

**EASTBLUFF HOMEOWNERS
COMMUNITY ASSOCIATION**

**Election Rules, Voting Procedures and
Candidate and Director Qualifications**

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Election Rules, Voting Procedures and Director Qualifications

The following Association Election Rules and Voting Procedures (Rules) are adopted by the Board of Directors, pursuant to Civil Code Section 5105.

These Rules govern Association elections and voting and are intended to bring the Association into compliance with Civil Code Sections 5100 through 5145.

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1. INSPECTOR(S) OF ELECTION

A. Selection

- ii. **By Board Prior to Any Election.** If the Board has not previously designated an Inspector or Inspectors of Election, prior to scheduling any Association vote or election for the categories set forth in these rules, the Board may designate one (1) or three (3) persons, who are not under a contract, employed, or an agent of the Association or an independent elections inspector to serve as Inspector(s) of Elections.
- ii. **By Board to Fill Vacancy.** In the event one or more of the Inspector(s) of Election are unable or unwilling to carry out the Inspector's duties or are unable or unwilling to serve in a particular vote or election, the Board may appoint a qualified independent individual or company to act as the Inspector of Elections.
- iii. **By Members in Attendance.** If the Board of Directors has not appointed an Inspector of Election, then Inspector(s) of Election may be selected by the Members in attendance at a Membership voting meeting. If Inspectors are selected by the Members in attendance, the Members shall move to appoint one (1) or three (3) Inspectors, who must meet the inspector qualifications of these rules and the applicable Civil Code as stated herein. The vote of the Membership to appoint Inspector(s) of Election shall be upon a majority of those present.

B. Inspector Qualifications

- i.** The Inspector of Elections may be a Member of the Association or may be an independent third-party non-member including but not limited to the following:
 - a.** Volunteer poll worker with the county registrar of voters;
 - b.** A licensee of the California Board of Accountancy; or
 - c.** A notary public; or
 - d.** A company specializing in association elections inspection and ballot counting.
- ii.** An independent third-party may not be a person, business entity, or subdivision of a business entity who is currently employed or under contract with the Association for any compensable services other than serving as an Inspector of Elections. Inspectors may appoint and oversee additional people to verify signatures and to count and tabulate votes as the Inspector or Inspectors deem appropriate, provided that the persons are independent third parties who meet the requirements.
- iii.** An elections Inspector must not be a Director or a candidate for any election, nor related by blood or marriage to any candidate for election.
- iv.** Inspectors must agree to familiarize themselves with these rules and the Association's Bylaws, and to be present at any Membership voting meetings or ballot counting.
- v.** Inspectors must avoid any favoritism or partiality to any candidate or point of view and must be committed to conducting a fair and honest election, in full compliance with these rules.

C. Decisions

- i.** In the case of three (3) Inspectors, all shall act by majority vote, and the decision or act of a majority shall be effective in all respects as the decision or act of all.
- ii.** Inspector(s) may appoint and oversee additional persons to count and tabulate votes as the Inspector(s) deem necessary and appropriate.

D. Duties; Inspectors of Election Shall:

- i.** Perform the Inspector's duties impartially, in good faith, to the best of the Inspectors ability, and as expeditiously as is practical.
- ii.** Determine the number of Memberships pursuant to the Record Date and the voting power of each, if necessary.
- iii.** Determine the validity, authenticity, and effect of proxies if proxies are used.
- iv.** Receive and hold ballots or direct where ballots are to be returned and held until votes are tallied.
- v.** Ensure compliance with all of the following, if the inspector or inspectors of elections conducts an election by electronic secret ballot pursuant to Section 5105:
 - a.** Each member voting by electronic secret ballot shall be provided with all of the following:
 - i.** A method to authenticate the member's identity to the internet-based voting system.
 - ii.** A method to transmit an electronic secret ballot to the internet-based voting system that ensures the secrecy and integrity of each ballot.
 - iii.** A method to confirm, at least 30 days before the voting deadline, that the member's electronic device can successfully communicate with the internet-based voting system.
 - iv.** Any internet-based voting system that is utilized shall have the ability to accomplish all of the following:
 - 1.** Authenticate the member's identity.
 - 2.** Authenticate the validity of each electronic secret ballot to ensure that the electronic secret ballot is not altered in transit.
 - 3.** Transmit a receipt from the internet-based voting system to each member who casts an electronic secret ballot.
 - 4.** Permanently separate any authenticating or identifying information from the

electronic secret ballot, rendering it impossible to connect an election ballot to a specific member.

