

## THE BOARD OF DIRECTORS

### ELECTIONS RULES, MEETING NOTICES, AND VOTING PROCEDURES RESOLUTION

#### AMBER LAKES HOMEOWNERS ASSOCIATION, INC.

The following resolution has been adopted by majority vote of the Board of Directors at a special meeting of the Board of Directors.

WHEREAS, the Covenants, Conditions and Restrictions of Amber Lakes Homeowners Association require all homeowners of real property within said community to abide and adhere to all rules and regulations as outlined, and

WHEREAS, said Covenants, Conditions and Restrictions provide the Association's Board of Directors with the power and authority to take necessary action to enforce the rules and regulations as outlined, and

WHEREAS, the Board of Directors deems it to be in the best interest of the Association and all the Association's members to establish policies and practices relative to the Association's and members' rights.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors does hereby adopt the following procedures and policies for Elections Rules, Meeting Notices, and Voting Procedures Policy of the Association.

#### I. MEETING OF THE MEMBERS

1.1. LOCATION. The principal office of the corporation shall be in East Baton Rouge Parish, State of Louisiana. The meetings of Members and Directors may be held at such places within the Parish of East Baton Rouge, as may be designated by the Board of Directors. The Board of Directors shall have the authority to change the location of the principal office of the Association from time to time.

1.2. MEMBERS OF THE ASSOCIATION. Every person who is a record Owner of a lot by acceptance of title thereto, whether so expressed in the act of conveyance, is subject by Restrictions of record to assessment by the Association shall be a member of the Association. Ownership of such lot shall be the sole qualification for Membership. Proof of Membership, such as the Act of Sale, shall be provided to the Secretary of the Association or other designated representative prior to any rights of Membership being exercised.

1.3. PLACE OF MEETINGS. Meeting by the Board of Directors shall be decided by the President, or another Director if the President cannot attend. Meetings of the Members may be held at any place specified in the notice of the meeting. *La R.S. 12:229*

1.4. REGULAR MEETINGS. The Board shall meet at least semi-annually to conduct the business of the Association.

1.5. SPECIAL DIRECTORS' MEETING. Special meetings of the Board of Directors may be called by the President or by majority vote of the Board Directors, or by request of a Committee and upon at least forty-eight (48) hours' notice to each Director given personally, by mail, telephone, fax transmission, or electronic mail (e-mail) which notice shall state the date, time, place, and purpose of the meeting. A director may participate in an annual, a regular, or a special meeting of the Board of Directors by, or by, any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating by this means is considered present in person at the meeting.

1.6. SPECIAL MEETINGS OF THE MEMBERS. Special meetings of the members may be called by the President, the board of directors or any person so authorized in the articles or bylaws. At any time, upon written request of any person entitled to call a special meeting, the secretary shall call a special meeting of the members to be held at the time which the secretary fixes, not less than ten or more than sixty days after the receipt of the request. If the secretary neglects or refuses to issue the call, the person making the request may do so. At any meeting of the members, a list of members entitled to vote, arranged alphabetically, and certified by the secretary shall be produced on the request of any member. This list shall be prima facie evidence of its contents, and of the right of the members listed therein to vote. *La. R.S. 12:229*

1.7. ANNUAL MEETING OF THE MEMBERS. The annual meeting of the members shall be held on the Fourth (4<sup>th</sup>) Thursday in the month of October of each year, or the first business day thereafter when such day is a generally observed business holiday. At such meeting, the members will receive the election results for newly elected Board Members and the results for propositions, if any. The directors have the discretion to change the date, time, and location of this meeting from time to time. Failure to hold the annual meeting at the designated time shall not work any forfeiture or dissolution of the Corporation. If the annual meeting has not been called and held within six months after the designated time, the meeting may be called by any ten members of the Association. *La. R.S. 12:229*

1.8. NOTICE OF MEETINGS. It shall be the duty of the Secretary or any officer or Director or agent to cause written notice of the time, place and purpose of the meeting to be given to all members entitled to vote at such meeting, at least ten (10) days and not more than sixty (60) days prior to the day fixed for the meeting. Notice of the annual meeting need not state the purpose thereof, except if specified actions are to be taken. If such written notice is placed in the United States mail, postage prepaid, and addressed to a member at his last known address, notice shall be deemed to have been given him. Notice of any meeting may be waived in writing by any member at any time; the written waiver need not specify the purpose of or the business to be transacted at the meeting; and such notice shall be deemed to have been given to, or waived by, all members present at any such meeting except any member who, at the beginning of the meeting, objects to the transaction of any business because the meeting is not lawfully called or convened.

