

**BIXBY HILL COMMUNITY ASSOCIATION
REVISED ELECTION RULES
ADOPTED OCTOBER 17, 2022**

Section	Purpose and Effect
Section 1. Application of Rules	This provision applies these election rules to all matters presented for a membership vote. The rule further provides that the election rules were intended to comply with <i>Civil Code</i> Section 5100 et seq.
Section 2. Membership Voting	This section describes the classes of voting membership as set forth in the Governing Documents.
Section 3. Record Date	This section fixes a default record date, determining member voting eligibility, to the date the ballots are mailed. Thus, unless otherwise set by the Board, members as of the date of mailing will be eligible to vote.
Section 4. Candidate and Directors Qualifications	Individuals who fail to meet these requirements will not qualify as an eligible candidate or may be removed from the Board.
Section 5. Nominations	Members may nominate themselves as a candidate. Additionally, every qualified member who returns a candidacy form by the deadline shall be included in the ballot mailer.
Section 6. Solicitation Materials.	All candidates shall have equal access to Association mailings, newsletters, and websites, if such access is provided. Notwithstanding, the Association limits the amount of content any individual candidate may provide for publication. The intended effect is to prevent excessive mailers and to create equity in the amount of material or space available to each of the candidates.
Section 7. Availability of Meeting Space.	The Association shall provide access to common area meeting space for any reason reasonably related to a membership vote. Notwithstanding, the Association may fulfill this obligation by hosting a "Meet the Candidates Night."
Section 8. Proxies.	This section states the Association's rules relating to the use of proxies.

Section 9. Ballots.	Ballots shall be distributed to each Member reflected on the membership list as of the record date. Ballots submitted by a person with general power of attorney for a Member, if valid and timely returned, will be counted by the Association.
Section 10. Inspector(s) of Election.	Persons or entities that fail to meet the requirements of this section may not serve as inspector of election. This rule also sets forth default procedures as to how the inspector(s) of election is/are selected.
Section 11. Meeting Conduct.	This rule sets forth the rules governing conduct at any election.
Section 12. Retention of Association Election Materials.	Association Election Materials will be retained by management, unless otherwise directed by the Inspector of Election.
Section 13. Vote by Acclamation	Permits election of directors by acclamation where permitted by statute.

BIXBY HILL COMMUNITY ASSOCIATION

ELECTION RULES AND PROCEDURES

1. **Application of Rules:** These rules shall apply to any meeting of the membership or solicitation of membership approval by a ballot vote (i) regarding matters specified in California Civil Code Section 5100(a), and (ii) any other matter unless the Association's Board of Directors has elected to conduct such vote or solicit such member approval for such other matter in accordance with California Corporations Code Section 7513, in which case the provisions of (A) Corporations Code Section 7513, (B) the Association's Bylaws, and (C) other applicable provisions of the California Corporations Code will apply to the exclusion of these Election Rules and Procedures. The Election Rules contained herein are intended to be in compliance with Civil Code Section 5100 et seq., and should be interpreted as such.
2. **Membership Voting:** Pursuant to the Association's governing documents, the Association voting membership is as follows: (A) Owners of single dwellings are entitled to one (1) vote for each building site or lot owned, for each director seat up for election; but where there is more than one (1) Owner, the vote for such single dwelling shall be exercised as such Owners determine among themselves, but in no event shall more than total number of votes entitled to be cast with respect each building site or lot owned, and in no event shall more than one (1) vote be cast for any single candidate; (B) Owners of the townhomes (Lot 201 of Tract 21067) are entitled to one-fourth (1/4) vote, totaling 30 votes, for each director seat up for election, but in no event can more than one-fourth (1/4) vote be cast for any single candidate; and (C) Owners of apartment (Lot 202 of Tract 21067) are entitled to eight (8) votes for each director seat up for election, but in no event may cast more than eight (8) votes for any single candidate.
3. **Record Dates:** The Board may fix a record date for notice and voting in accordance with Corporations Code Section 7511 or as addressed in the Bylaws. In the absence of a specific resolution of the Board, the record date for determining the right to receive notice and to vote shall be the date that ballots are processed for mailing. Each Owner is responsible for providing their ballot mailing address to the Association in advance of each election, if different than the mailing address on file with the Association and may verify their individual information at any time prior to five (5) days before the record date. Members are encouraged to review their personal information by the deadline set for submitting nominations of candidates to ensure Members review their personal information at least thirty (30) days before the ballots are mailed.
4. **Candidate and Director Qualifications:** The affairs of the Association shall be managed by a Board consisting of five (5) Directors.

Subject to Civil Code §5105, all Candidates and Directors for the Board must meet the following qualifications:

- a. Must be an Owner. If title to a separate interest is held by a legal entity, such entity may appoint a natural person to serve or vote on such entity's behalf by delivering evidence of an appropriate written appointment to the Association;

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- b. Must be current in the payment of all regular and special assessments. For the purposes of these election rules, “current” means no regular or special assessment is past due by more than thirty (30) days, or such period of time as is specifically defined in the Association’s collection policy;
- c. May not hold a joint ownership interest in the same separate interest as any other candidate or incumbent director;
- d. Must have been a Member of the Association for at least one year prior to nomination; and
- e. If the Association is aware or becomes aware of a past criminal conviction that would, if the Candidate were elected or seated as Directors, either prevent the Association from purchasing the fidelity bond coverage required by Civil Code §5806 or terminate the Association’s existing fidelity bond coverage.