5. Store and keep electronic secret ballots accessible to elections officials or their authorized representatives for recount, inspection, and review purposes.

- vii. Hear and determine any challenges and questions regarding voting issues.
- viii. Open all secret ballot envelopes received pursuant to the rules as stated below and tabulate all votes cast.
- ix. Determine the times for the beginning and end of voting at the meeting or meetings where votes will be tallied for the particular vote or election; however, the date, time, and place of the meeting shall be determined by the Board of Directors.
- x. Issue a report certifying the results of the election. The Inspectors' report is prima facie evidence of the facts stated in the report.
- xi. Maintain custody of all ballots for the particular vote or election until the ballots are turned over to the Association.
- xii. Perform any acts as may be proper to conduct the election with fairness to all Members in accordance with this Article, the Corporations Code, Civil Code and all applicable rules of the Association regarding the conduct of the election.

2. REQUIRED NOTICE, TIMING

- A. Director elections shall be held at the end of each Director's expiring term and pursuant to the staggered terms as stated in the Bylaws.
- B. At least thirty (30) days advance notice must be given to the Membership of any meeting at which a Membership vote is to be taken; for Director elections at least ninety (90) days advance general notice must be given, including the Association solicitation for candidate nominations.
- C. General notice of the procedure and deadline for submitting candidate nominations shall be provided at least thirty (30) days before the candidate nomination deadline.
- D. For elections of directors and for recall elections, general notice of the following shall be given to the Members at least thirty (30) days before the ballots are distributed:
 - I. The date, time and address for ballots to be returned by mail or handed to the inspector(s) of election.
 - II. If the Association is conducting the election by electronic secret ballot as provided for in Civil Code Section 5105, the date and time by which electronic secret ballots are to be transmitted to the internet-based voting system and preliminary instructions on how to vote by electronic secret ballot at the commencement of the voting period.
 - III. The date, time and meeting location for quorum to be determined, if required and for the ballot count.
 - IV. The list of candidates whose names will appear on the ballot for a Director election.
 - V. If the association allows for voting in an election by electronic secret ballot as provided for in Civil Code Section 5105, the date and time by which electronic secret ballots are to be transmitted to the internet-based voting system and preliminary instructions on how to vote by electronic secret ballot upon commencement of the voting period.
 - VI. For an election operating rule where members are permitted to opt out of voting by electronic secret ballot to vote by written ballot, the association shall provide individual notice, delivered pursuant to Section 4040, **at least 30 days** before the deadline to opt out of voting by electronic secret ballot, of all of the following:

- a. The member's current voting method.
- b. If the member's voting method is by electronic secret ballot and the association has an email address for the member, the email address of the member that will be used for voting by electronic secret ballot.
- c. An explanation that the member is required to opt out of voting by electronic secret ballot, in writing, if the member elects to vote by written secret ballot.
- d. An explanation of how a member may opt out of voting by electronic secret ballot.
- e. The deadline by which the member is required to opt out of voting by electronic secret ballot if the member elects to exercise that right.

3. **NOMINATION PROCEDURES (Applicable Only to Meetings Electing Directors)**

- A. Nomination Forms.** Approximately ninety (90) days before the date set for the Annual Meeting when Director elections are to be held, candidate nomination forms will be available for the Membership.
- B. Deadline.** Completed candidate nomination forms shall be returned by the Members by the due date, as directed, in order for the candidate's name to be included on the ballot.
- C. Late Forms.** Any nomination form not timely received by the designated recipient will not be included in the secret written ballot procedure mailed in accordance with these rules.
- D. Forms Content.** Completed candidate nomination forms shall include a representation that the nominated Member meets all candidate qualifications and has agreed to place the Member's name in nomination.
- E. Candidate's Statement.** Completed candidate nomination forms may also include a candidate's statement or indicate that the candidate has declined to submit a statement. The Association shall distribute candidate statements as submitted and is not responsible for the content of any candidate statement submitted. If photographs are to be included, then equally sized photographs should be used for each candidate.
- F. Result of Failure to Comply.** The names of candidates/nominees that do not follow the aforementioned procedures, or candidates who are not qualified nominees, will not appear on the ballot.
- G. Self-nominations.** A Member may self-nominate so long as the Member meets the minimum qualifications. Nominations may not be made from the floor of the Annual Meeting. Write-in candidates will not be considered.
- H. Nominating Committee.** In the event a Nominating Committee is formed pursuant to the Association's Governing Documents and Bylaws, the committee shall comply with these procedures in addition to those set forth in the Governing Documents.

