



Corrales Arts Center, LLC
PO Box 1802
Corrales, NM 87048

February 11, 2019

Dear CAC Member:

I hope you have marked your calendar and will be able to attend the Annual Member's Meeting to be held on February 24th, 2019, beginning at 2:00 p.m.

At that gathering, we will also be electing members to serve as Directors of CAC. In that regard, the following information is included with this letter:

1. Notice of Annual Membership Meeting
2. Proxy

To assist in making sure that we have a quorum to conduct business at the Annual Membership Meeting, The Board of Directors has approved voting by Proxy. The Proxy form is attached and allows for the possibility of write-in nominees for vacant Board seats. If you are unable to attend the meeting, please complete and return the Proxy by February 22, 2019. The Proxy can be emailed (info@corralesartscenter.org) or mailed to the Center at PO Box 1802, Corrales, NM 87048. If you have any questions about the Meeting on the 24th or the Proxy, please contact me.

I look forward to seeing you on the 24th and thank you for your ongoing support of CAC.

Sincerely,

James Kruger
President
505 553 0818

Corrales Arts Center, LLC
P.O. Box 1802
Corrales, New Mexico 87048

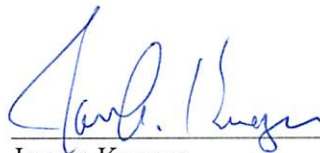
**NOTICE OF ANNUAL MEMBERSHIP MEETING
TO BE HELD February 24, 2019**

Notice is hereby given that the Annual Member's Meeting ("Meeting") of Corrales Arts Center, LLC ("CAC"), will be held at Corrales Arts Center, 4940 Corrales Rd (Suite 100), Corrales, New Mexico, on February 24, 2019 at 2:00 p.m., local time, for the purpose of considering and voting upon the following matters:

1. A proposal to elect as Directors of CAC the following three persons to serve until March 31, 2022, and until their successors shall have been elected and qualified: **Mike Foris, Sandy Rasmussen, and Ann Taylor.**
2. Transaction of such other business as may properly come before the Meeting and any adjournments or postponements thereof.

Only those members of record at the close of business on February 22, 2019, shall be entitled to notice of and to vote at the Meeting and any adjournments or postponements thereof.

Members represented by properly executed proxies will, unless such proxies have been previously revoked, be voted at the Meeting in accordance with the directions on the proxy. If no directions are indicated, your Membership will be voted in favor of the proposals set forth in this notice. The CAC Board of Directors knows of no other business to be brought before the Meeting. If other matters are properly presented, the persons named in the proxy or their substitutes will vote the proxy in accordance with their direction.



James Kruger
President
February 11, 2019

Corrales Arts Center, LLC
4940 Corrales Road
Corrales, New Mexico, 87048

BOARD OF DIRECTORS' PROXY
Members' Annual Meeting

February 24th, 2019

The undersigned member of Corrales Arts Center, LLC (CAC), having received the Notice of Annual Membership Meeting (Meeting) dated February 11th, 2019 ("Notice"), hereby appoints Michael P. Foris and/or James A. Kruger, or either of them, my (our) true and lawful attorneys and proxies, each with full powers of substitution and revocation, to represent and to vote on behalf of the undersigned or with respect to which the undersigned is entitled to vote and act at the Meeting to be held at 4940 Corrales Rd., Corrales, New Mexico, 87048, on Sunday, February 24th, 2019, at 2:00 p.m., local time, and at any adjournments or postponements thereof, with all the powers the undersigned would possess if personally present, and especially without limiting the foregoing, to consider and vote upon the following matters:

1. A proposal to elect as Directors of CAC, the following three persons to serve until the March 31, 2022, and/or until their successors shall have been elected and qualified: **Mike Foris, Sandy Rasmussen, and Ann Taylor.**

_____ **FOR** all nominees listed (except as marked to the contrary on the space below).

_____ **WITHHOLD AUTHORITY** to vote for all of the foregoing nominees.

(INSTRUCTION: TO WITHHOLD AUTHORITY TO VOTE FOR ANY INDIVIDUAL NOMINEE, WRITE THE NOMINEE'S NAME ON THE SPACE PROVIDED BELOW.)

_____ **WRITE IN** nominees (prior approval of nominee required).

2. Such other business as may properly come before the Meeting and any adjournments or postponements thereof.

_____ **AUTHORITY GRANTED** _____ **AUTHORITY WITHHELD**

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS OF CAC AND WILL BE VOTED IN ACCORDANCE WITH THE SPECIFICATIONS MADE HEREON. IF A CHOICE IS NOT INDICATED WITH RESPECT TO ITEM 1, THIS PROXY WILL BE VOTED FOR ALL NOMINEES LISTED. IF A CHOICE IS NOT INDICATED WITH RESPECT TO ITEM 2, AUTHORITY WILL BE DEEMED GRANTED TO THE PROXIES TO VOTE UPON SUCH

OTHER BUSINESS AS MAY PROPERLY BE BROUGHT BEFORE THE MEETING ACCORDING TO THEIR DISCRETION. THIS PROXY IS REVOCABLE AT ANY TIME BEFORE IT IS EXERCISED BY (I) PROVIDING WRITTEN NOTICE OF REVOCATION TO THE SECRETARY OF CAC, (II) ATTENDING THE MEETING AND VOTING IN PERSON. BY EXECUTION OF THIS PROXY, THE UNDERSIGNED HEREBY REVOKES ANY PROXY OR PROXIES HERETOFORE GIVEN BY THE UNDERSIGNED.

IT IS IMPORTANT THAT YOU BE REPRESENTED AT THE MEETING. PLEASE SIGN, DATE, AND RETURN THIS PROXY TODAY BY EMAILING TO info@corralesartscenter.org OR BY REGULAR MAIL TO CORRALES ARTS CENTER, LLC, PO BOX 1802, CORRALES, NM, 87048, NO LATER THAN February 22, 2019.

Dated: _____, 2019

(Member's Signature)

(Print or type name)

(Member's Signature)

(Print or type name)