

CHAUMIERE HOMEOWNERS ASSOCIATION GENERAL RULES AND PROCEDURES FOR ELECTIONS AND VOTING

GENERAL

1. These rules, policies and procedures shall apply to all items legally requiring a vote of the membership as required by Civil Code section 5100, and any amendments thereto, including but not limited to, elections of directors, votes to remove one or more directors, votes on assessments that legally require a vote, amendments of the governing documents, grants of exclusive use of common areas, and such other votes as the Board determines should be conducted by secret ballot (collectively "Covered Election").
2. As described in these Rules and Procedures, votes may be cast by members in good standing either in person, by proxy, or by mail-in ballot.

SUSPENSION OF VOTING RIGHTS

3. A Member may be declared to be not in good standing and ineligible to vote during the period of time any Association assessment against the unit remains delinquent; and/or for a period not to exceed thirty (30) days for an infraction of the governing documents. A finding of "not in good standing" can only be made following a "show cause" hearing, pursuant to Civil Code section 5855, where the Member has been given fifteen (15) days prior notice setting forth the reasons for the suspension and the Member has been given an opportunity to be heard not less than 5 days before the effective date of the suspension of voting rights.

QUALIFICATION AND NOMINATION OF DIRECTORS

4. The affairs of the Association shall be managed by a Board of five (5) directors. Directors need not be Members of the Association.
5. Directors are limited to serving three (3) consecutive two-year terms in office. A director who has termed-out may run again after being off the Board for two (2) years.
6. Prior to any election of director(s), the Association shall seek nominations for candidates for election by making available a "Candidate Nomination Form". All Members desiring to run for a position on the Board of Directors or Members who wish to nominate other persons must complete the Candidate Nomination Form and return the completed Candidate Nomination Form and any accompanying materials to the Association within the time prescribed on the Candidate Nomination Form. If nominating another person, that nominee's written consent is required and must be returned with the Candidate Nomination Form. Members who wish to nominate themselves or Members who wish to nominate another person, but fail to submit a Candidate Nomination Form, and nominee's written consent if applicable, by the deadline date will not have their names/nominee's name(s) placed on the ballot. However, those Members are eligible to be nominated from the floor at the Election Meeting and may receive write-in votes.
7. A person shall not run for a position on the Board of Directors, if that person is related by blood or marriage to any current Board member or to any current candidate running for a director position. No more than one (1) person at a time from each unit within the Association may serve as or run for director.

8. The Candidate Nomination Form submitted for each candidate may be posted on the Association's website, published in the Association's newsletter or posted on the Association's bulletin board(s). The Candidate Nomination Form submitted by each candidate will be enclosed with the ballot for the election and mailed at least thirty (30) days prior to the meeting. Candidate Nomination Forms and accompanying materials that are received after the time prescribed on the Candidate Nomination Form will not be enclosed with the ballot for election, nor will late Candidate Nomination Forms be posted on the Association's website, published in the Association's newsletter, or posted on the Association's bulletin board(s). The Association will not edit the content of these forms, but will publish a general statement of non-responsibility for the content of all published forms. Any candidate can request in writing that his/her form not be published as provided herein and the Association will honor any such request received prior to the date of publication of all forms.
9. Except as provided in Paragraph 8, no Candidate Nomination Form or other editorial or campaign material will be published in the Association's newsletter or other Association media.
10. To help ensure that there is at least one (1) candidate willing to serve for each opening on the Board of Directors, the Board of Directors may appoint three members of the Association to serve on a Nominating Committee. The Nominating Committee, if any, shall consist of a chairperson, who shall be a Member of the Board of Directors, and two or more Members of the Association. The Nominating Committee will perform its duties as outlined in the bylaws and/or Association published Rules and Regulations. Note, however, that a member may nominate himself or herself as set forth in Paragraph 6, above.
11. Nominations for election to the Board of Directors may also be made from the floor during the meeting of the membership or the Board. A nomination from the floor is not a condition for candidates to receive write-in votes.

USE OF COMMON AREA FACILITIES FOR CAMPAIGN PURPOSES

12. In each election of Directors, the Board may hold a candidate's forum prior to the election where members will be provided an opportunity to meet and ask questions of the candidates. All candidates known to be standing for election will be invited to attend the forum. Attendance by the candidates is optional.
13. If the Association does not hold a candidates forum, all candidates for election and other members may reserve the Clubhouse to conduct campaign activities or advocate a point of view on an election or balloting issue pending before the membership. All candidates and members will be provided an equal opportunity to reserve the Association's facilities for these purposes. Reservations can be made by contacting the management company. No fees will be charged to any candidate or member for reservation of any common area facilities to conduct campaign activities or advocate a point of view on an election or balloting issue pending before the membership. All candidates or members reserving the common area facility are asked to leave the facility in a clean and undamaged condition.

VOTING BY SECRET BALLOT

14. Pursuant to Civil Code section 5100, elections regarding the following topics must be conducted by double envelope secret ballots pursuant to Civil Code section 5115: Assessments legally requiring a vote, election and removal of directors, amendments to the governing documents, the grant of exclusive use of common area, or any other topic expressly identified in the Association's operating rules. Voting by affirmation on any of these topics is prohibited. The Board has the right to determine whether other topics requiring a membership vote will be conducted using double envelope secret ballots.
15. Ballots may be submitted at any time from the Members' receipt of the ballot until the announced deadline or any extension thereof as set by the Inspector(s) of Elections. Ballots returned by mail are to be returned to the office of the management company unless otherwise specified by the Inspector(s) of Elections and so noted in the balloting materials.
 - a. The Inspector(s) of Elections shall have the right to verify the Member's information and signature on the outer envelope and to review the number of ballots collected prior to the deadline for voting and inform the Board of Directors of the number of ballots received. The Inspector(s) of Elections shall have the right to extend the voting deadline if there is an insufficient or possibly an insufficient number of ballots received. Voting envelopes shall not be opened as part of this review - only a review of unopened envelopes is allowed to verify the Member's information and determine the total number of ballots returned.
 - b. Once cast, ballots cannot be revoked or changed, even if the Member attends the meeting and seeks to change or withdraw his or her vote before the polls close.
 - c. The Board of Directors shall set a record date establishing those owners entitled to vote on any ballot. Should the Board fail to set a specific record date, the record date shall be the date the ballot was posted in the United States mail.
 - d. In accordance with the governing documents of the Association, members shall be entitled to one vote per unit, as appropriate, except in the election of directors where cumulative voting is allowed. Cumulative voting for directors shall be permitted in any secret ballot for the election of directors.
16. Ballots and two pre-addressed envelopes with instructions on how to return ballots shall be mailed by first-class mail or delivered by the Association to every member not less than 30 days prior to the deadline for voting. For the election of directors, ballots and voting envelopes will also be distributed at the annual membership meeting. The Association shall generally use as a model those procedures used by California counties for ensuring confidentiality of voter absentee ballots, including the following:
 - a. The ballot itself will not be signed by the voter, but will be inserted into an envelope that is to be sealed by the voter. This envelope is to be inserted into a second (outer) envelope that is sealed by the voter. In the upper left hand corner of the second envelope, the voter must print and sign his or her name, address (either address within the community or mailing address), and lot, or parcel, or unit number that entitles him or her to vote. The lack of a signature on the

second envelope will not invalidate that ballot if the Inspector(s) of Elections is able to determine the Member who submitted the ballot.