4. CANDIDATE QUALIFICATIONS

- A. The Board of Directors is comprised of five (5) Members. Each Director shall serve for a two (2) year term.
- B. The qualification(s) to be a candidate for the Board are as follows:
 - i. The Candidate must be a Member of the Association.
 - ii. The Candidate must not be delinquent in the payment of assessments unless the candidate 1) has paid assessments under protest; 2) has entered an assessment payment plan; or 3) has not been provided an opportunity to engage in IDR.
 - iii. The Candidate's election must not result in two owners of a single separate interest Unit serving on the Board at the same time.
 - iv. The Candidate must not have a past criminal conviction that would, if the person was elected, either prevent the Association from purchasing the insurance required by Section 5806 or terminate the association's existing insurance coverage required by Section 5806 as to that person should the person be elected.
 - v. The Candidate complies with the maximum term limits.

5. BOARD MEMBER QUALIFICATIONS; VACANCY

- A. The Board may declare vacant the seat of any Director under the following circumstances:
 - i. The Director ceases to be a Member as defined in the Governing Documents.
 - ii. The Director is delinquent in the payment of assessments and: a) has not entered a payment plan; b) has not been offered an opportunity to participate in IDR; or c) has not paid the delinquent assessments balance under protest.
 - iii. The Director's election resulted in two owners of a single separate interest Unit serving on the Board at the same time.
 - iv. The Director has engaged in past criminal activity which prevents the Association from purchasing the insurance required by Civil Code Section 5806 or will result in termination of the Association's existing insurance coverage required by Section 5806 as to that Director.
 - v. The Director has failed to comply with the mandatory reporting requirements of the Corporate Transparency Act in effect during the Director's term. Compliance shall include but not be limited to reporting the following: 1) full legal name; 2) date of birth; 3) current business or

residence address; 4) valid form of identification (passport, driver's license, or other valid state or locally issued identification).

6. CAMPAIGNING, CANDIDATE STATEMENTS, COMMON AREA ACCESS AND USE OF ASSOCIATION FUNDS

- A.** Any candidate for the Board, or any Member advocating a point of view on an issue which is to be voted upon, shall have equal access to any Association media, newsletters, or Internet Web sites during the campaign, for purposes that are reasonably related to the election or other vote which is being taken.
- B.** Equal Access shall be provided to all candidates and for all points of view, including those not endorsed by the Board, for purposes that are reasonably related to the election.
- C.** The Association shall not edit or redact any content from any statement or election communication received from any Member. Any content published shall include the following statement:

“These statements are from the candidates themselves, and not the Association. Neither the Association nor the Board of Directors is responsible for or necessarily endorses any of the views expressed in these statements.”

- D.** All Members shall have equal access to any Common Area meeting space, during a campaign, at no cost, for purposes reasonably related to the election.
- E.** Association funds shall not be used for campaign purposes, (as defined in Civil Code Section 5135) in connection with any Board election or any other Association election except to the extent necessary to comply with duties of the Association imposed by law.

7. QUORUM

- A. **Quorum** is the minimum number of Members who must participate in order to enable the Association to conduct a Membership meeting, including tabulating ballots.
- B. In order for a Member to count as participating, and therefore be included in the quorum, a Member must either:
 - i. Personally attend;
 - ii. Submit a ballot pursuant to these rules in advance of the meeting or ballot counting;
 - iii. Provide a proxy to a person who attends on behalf of the Member.
- C. For purposes of this Association as set forth in the Bylaws, quorum is at least twenty-five (25%) of the Membership represented and entitled to vote. For purposes of Special Assessment votes, pursuant to Civil Code Section 5605, quorum means more than 50 percent of the owners of the Association, notwithstanding any provision of the Governing Documents.
- D. All ballots returned in accordance with the voting instructions shall count for purposes of determining whether quorum has been achieved for any particular vote or election. A member voting electronically shall be counted as a member in attendance at the meeting.
- E. The existence of quorum shall be determined by the total of all ballots received in advance of the meeting, plus the total Members represented in person or by proxy at any annual or special meeting held for purposes of the vote or election who have not previously returned ballots.
- F. Envelopes containing ballots cast prior to the meeting for counting shall not be opened for any reason but shall be date stamped or logged, organized and/or counted for quorum purposes only, prior to the tabulation by the Inspectors of Election.
- G. If quorum is not achieved, the meeting may be adjourned by the vote of a majority of votes represented in person or by proxy, to a date according to the procedure set forth in the Governing Documents and Bylaws. The secret ballots received prior to the meeting at which the votes were to be counted shall be maintained in a location designated by the Inspectors of Election, unopened, in a secure location until the adjourned meeting date.