5. **Nominations:** Nomination for election to the Board may be made from any qualified Member. Any Member may nominate themselves as a Candidate. Every qualified Member returning a candidacy form by the deadline established in any candidate solicitation shall be included on the ballot and in any associated ballot materials. Nominations from the floor are permitted.

In the absence of a more specific appointment by the Board, a Nominating Committee shall consist of the Board President and Secretary. The Nominating Committee shall accept into nomination for election to the Board those qualified candidates who submit a timely candidacy statement.

6. **Solicitation Materials:** Every Candidate and Member shall have equal access to the Association mailings, newsletters, and website during a campaign, if any such access is provided, for the publication of viewpoints reasonably related to any issue presented for membership vote.

- a. **Content:** The Association does not edit or redact any content provided by a Candidate or Member. The Candidate or Member creating such content, and not the Association, is responsible for any published statement.
- b. **Limitation on Publication Space Made Available:** So long as each Candidate and/or Member is provided the same opportunities for publication, the Association may restrict the availability of any publication by limiting the printing space made available or the number of words that will be included from each Candidate or Member included in the publication. In the absence of any other limitations adopted by the Board for any particular matter, each Candidate and/or Member shall be limited to no more than 200 words for any one publication. The Board may, in its sole discretion, present a candidacy questionnaire with questions for all interested Candidates and/or Members to complete. If such a questionnaire is provided, then the Association will only print the answers to such questions and may impose a limitation upon the number of words for the response to any question presented.

7. **Availability of Meeting Space:** Access to common area meeting space shall be made equally available, at no cost, to all Candidates and/or Members desiring to use such space for any reason reasonably related to a membership vote. The Association may meet the requirements of this section

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by hosting a “Meet the Candidates Night”, or other such special meeting, so long as every Candidate and/or Member is provided with an equal opportunity to participate in the event.

8. **Proxies**: Every member entitled to cast a vote at a meeting of the members shall be entitled to vote either in person, or by proxy. In order to be valid, proxies must satisfy the requirements of California Civil Code Section 5130 and applicable California Corporations Code provisions. The granting of a proxy shall not authorize the retrieval of any ballot previously cast. Ballots, once cast, are final and irrevocable.

9. **Ballots**: Ballots, once cast, are final and irrevocable. In the absence of a more specific determination by the Inspector(s) of Election, the Inspector of Election shall be designated as the location for the return and receipt of ballots, and, further, shall retain the Election Materials, as defined below, on behalf of the Inspector(s) of Election.

- a. **Voting Period**: The voting period shall commence when the first ballot is mailed or delivered to a Member, and shall end when polls close as specified in the notice or ballot, or as otherwise determined by the Inspector(s) of Election. To be counted, ballots must be received before the polls close.
- b. **Distribution of Ballots**: A ballot shall be distributed to all Members (or a person with general power of attorney for a Member) who are record owners as of the record date, as defined herein. A ballot submitted by a person with general power of attorney for a Member, if validly completed and returned before the polls close, shall be accepted and counted.
- c. **Replacement**: If a Member loses his or her ballot, a replacement will be provided to the Member if a ballot from the Owner has not already been received. Extra ballots are not otherwise provided. While the Inspector of Election may disclose the number of ballots received, a list identifying which Members have or have not voted will not be provided upon request.

10. **Inspector(s) of Election**: Prior to the presentation of any issue to the Members for a membership vote, the Board may appoint one (1) or three (3) Inspector(s) of Election. In the absence of a specific appointment by the Board, or in the event that an appointed Inspector is unable or unwilling to serve, then the Members in attendance at any duly held meeting of the Members at which a quorum is present may elect an Inspector or Inspectors to serve.

Any Inspector(s) of Election must be an independent third party. An independent third party may not be a person, business entity, or subdivision of a business entity who is currently employed or under contract to the Association for any compensable services other than serving as an Inspector(s) of Election. An Inspector may not be: (1) a Director; (2) a Candidate; (3) a Director’s relations; or (4) a Candidate’s relations.

The Inspector(s) of Election may appoint and oversee additional persons to verify signatures and to count and tabulate votes as the Inspector(s) of Election deem appropriate, provided that the additional persons satisfy the eligibility requirements for service as an Inspector of Election.

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The authenticity, validity and effect of all proxies and ballots shall be determined by the Inspector(s) of Election. An Inspector of Elections shall perform all duties impartially, in good faith, to the best of the Inspector of Election's ability, as expeditiously as practical.

- 11. Meeting Conduct:** Any counting of ballots shall be done at an open meeting of the membership or the Board of Directors. Any Candidate or Member may observe the count, but shall stand at least five feet away from the Inspector(s) of Election. No person may harass, cajole or otherwise interfere with the Inspector(s) of Election while the count is taking place. Persons not specifically authorized to do so may not touch any secret ballot or other election materials. All ballots will be made available for inspection by any Candidate or Member during regular business hours at the Association's management office once the meeting is concluded. Any person violating this section may be asked by the Inspector(s) of Election or the meeting chair to leave the meeting to prevent further disruption.
- 12. Retention of Association Election Materials:** In the absence of a more specific determination by the Inspector(s) of Election, the Association's management company shall prepare and retain the association election materials (i.e., the candidate registration list, voter list, ballots, signed voter envelopes, and any proxies) for a period as required by California law.
- 13. Vote by Acclamation:** Vote by acclamation is permitted provided the requirements of California Civil Code section 5103, as may be amended from time to time, are met.