- b. The second (outer) envelope is to be addressed to the Inspector(s) of Elections, who will be tallying the votes. The envelopes are to be mailed or delivered by hand to the address specified by the Inspector(s) of Elections.
 - c. Balloting materials not completed in accordance with the instructions on or accompanying the balloting materials may result in the ballot being declared invalid, as determined by the Inspector(s) of Elections. The Inspector(s) of Elections shall have the right to count ballots submitted by owners failing to complete all of the above requirements so long as all ballots with similar defects are treated equally and so long as the Inspector(s) are able to verify that only one ballot per voting owner has been submitted.
 - d. Only the official ballots distributed by the Association will be counted. Unofficial ballots will not be counted.
 - e. If a candidate whose name is on the ballot withdrawals before the ballots are counted, the election will continue to go forward. However, the votes cast for a withdrawn candidate will not be counted.
17. Ballots shall be counted at a membership meeting of the Board or open Board meeting. Subject to reasonable restrictions established by the Inspector(s) of Elections to prevent interference with or intimidation of the Inspector(s) during the tabulation of the ballots, any candidate or other member of the Association may witness the counting and tabulation of the votes. No person observing the tabulation of the ballots may communicate with, interfere with, or in any way attempt to intimidate, harass or abuse the Inspector(s) or other person counting the ballots or assisting the Inspector(s).
18. Except as provided above, no person, including a member of the Association 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.
19. The candidate(s) receiving the highest number of votes shall be elected. In the event of a tie vote between candidates for the last position on the Board, the candidates subject to the tie vote shall agree to some other means of determining the winner of the vote, such as a coin toss or high card draw.
20. The results of the election shall be promptly reported to the Board of Directors of the Association and shall be recorded in the minutes of the meeting and shall be available for review by members of the Association. Within 15 days of the election, the Board shall publicize the results of the election in a communication directed to all members or by posting it in the Common Area.
21. Ballots will be retained by the Inspector(s) of Elections or the Inspector's/Inspectors' designee for one (1) year following the vote count. Thereafter, the Inspector(s) of Elections shall turn over all ballots to the Association, or its designated agent. At the conclusion of the one-year period, the ballots may, at the option of the Board of Directors, be destroyed.
22. The mailed secret ballots described in these Rules, once received by the Inspector(s) of Elections, will serve to establish a quorum at any meeting of Members.

PROXIES

23. Voting by proxy will be permitted in accordance with the provisions of the bylaws, although the Board of Directors need not prepare and distribute proxy forms with the election or voting materials. The Association will continue to honor proxies submitted in accordance with the bylaws. Proxies submitted to and accepted by the Association must conform to the requirements of the law. Proxy holders will be given a secret ballot to complete. Proxies are not secret and will not be counted as secret ballots.

INSPECTORS OF ELECTIONS

24. Inspector(s) of Elections may not be Board members or a candidate for election or related to or reside with Board members or the candidates for election. Inspector(s) of Elections are to faithfully perform their responsibilities so as to ensure that the announced results of the voting and/or election represent the true and honest votes of the members casting ballots.
25. The Board of Directors will appoint one or three Inspectors of Elections to oversee and certify the results of the voting. The Inspector(s) of Elections may be a person, business entity, or subdivision of a business entity who is currently employed or under contract to the Association for compensable services, including but not limited to, Association's managing agent. Any other qualified person or persons may also be appointed. Unless only outside consultants are engaged to serve as the Inspectors, at least one Inspector of Elections shall be a member of the Association, although all Inspectors of Elections may be members of the Association if so appointed by the Board of Directors. If not members of the Association, Inspectors of Elections may be compensated for their services. Members of the Association shall not be compensated for serving as Inspectors of Elections.
26. The Inspector(s) of Elections shall be responsible to:
 - a. Determine the number of memberships entitled to vote and the voting power of each;
 - b. Determine the authenticity, validity and effect of proxies;
 - c. Receive the ballots and determine the location to which all ballots are to be returned;
 - d. Hear and determine all challenges and questions to the balloting or election;
 - e. Count and tabulate all ballots;
 - f. Determine when the polls shall close;
 - g. Determine the results of the election or balloting;
 - h. Report the tabulated results of the election or balloting promptly to the Board of Directors;
 - i. Perform such other acts as may be necessary to conduct the election or balloting in fairness to all members and in accordance with all rules of the Association.

27. The Inspector(s) of Elections may appoint additional persons to assist in performing any of the above duties. Any such persons shall meet the qualifications for appointment as an Inspector of Elections.
28. The Board of Directors shall have the authority to remove and/or replace an Inspector of Elections at any time if an Inspector resigns or whenever the Board determines that an Inspector will not be able to perform his or her duties impartially and in good faith or if the Inspector ceases to meet the qualifications to serve as described above.
29. Inspector(s) of Elections shall have the authority to consult with the Association's legal counsel in the event of uncertainties in the interpretation or application of Civil Code section 5100, *et seq.*, these Rules and Procedures, the Association's governing documents or as might otherwise be necessary to ensure a fair election that complies with the law and the governing documents. All such consultations shall be protected by the Association's attorney-client privilege and shall be kept confidential from all persons other than the Board of Directors. Note, however, that neither the Inspector(s) of Elections nor the attorney shall disclose to others, including the Board, how a particular ballot is to be voted.

RECALL ELECTIONS

30. To initiate the recall of one or more directors or the entire Board, the Board must receive a recall petition for a special meeting for the recall election and signed by one or more Board members or at least 5% of the Association's Members calling for a special meeting for the recall election. The recall petition signed by at least 5% of the Association's Members must also include the Members' printed names and the addresses of their unit, for verification purposes. Any recall petition must set forth the reason(s) why the targeted Board member(s) or Board should be recalled.
31. Upon receipt of a legitimate recall petition, the Board will promptly appoint an Inspector(s) of Elections.
32. Within 20 days of the Board's receipt of a legitimate recall petition, the Board will notice the Members of and will set the time, date, and location of the special meeting to hold the recall election. The special meeting must be held between 35 and 90 days of the Board's receipt of the petition. The "20-day notice" will be a "save the date" notice, with the official notice being given when the ballots are mailed to the Members. The initial "save the date" notice will state the following: (i) the Board received a petition requesting a recall vote; (ii) the date, time and location of the recall meeting; (iii) the quorum required for the recall meeting; and (iv) a solicitation of candidates to run for election if the recall is successful. The official notice of the meeting will be sent to the Members once the candidates are known and the ballot finalized. If the Board does not set the date, time and place of the recall meeting and/or send out notice of the recall meeting within 20 days of receiving the petition, the Members or Board member(s) calling the recall meeting may independently set a date, time and place of the recall meeting and send out the notice.
33. Any recall election as well as any election for the replacement directors must be conducted by secret ballot according to Paragraph 16. The election for replacement directors will be held at the same time as the recall vote. As such, the Members will vote on two issues: (i) the recall of directors, and (ii) the replacement of directors. The Inspector(s) of Elections will tabulate the votes on the replacement of directors immediately following the recall vote, if the recall is successful.

34. In order to curb a potential superfluous use of Association funds, a recall election may not be initiated against a Board member(s) if the targeted Board member(s)'s term expires within 100 days from the date the Board received the recall petition unless the recall petition is petitioning to recall the entire Board.
35. The Association will facilitate the production of and pay for the cost of all recall election materials and the mailing of the same. If, however, a legitimate recall petition is received by the Board within twelve (12) months from the date of a prior recall election, whether the prior recall election was successful or not, the Association will again facilitate the production of all recall election materials and the mailing of same, but the cost of the recall election will be borne by the petitioning party.

MISCELLANEOUS

36. Other than the time frames set forth in Civil Code section 5100, *et seq.*, the time frames stated in these rules are guidelines, generally setting forth fair and reasonable procedures for the conduct of voting and elections. However, the failure of the Board or Inspectors to strictly adhere to these time frames will not invalidate any election or vote so long as the procedures used allow all members an equal opportunity to participate in the election or voting process.
37. At the discretion of the Board of Directors, the above Rules may be modified, delayed or repealed by the Board, in whole or in part, if the California State Legislature takes any action to change the content of Civil Code section 5100, *et seq.*, which would affect said Rules.