- H. **Reduced Quorum for Reconvened Meeting.** For membership meetings to elect directors, in the absence of meeting quorum, unless a lower quorum is authorized by the Association's governing documents, the Association may adjourn the meeting to a date at least 20 days after the adjourned proceeding, at which time the quorum required for the reconvened membership meeting to elect directors shall be twenty percent (20%) of the Association's members, voting in person, by proxy, or by secret ballot received.

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8. VOTING QUALIFICATIONS

- A. **No Splitting of Votes.** Each Unit is entitled to one vote on any matter for which a vote is taken. Fractional votes shall not be allowed.
- B. **Determination of Membership.** In the event of a discrepancy over the current owner(s), the owner(s) shall be determined by the latest recorded deed as of the date the written secret ballots were mailed to the owner(s).
- C. **Multiple Owners of Same Membership.** Where more than one person is identified as the record title owner of the condominium, the vote for that separate interest shall be determined by all the owners. Only one ballot may be submitted on behalf of a separate interest Unit. Any votes cast in violation of this provision, shall be null and void. Where multiple record owners of the same separate interest are unable to agree as to how the Unit's vote shall be cast and cast multiple ballots on behalf of a separate interest, no vote shall be counted for the matter in question; however, one (1) ballot shall be counted for quorum purposes only. If any record owner exercises the voting rights of a particular separate interest, it will be conclusively presumed for all purposes that the owner was acting with the authority and consent of all other owners of the same separate interest.
- D. **Cumulative Voting.** Cumulative voting is permitted.
- E. **Multiple Ballots Cast on Same Membership.** Where more than one ballot is received for a single Unit, the ballot shall not be tabulated for purposes of the particular vote or election; however, the Unit will be counted as voting for quorum purposes only.

9. SECRET BALLOT PROCEDURE

A. Notwithstanding any other law or provision of the Governing Documents, the following matters may be decided by secret written ballot, in accordance with the procedures set forth herein. In addition, with the exception of special assessment votes, the following may also be decided by electronic voting in accordance with these rules:

- i. Election or recall of Directors;
- ii. Assessments requiring Member approval;
- iii. Amendments to the Governing Documents requiring Membership approval; and
- iv. Grant of exclusive use Common Area pursuant to Civil Code Section 4600.

B. Methods of Membership Vote

The Association may conduct the Membership votes specified above by either of two methods. Voting may be conducted either by a meeting of the Membership, or, where permitted, by Membership voting by written secret ballot without a meeting pursuant to Corporations Code Section 7513. In addition, except for special assessment votes, voting may be conducted by electronic voting in accordance with these rules.

In voting by written ballot without a meeting, the Members vote with written secret ballots, which shall be opened in an open Board meeting. Written ballots must be received from a number of Members at least equal to the quorum applicable to a meeting of Members.

When voting in conjunction with a Membership or Annual meeting, Members may vote by ballots cast in advance of the meeting or may attend and cast a ballot in person, or the Member may provide a proxy to another Member who will attend the meeting and vote on the Member's behalf.

I. Procedure For Vote by Written Ballot:

- a. Ballots and two (2) preaddressed envelopes with instructions on how to return ballots shall be mailed by first-class mail, postage prepaid or delivered by the Association to every Member not less than thirty (30) days prior to the meeting date or, if the Membership is conducting a vote without a meeting, not less than thirty (30) days prior to the deadline for voting. **In order to preserve confidentiality, a voter may not be**

identified by name, address or Unit number on the ballot. The ballot itself shall not be signed by the voter.

- b.** The ballot shall be inserted into an envelope and sealed (ballot envelope). The ballot envelope is then inserted into a second outer envelope that is sealed (outer envelope). In the upper left-hand corner of the outer envelope, the Member prints and signs the voting Member's name. In addition, the outer envelope shall state the Member's address and shall indicate the Unit number that entitles the Member to vote.
- c.** The outer envelope is addressed to the designated Inspector of Election, or other designated ballot recipient who will be tabulating the votes. Each Member is responsible for submitting the ballot envelope to the Inspector(s). The Member may mail the envelope or deliver it by hand to a location specified by the Inspector(s) of Election pursuant to the notice materials. The Member may request a receipt for any hand-delivered ballot.
- d.** The sealed ballots shall remain in the custody of the Inspector of Election or maintained at the location designated by the Inspector until after said ballots are tabulated and custody has been transferred to the Association.
- e.** Secret ballots received as specified by the Inspector(s) are irrevocable.
- f.** In the case of election to the Board of Directors, the ballots shall list all candidates in a uniform fashion. No preference or endorsements may be indicated.

II. Receipt, Handling, Care and Custody of Written Ballots

- a.** Prior to the mailing of the secret written ballots to the Members, the Inspector(s) of Election and/or Board of Directors shall determine the location where the secret ballots are to be returned. The Inspector(s) or Board may designate the Association manager's address as the location for return of ballots.
- b.** Members may return the secret written ballot in the following manner:
 - i.** By mail (it is the responsibility of the voting Member to mail it with sufficient time so as to be received by the Inspector(s) or manager prior to the meeting);
 - ii.** By hand delivery to the specified location; or
 - iii.** By hand delivery to the meeting at which the votes will be tabulated. Only ballots returned prior to the closing of voting shall be counted.
- c.** Upon receipt, the secret written ballot envelope shall not be opened. Ballots received may be date stamped or otherwise noted with the date of receipt on the outer unopened envelope.
- d.** The sealed ballots at all times shall be in the custody of the Inspector or Inspector(s) of Election, or at the location designated by the Inspector or Inspector(s), until after the tabulation of the vote, and transferred to the Association.

III. Electronic Voting Procedures

- a. "Electronic secret ballot" means a ballot conducted by an electronic voting system that ensures the secrecy and integrity of a ballot pursuant to the requirements of Civil Code Section 5100 et. seq., and these rules.
- b. The Association may utilize an inspector or inspectors of elections, as specified in above, to conduct an election by electronic secret ballot, except for a vote on a regular or special assessments.
- c. In any vote conducted, the measures to be voted on by electronic secret ballot shall be the same as those measures on the written ballot.
- d. If the Association, through the Board of Directors, decides to proceed by electronic voting pursuant to these rules, each members shall receive only an electronic ballot by email from the Inspector(s) of election except for the following who shall only receive a written ballot:
 - i. A member who has changed their preferred method of voting from electronic secret ballot to written ballot no later than 90 days before an election.
 - ii. A member for whom the Association does not have an email address. A member who fails to provide a valid email address to the Association no later than 90 days before a vote conducted pursuant to this Section, shall receive only a written ballot.
- e. A member may opt out of or opt into electronic voting no less than 90 days prior to a vote, in writing pursuant ro Civil Code Section 4035.
- f. The electronic ballot may be delivered by individual notice pursuant to Civil Code Section 4040 (a) (2) contained within or accompanied by email.
- g. The Association shall maintain a voter list identifying which members will receive an electronic ballot and which members will receive a written ballot.

- h. The procedures for opting out of or opting into voting by electronic secret ballot shall be disclosed in the Association's Annual Statement prepared pursuant to Civil Code Section 5310.
- i. Notwithstanding the Association's bylaws or as otherwise provided elsewhere in these rules, candidate nominations shall not be taken from the floor of the membership meeting were a vote is conducted by electronic ballot.
- j. Individual Notice of Electronic Ballot.** 30 days before the election, the Association, through the inspector of elections, shall email individual notice of the ballot along with the following instructions:
 - i. How to access the internet-based electronic voting system.
 - ii. How to vote by electronic secret ballot.
- k. If the Association conducts a vote on a governing document amendment by electronic secret ballot, the Association may deliver, by electronic means, the text of the proposed amendment to those members who vote by electronic secret ballot.
- l. A vote made by electronic secret ballot is effective when it is electronically transmitted to an address, location, or system designated by an inspector or inspectors of elections. An electronic secret ballot vote shall be irrevocable.
- m. No person, including a member of the Association or an employee of the Management company, shall not open or otherwise review any tally sheet of votes cast by electronic secret ballots before the time and place at which the ballots are counted and tabulated.
- n. Once the quorum is established, a substantive vote of the members shall not be taken on any issue other than the issues specifically identified in the electronic vote.

