ingles Atras

SHAREHOLDER'S PROXY FORM

For the shareholder who cannot attend the shareholders' meeting, but wanted someone to represent them and act on his or her behalf.

From the By-Laws:

Section 10. "A shareholder may appoint as his or her proxy any other persons to act in his or her behalf. In no case, a shareholder may cast more than one vote by proxy in addition to his or her own vote. Any proxy must be filed with the Secretary 5-days before the appointed time of each meeting. Every proxy must be signed by the shareholder or his or her attorney-in-fact."

I, _____, appoint _____

to act as my proxy at the _____ meeting on _____. This person will have the right to vote for me at the board of directors election held on that day. I also understand that I would have to file another proxy vote with the secretary in the event that the meeting was postponed or rescheduled for another date.

Signed by Shareholder,

_____ dated: _____ apt.# _____

Witnessed by,



_____ dated: _____

_____ dated: _____

Notarized: _____ Date _____

LA FORMA DE "POR PODER" DEL ACCIONISTA

Para un accionista que no pueda asistir en la reunión de Accionista, puede mandar su "por poder" por escrito, con otro accionista (que es elegible para votar) para que su voto cuente.

De Los Estatutos:

Sección 10:

En todas las reuniones del accionistas, cada accionista que este presente, ya sea personalmente o por poder, tendrá derecho a dar un voto por cada acción respecto a cada asunto. En el caso que mas de una persona tenga las acciones asignadas Un accionista solamente puede ejercer un voto "por poder" en adición a su voto. Tiene que firmar y archivar su voto "por poder" 5- días antes de la reunion.

Yo, _____, asigno a _____ que

para actual como mi "por poder" en la reunión de elecciones de la directiva en el dia _____ del Año _____. Esta persona asignada va a tener el derecho de votar para mi en la eleccion para la

Junta de Directores. También entiendo que yo tendría que archivar otra votación de proxy con el Secretario en caso de que esta reunión fue aplazada o reprogramada para otra fecha.

Firmado por Accionista,

_____ Fecha _____

Testigado por,

_____ Fecha _____

_____ Fecha _____

Notarizado: _____ Fecha: _____

AFFIDAVIT OF SPECIAL MEETING NOTICE

To be signed by shareholder and witnesses when notified in person of Special Meeting.

I, _____, (print name) have received the Notice of Special Meeting. The notice stated the meeting's time, date, and location.

Signed:

Shareholder Signature

Apt # _____ Date _____

Witnessed by:

DECLARACION JURADA DE AVISO DE REUNION ESPECIAL

Para ser firmado por accionista y testigos cuando notificada en persona de la reunión especial.

Yo, _____ (nombre de impresión) ha recibido la copia de la notificación de la reunión especial. El aviso indicó la hora la fecha y ubicación de la reunión.

Firmado: _____ # Apt _____ fecha _____

Firma de accionista

Testigado por: