

**HILLER HIGHLANDS I ASSOCIATION
PROPOSED VOTING AND ELECTION RULES**

To: Members
From: Board of Directors
Date: January 29, 2020
Re: Proposed Voting and Election Rules

Pursuant to California Civil Code Section 4360, the Board of Directors of the Hiller Highlands I Association (“**Association**”) is mailing this proposed Voting and Election Rules (“**Election Rules**”) for a 28-day commenting period. Please send any comments to the Board member, Carole Anderson, by email at canderson@asaging.org, by **February 28, 2020**. After the 28-day commenting period has expired, the Board will adopt the Election Rules at a duly-noticed Board meeting. Upon adoption, the Election Rules will supersede and replace the previously adopted Election Rules.

The purposes and effect of the Election Rules are to incorporate new election procedures and requirements under Senate Bill 323, which specifies director qualifications and nomination procedures and prohibits a vendor (i.e. manager, attorney or CPA) under contract with the Association to act as inspector of election unless that contract is specifically for election services.

**HILLER HIGHLANDS I ASSOCIATION
VOTING AND ELECTION RULES**

Adopted on XXXXX____, 2020

Pursuant to California Civil Code Section 5100 *et seq.*, the Hiller Highlands I Association (“**Association**”) hereby adopts the following voting and election rules:

Voting

There is one (1) class of voting membership; all Members and persons with their general power of attorney shall be entitled to cast one (1) vote for each Condominium or Residence Lot owned.

Voting by proxy is allowed. Cumulative voting shall be prohibited.

Equal Access for Campaigning Purposes

All candidates and points of view are entitled to equal access to the membership in order to ensure fair campaigning procedures. Members shall have equal access to meeting places, newsletters, internet websites, and all other Association media, for purposes reasonably related to the election and at no cost to candidates. The Association, its Directors, officers, and agents shall be immune from liability for the content of such communications and the Association may add a disclaimer to any such communication, stating the content is solely the responsibility of the author and not of the Association.

Number and Qualifications to Serve on the Board of Directors

The Board shall consist of at least three (3) Directors. Candidates shall: (1) be a Member of the Association; (2) not have a past criminal conviction that would, if the person was elected, either prevent the Association from purchasing the fidelity bond coverage required by California Civil Code Section 5806 or terminate the Association’s existing fidelity bond coverage; and (3) be current in the payment of assessments (unless the candidate has paid under protest, entered into a payment plan or has not been provided the opportunity to engage in internal dispute resolution). Each Director shall serve for a term of one or two years. There shall be no limitation on the number of consecutive terms to which a director might be reelected.

Nominations to the Board

Approximately 105 days before a Director election, the Association shall send to all Members, by mail or electronic transmission (if email consent has been provided), a call for nominations. The call for nomination shall provide a deadline of at least thirty (30) days and provide a candidacy form for the candidate to disclose if how long he/she has been a record Owner and whether the Owner has been convicted of a crime and the nature of the crime. Any Member may nominate any other Member or may nominate himself or herself as a candidate by sending written notice to the Board. Nominations from the floor and write-in candidates shall be not be permitted because they are inconsistent with the nomination procedure set forth in California Civil Code Section 5115. If the state legislature amends the Civil Code to allow this Association to conduct elections by acclamation where the number of Board vacancies is equal to the number of candidates, then the Association will permit election by acclamation.

Voting by Secret Ballot

For those matters requiring a vote by secret ballot, secret ballots shall be distributed to the Members by first-class mail or hand delivery at least thirty (30) days prior to the deadline for voting

or meeting of the Members to consider the matter to be voted upon. At least thirty (30) days before the Director election, a copy of the election and voting rules shall: (i) be posted to an internet website and include the corresponding internet website address on the ballot together with the phrase, in at least 12-point font: "The rules governing this election may be found here:" or (ii) be served by individual delivery (mail, email or hand delivery).

Secret ballots shall use the double envelope method to assure the secrecy of the vote, *i.e.*, the ballot is not signed and is placed in a plain envelope which is sealed and placed in another envelope which identifies the Member by (i) name and address that entitles the Member to vote and (ii) is signed and dated by the Member.

In order to cast a vote, a Member must either (i) deliver (by mail or hand delivery) the completed secret ballot to the inspector of elections(s); or (ii) instruct a proxy-holder to vote on behalf of the Member; or (iii) attend the meeting (if any) and complete and submit the secret ballot at that time (but in no instance may a Member submit a secret ballot at a meeting after the inspector of elections(s) has commenced tabulation of the ballots).

Inspector(s) of Elections

The Board shall appoint either one (1) or three (3) independent and impartial third- party inspector(s) of elections to conduct elections. An inspector of elections may not be a Board member or a candidate for the Board or related to Board members or candidates for the Board but they may be Members of the Association. The inspector of election 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 (*i.e.* attorney, manager, CPA, etc.) other than serving as an inspector of elections.

The inspector(s) of elections shall perform all of the following functions:

- (1) Determine the number of memberships entitled to vote and the voting power of each.
- (2) Determine the authenticity and validity (verify voter list).
- (3) Receive ballots.
- (4) Hear and determine all challenges and questions in any way arising out of or in connection with the right to vote.
- (5) Count and tabulate all votes.
- (6) Determine when the polls shall close, consistent with the Governing Documents.
- (7) Determine the tabulated results of the election and report results to the Board.
- (8) Perform any acts as may be proper to conduct the election with fairness to all Members in accordance with the California Civil Code and Corporations Code, and all applicable rules of the Association regarding the conduct of the election that are not in conflict with the California Civil Code.

The sealed ballots shall remain in the custody of the inspector of elections until counted. All votes shall be counted and tabulated by the inspector of elections in public at a properly noticed open meeting of the Board of Directors or Members. The inspector of elections may appoint and oversee additional persons to assist in counting and tabulating votes. Any Member may witness the counting and tabulation of the votes.

Within fifteen (15) days of the election, the Board shall report the results of the election in a communication directed to all Members. Ballots shall be retained by the inspector of elections for one year following the election at which time the ballots shall be retained by the Association for three (3) years from the date of the election. In the event of a recount or other challenge, the inspector of election or the Association shall, upon written request, make the ballots available for inspection and review.