11. PROXIES

- A. As permitted by the Bylaws, Members, as an alternative to voting by written secret ballot, may grant the Member's right to vote to another Member or party by use of a proxy, unless prohibited by the Bylaws.
- B. Any Member may designate another Member as "proxy," giving that person the authority to appear at a Membership meeting and to vote on the Member's behalf.
- C. A general proxy need not be in any particular form, but must be:
 - i. Written;
 - ii. Dated;
 - iii. Signed by the giver of the proxy;
 - iv. State the is granting to another the right to vote the member's interest in an association meeting.
- D. Any instruction given in a proxy issued for an election that directs the manner in which the proxy holder is to vote shall be set forth on a separate page of the proxy that can be detached and given to the proxy holder to retain.
- E. A proxy may be revoked at any time by the Member and notice of such revocation must be provided to the Association.
- F. Proxies granted for a specific meeting shall expire upon the conclusion of the stated meeting (or any postponement or adjournment of that meeting). If the proxy does not refer to a specific meeting, and does not state a specific expiration date, it shall expire eleven (11) months after the date it is executed by the Member.
- G. Proxy holder must be designated in the proxy, must be in attendance, and must vote as designated. If no one is designated on the proxy, the proxy is void.
- H. If a Member who has given the Member's proxy attends the meeting and registers to vote, the proxy is void.
- I. If a Member previously submitted a written secret ballot, any proxies issued by that Member for purposes of that election are void.
- J. Dated proxies supersede undated proxies. Proxies dated later in time supersede earlier dated proxies; multiple proxies with the same date will be treated for quorum purposes only.

- K.** Unless stated otherwise on the proxy, a proxy expires automatically after eleven (11) months. The maximum term of any proxy is three (3) years from the date of execution.

- L.** Proxies must be submitted to the Inspector of Elections or filed with the Association's Secretary if required by the Bylaws, prior to the start of the meeting where a vote is to be taken.

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12. GENERAL MEMBERSHIP MEETING VOTING PROCEDURES

- A.** The Inspector(s) of Election shall check in all Members attending the meeting where a vote is to be taken. The Inspector(s) of Election shall determine when to close registration and will determine quorum.
- B.** Upon closure of registration of Members and proxies, and establishment of quorum, the matter to be voted upon shall be announced as per the agenda for the meeting. The eligibility of a nominee to serve as a Director may be determined by the Inspector(s) of Election, with the assistance of the Association's managing agent (if any).
- C.** The Inspector(s) of Election shall collect the ballots cast at the Meeting by Members and proxy holders. These ballots need not be placed in sealed envelopes but shall not contain any information identifying the Member or proxy holder casting the ballot.
- D.** After collection of the ballots cast at the Meeting, the Inspector(s) of Election shall close the voting and begin the process of counting the ballots.

13. COUNTING VOTES – VOTING WITHOUT A MEETING

The following procedures apply if a Membership vote is taken by secret written ballot only without a meeting of the Members:

- A.** All votes shall be counted by the Inspector(s) of Election in public, at a properly noticed open meeting of the Board of Directors or Association Members.
- B.** The times for opening and closing of voting, for Member registration and for registration cut-off at any meeting at which the tabulation of votes is to take place shall be determined by the Inspector(s) of Election and will be described within the election materials and notice.
- C.** Any candidate or other Member of the Association may witness the counting of the votes; however, to avoid interference with the Inspector(s) and to ensure accuracy of the tabulation, no such person may come within five (5) feet of any Inspector(s) of Election while the votes are being counted.
- D.** No person, including an Association Member or an agent, or employee of the management company, shall open or otherwise review any ballot prior to the time and place at which the ballots are counted and tabulated.
- E.** As stated above, the unopened envelopes containing the secret ballots may be counted by the Inspector(s) of Election prior to the vote tabulation for purposes of determining the presence of a quorum.
- F.** Any secret ballot envelope that is opened prior to the tabulation by the Inspector(s) of Election will not be counted for purposes of the vote or election but will be counted for quorum purposes only.
- G.** Where the name of the Unit number on the upper left-hand corner of a returned secret ballot envelope differs from the name of the owner/Member of record on file with the Association as of the date of the meeting, the envelope will not be opened and the ballot will not be counted, but the ballot will be counted for quorum purposes only.
- H.** As ballots are counted, votes shall be recorded or tabulated in a procedure to be decided by the Inspector(s) of Election.
- I.** In the event of any ballots which are disputed or unclear, those ballots shall be set aside until the counting of all other ballots is complete.
- J.** If the ballots set aside would not affect the outcome of the election, the Inspector(s) need not take any further action regarding those ballots, but shall keep them separate from the other votes, and note in the tally the number of ballots which were not counted.

