POOLE BROOKE PLUMLEE PC
ATTORNEYS

Albert H. Poole, Esq.

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Reply to: Virginia Beach

March 18, 2022

VIA EMAIL TRANSMISSION ONLY:

mike@vbfschool.org

Michael Barclay
The Friends School

Lewiswhite2557@gmail.com

Lewis White
Virginia Beach Monthly Meeting of Friends

Re: Transfer of the "Triangle Property" from The Friends School (the "School") to the Trustees of Virginia Beach Monthly Meeting of Friends (the "Meeting")

Dear Mike and Lewis:

The School and the Meeting both want to transfer the "Triangle Property" from the School to the Meeting and I have been asked to make that transfer occur. As you are both aware, my firm and I are acting as counsel for the School in other active matters and, on the Lease Amendment matter, I will act as scrivener to draft agreed changes from both the School and the Meeting, and then seek Court approval of the Amended Lease on behalf of the Meeting.

Based on my review of the documentation and after talking with Buzzy Hofheimer, who is now retired from BridgeTrust Title Group, I believe the best way to proceed is to have the School record a quitclaim deed whereby the School conveys any ownership interest it may have in the entire parcel containing the Triangle to the Meeting. A quitclaim deed doesn't warrant that the conveying party has any ownership interest in the parcel to be conveyed – it just says, to the extent there is any ownership, the transferor conveys it. Since the Triangle is not an independent parcel, but is part of a larger parcel according to the City's map, this seems the best way to proceed. No court approval is necessary for this transfer because this will not be an encumbrance on the Meeting's property.

My understanding is both the School and the Meeting want PBP and me to proceed as set forth above. I ask that both entities acknowledge that request by signing a copy of this letter. This further indicates that I have disclosed my ongoing representation of the School and, in the case of the Lease Amendment, both the School and the Meeting. Both parties are willing to waive any conflict that may be created by me undertaking this additional representation. Both the School and the Meeting are advised that either may seek independent legal counsel on any matters pertaining to the Triangle Property. If for any reason I believe a conflict of interest between the parties has arisen that makes it improper for me to continue as counsel to finish out this assignment,

I shall so advise you and take appropriate action. Likewise, if either party feels there may be a conflict, please alert me so we may address it.

If the foregoing raises any questions or comments, please contact me so I may address your concerns promptly. I look forward to working with you on this.

Sincerely,

POOLE BROOKE PLUMLEE PC

By: _____
Albert H. Poole

AHP/cra

Agreed and Acknowledged:

Virginia Beach Monthly Meeting of Friends

By: Linda C. Smith

Name and Title: Clerk, VBFM

The Friends School

By: _____

Name and Title: Michael Barclay
Head of School