

October 27, 2024

Subject: Apes Hill Barbados Homeowner Association (“New Entity”)

Dear Fellow Members of the Apes Hill Club Homeowners Association Inc (“HOA”):

Perhaps you have received the [New Entity Newsletter, attached for your convenience](#), from Bernard Connell, a Facility Manager from Terra Caribbean, that we understand has been retained by the HOA to represent the HOA.

The New Entity is apparently purporting to issue a newsletter on behalf of the HOA without establishing its authority to act on the HOA’s behalf, the only known homeowners association to which all property owners in the Apes Hill Club Development belong.

The Newsletter incorrectly reports that the Board of Directors of the HOA was elected at the 2024 Annual Membership Meeting. The Bylaws of the HOA, which seem to be unknown to Apes Hill (Barbados) Inc, Terra Caribbean and the purported Directors of the HOA, allow for an appointed Board of Directors only when all of the Directors are the First Directors or are appointed by the First Directors. All the First Directors are now deceased or have resigned from the Board of the HOA and the only Director appointed by the First Directors resigned from the Board of the HOA on or about 3 February 2020. Otherwise, all Directors of the HOA must be elected by the members of the HOA. The Bylaws do not authorize the HOA to have a Board of Directors composed of both appointed and elected Directors.

Nevertheless and in clear violation of the Bylaws of the HOA, at the 2024 Annual Membership Meeting the three Directors who were previously appointed by Apes Hill (Barbados) Inc did not stand for election and only one Director was elected, also in violation of the Bylaws, by the members of the HOA who were given notice of the election and attended the 2024 Annual Membership Meeting of the HOA, that was conducted as a webinar in the name of HOA.

It should be noted that:

1. Apes Hill (Barbados) Inc, a member of the HOA, is not a First Director and has no authority to appoint the Directors of the HOA.
2. We have no way of knowing what members of the HOA were actually given notice of the election, because the HOA does not appear to maintain a current list of the names and addresses of all members of the HOA and no affidavit of mailing of notice to all members of the HOA was presented at the 2024 Annual Membership Meeting.
3. There has never been an Annual Membership Meeting of the HOA at which members of the HOA were permitted by Apes Hill (Barbados) Inc appointed Directors of the HOA to carry out the business of the HOA and elect the Board of Directors of the HOA.

I am pleased to report that our claims are now proceeding in the High Court and [attach to this email a report from our counsel](#) as to what transpired at the hearing held on Wednesday the 9th of October in the High Court before Justice Bryan Weekes.

Yours Faithfully,

Paul Lamb
President
Apes Hill Benevolent Society, Inc.