- K.** If the ballots set aside as disputed or unclear would affect the outcome of the election, the Inspector(s) shall review each of the ballots in question and shall by majority vote determine if the ballot shall be counted. The Inspector(s) shall reasonably attempt to give meaning to every ballot.
- i.** A ballot casting too many votes may not be counted.
 - ii.** A ballot may not be counted if it cannot be determined as to what the Member voted.
 - iii.** A ballot which contains writing or markings identifying the maker of the ballot shall not be rejected, but the Inspector(s) shall obliterate the writing or marking so that the ballot is secret and does not identify the maker.
 - iv.** A ballot casting votes for a candidate not nominated shall be counted as to any votes it contains that were cast for nominees.
 - v.** An envelope containing more than one ballot shall result in all ballots contained therein being disregarded.
- L.** After determining ballots that are rejected, those ballots shall be separated from the ballots which were counted. The tally sheet shall indicate how many ballots were not counted but need not state the reasons for each ballot not counted.

14. COUNTING VOTES – GENERAL MEMBERSHIP MEETING VOTING PROCEDURES

The following procedures shall be followed when the Membership vote is taken in conjunction with a Membership meeting where ballots will be counted.

- A.** The times for opening and closing of voting, for Member registration and for registration cut-off at any meeting at which the tabulation of votes is to take place shall be determined by the Inspector(s) of Election.
- B.** Any candidate or other Member of the Association may witness the counting of the votes; however, to avoid interference with the Inspector(s) and to ensure accuracy of the tabulation, no such person may come within five (5) feet of any Inspector(s) of Election while the votes are being counted.
- C.** No person, including an Association Member or an employee of the management company, shall open or otherwise review any ballot prior to the time and place at which the ballots are counted and tabulated.
- D.** The unopened envelopes containing the secret ballots may be counted prior to the vote tabulation for purposes of determining the presence of a quorum.
- E.** Any secret ballot envelope that is opened prior to the tabulation by the Inspector(s) of Election will not be counted for purposes of the vote or election but will be counted for quorum purposes only.
- F.** Where the name of the Unit number on the upper left-hand corner of a returned secret ballot differs from the name of the owner of record on file with the Association as of the date the ballots were mailed, the ballot will not be counted, but will be counted for quorum purposes only.
- G.** As ballots are counted, votes shall be recorded or tabulated in a procedure to be decided by the Inspector(s) of Election.
- H.** In the event of any ballots which are disputed or unclear, those ballots shall be set aside until the counting of all other ballots is complete.
- I.** If the ballots set aside would not affect the outcome of the election, the Inspector(s) need not take any further action regarding those ballots, but shall keep them separate from the other votes, and note in the tally the number of ballots which were not counted.

- J.** If the ballots set aside as disputed or unclear would affect the outcome of the election, the Inspector(s) shall review each of the ballots in question and shall by majority vote determine if the ballot shall be counted. The Inspector(s) shall reasonably attempt to give meaning to every ballot.
- i.** A ballot casting too many votes may not be counted.
 - ii.** A ballot may not be counted if it cannot be determined as to what the Member voted.
 - iii.** A ballot which contains writing or markings identifying the maker of the ballot shall not be rejected, but the Inspector(s) shall obliterate the writing or marking so that the ballot is secret and does not identify the maker.
 - iv.** A ballot casting votes for a candidate not nominated shall be counted as to any votes it contains that were cast for nominees.
 - v.** An envelope containing more than one ballot shall result in all ballots contained therein being disregarded.
- K.** After determining ballots which were rejected, those ballots shall be separated from the ballots which were counted. The tally sheet shall indicate how many ballots were not counted but need not state the reason(s) why each ballot was not counted.

15. ANNOUNCEMENT OF RESULTS/TIE BREAKER

- A.** The results of the vote or election shall be promptly reported to the Board of Directors of the Association, shall be recorded in the minutes of the next meeting of the Board of Directors and shall be available for review by Members of the Association.
- B.** In the event of a tie between two candidates for election to the Board, the winner will be determined by a coin toss. The coin toss shall be administered by one of the appointed elections Inspector(s). In the event of a tie among more than two candidates, the winner will be determined by drawing numbers. The winning candidate will be the candidate drawing the highest number from 1-10.
- C.** Within fifteen (15) days of the vote or election, the Board shall publicize the results of the election in a communication directed to all Members. This may be done by posting of a notice in the same manner in which other notices are posted by the Association.

16. RETENTION OF ELECTION RECORDS; INSPECTION

- A. Election materials which include: 1) returned ballots, 2) signed voter envelopes, 3) the voter list of names, parcel numbers, and voters to whom ballots were to be sent, 4) proxies, 5) candidate registration list; and, ally sheet of votes cast by electronic secret ballot (“Election Materials”) shall be retained by the Inspector(s) of Election or at a location designated by the Inspector(s) until after the tabulation of the vote, and until the time allowed by Civil Code Section 5145 for challenging the election has expired, at which time custody shall be transferred to the Association. Signed voter envelopes may be inspected but shall not be copied.
- B. When received by the Association, Election Materials shall be stored by the Association at the office of the managing agent, or with the Association Secretary, in a secure place in accordance with the time periods for producing Association records set forth in Civil Code Section 5210, after which the Election Materials may be discarded.
- C. Any Member may inspect the ballots and electronic tally sheet upon reasonable notice to the Association’s Managing Agent, or Secretary (in the event the Association does not at the time have a Managing Agent).
- D. Under no circumstances shall the Inspector(s) of Election, the Association’s Managing Agent, or the Secretary keep the Election Materials in a fashion which identifies the vote cast by any particular Member or otherwise which destroys the secrecy of the balloting.
- E. In the event of a recount or other challenge to the election process, the Association shall, upon written request, make the ballots and electronic tally sheet available for inspection and review by Association Members or the Member’s authorized representatives. Any recount shall be conducted in a manner that shall preserve the confidentiality of the vote.
- F. If there is any cost to the inspection, such as photocopying charges or charges by the managing agent for accommodating the inspection, such cost shall not be borne by the Association but shall be paid by the requesting Member.

17. MEMBER OBLIGATION TO VERIFY VOTER LIST; CORRECTIONS

- A.** Pursuant to Civil Code Section 5105, any Member has the right to inspect the accuracy of the Member's information on the voter's list prior to a ballot being distributed. The voter list shall include name, voting power, and either the physical address of the voter's separate interest, the parcel number, or both. The mailing address for the ballot shall be listed on the voter list if it differs from the physical address of the voter's separate interest or if only the parcel number is used ("voter list information").
- B.** A Member's voter list information shall be made available for this purpose at least thirty (30) days before the ballots are distributed.
- C.** The Members shall report any errors or omissions in Member's voter list information to the Inspector(s) of Elections pursuant to the Civil Code.
- D.** The Inspector(s) of Elections shall correct any voter list information errors reported within two (2) business days of the date reported.

18. DIRECTOR ELECTION BY ACCLAMATION

- A.** When, as of the deadline for submitting candidate nominations for election to the Board, the number of qualified candidates is not more than the number of vacancies to be elected (i.e., the number of nominees is equal to or less than the number of vacancies), the Association may consider the qualified candidates elected by acclamation, pursuant to Civil Code Section 5103, if all of the following conditions have been met:
- I.** The Association has held an election for Directors in accordance with Civil Code Section 5100 secret ballot procedures within the last three (3) years.
 - II.** The Association provided initial individual notice of the election and the procedure for nominating candidates at least ninety (90) days before the deadline for submitting nominations including: a) the number of open Board positions to be filled; b) the deadline for submitting nominations; c) the manner in which nominations can be submitted; and, d) a statement informing Members that if, at the close of the time period for making nominations, there are the same number or fewer qualified candidates as there are board positions to be filled, then the Board of Directors may, after voting to do so, seat the qualified candidates by acclamation without balloting.
 - III.** The Association sent a “reminder notice” between seven (7) and thirty (30) days before the nomination deadline stating: a) the number of open Board positions to be filled; b) the deadline for submitting nominations; c) the manner in which nominations can be submitted; d) a list of the names of all of the qualified candidates for the Board as of the date of the reminder notice; and, e) a statement reminding Members that if, at the close of the time period for making nominations, the number of qualified candidates is equal to or less than the number of open Board positions to be filled, then the Board may, after voting to do so, seat the qualified candidates by acclamation without balloting.
 - IV.** The Association provides, within seven (7) business days of receiving a nomination, a written or electronic communication acknowledging the nomination to the Member who submitted the nomination.
 - V.** The Association provides, within seven (7) business days of receiving a nomination, a written or electronic communication to the nominee, indicating either: a) the nominee is qualified to run for the Board; or, b) the nominee is not qualified to run for the Board, the basis for the disqualification and the internal dispute resolution procedure for the nominee to appeal the disqualification. The Association may disqualify a nominee if the person has served the

maximum number of terms allowed by the Bylaws, or for any disqualification reason described above.

VI. The Association shall permit all qualified candidates to run if nominated.

VII. The Board must vote to seat the qualified candidates by acclamation at an open Board Meeting where the agenda item reflects the names of the qualified candidates to be seated if approved.

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CERTIFICATE OF SECRETARY

These election rules and voting procedures were adopted on _____ by a
vote of the Board of Directors.

Secretary
Association

Dated: _____

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