Notice need not be given to any member with whom communication is made unlawful by any law of the United States of America, or by any rule, regulation, proclamation or executive order issued under any such law; and any action or meeting taken or held without notice to any such member shall have the same force and effect as if notice had been given to him as otherwise required. In the event there occurs the accidental destruction or accidental loss of corporate records, or other similar exigency, if the corporation is unable to give notice of a meeting to its members at their last known addresses, notice shall be given by advertisement at least thirty days prior to the meeting and again twice within thirty days of the meeting, in a daily paper published in the parish in which the corporation is domiciled, if there exists such a paper, or published for four consecutive weeks prior to the meeting in a weekly paper published in the parish in which the corporation is domiciled. In the absence of a daily or weekly paper, notice shall be given by posting of the notice in the principal meeting place of the corporation, or at the parish courthouse door in the absence of such a meeting place. *La. R.S. 12:230.*

Written notice may be delivered by either such method, including the use of electronic delivery or electronic mail (e-mail) or new technology, personal delivery, or by U.S. mail and shall be considered as notice served. The sender and the receiver must have consented in writing to the use of such forms of electronic transmission. *La R.S. 12:1-141(D) La R.S. 12:1-141(J)*

1.9. **USE OF TECHNOLOGY.** Due to the ongoing development of new technologies and corresponding changes in business practices, to the extent permitted by law now or in the future (a) any notice required to be sent or received, (b) any signature, vote, consent, or approval required to be obtained, or (c) any payment required to be made under the Association documents may be accomplished using the most advanced technology available at that time if such use is a generally accepted business practice. Documents or notices sent to or received from individual members via electronic transmission must be retrieved and stored in an electronic file in a format that allows for printing and usually kept by the Secretary. Electronic mail (e-mail) shall be delivered to an address specified in writing by the member and shall be considered delivered at the time of transmission. The sender and the receiver must have consented in writing to the use of such forms of electronic transmission. *La R.S. 12:1-141(D), La R.S. 12:1-141(J)*

1.10. **SIGNATURE REQUIREMENT.** Any requirement for a signature under the Association documents may be satisfied by a digital signature meeting the requirements of applicable law.

1.11. **MINUTES.** Minutes of all meetings of the Members shall be kept and made available for inspection by the Members, Voting Members, Directors, and Institutional Mortgagees at all reasonable times. The Association shall retain minutes at least seven (7) years after the date of the meeting the minutes reflect. Electronic records shall be kept and made available in the same method as minutes.

1.12. **RECORDINGS OF MEETINGS.** Recording any meeting may be allowed by following the policy for recording meetings. The Secretary or assistant secretary may record the meetings for the purpose of transcribing the minutes of the meetings and is exempt from the policy.

## II VOTING

2.1. VOTING RIGHTS. Voting rights are based on one vote per lot. When more than one person holds title, all such persons collectively shall be the Member. The vote shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any property. The Association shall be entitled to presume that any ballot tendered by one or more Owners of the property was the result of agreement by all other Owners. If conflicting ballots are cast by Owners, none shall be counted.

2.2. SUSPENSION OF MEMBER RIGHTS. Members are subject to suspension of their right to vote and the right to serve on the board of directors or serve on a committee when their assessment payments and dues are delinquent more than sixty (60) days from the due date, or when an unresolved violation occurs of the Association's governing documents. Members have the right to appeal the suspension, except when the suspension is a result of delinquent assessment payments.

2.3. QUORUM. Twenty percent (20%) of the members of the Association, with active voting rights, and present in person at a meeting of the members shall constitute a quorum for the transaction of business despite the subsequent withdrawal or refusal to vote of any member. *La R.S. 12:231*

2.4. ADJOURNMENT OF MEETING. Adjournments of any annual or special meeting of members may be taken without new notice being given, unless a new record date is fixed for the adjourned meeting, but any meeting at which directors are to be elected shall be adjourned only from day to day until such directors have been elected *La R.S. 12:230*.

2.5. MEMBER VOTING. Members, in good standing, shall have the right to cast one vote as the registered owner of the property. All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place. *La R.S. 12:232*.

2.6. PROXY VOTING. Proxy voting is not allowed.

2.7. ELECTRONIC VOTING. Any action that may be taken at a meeting of members may be taken without a meeting, if the Association delivers a written ballot to every member entitled to vote on the matter that (1) sets forth each proposed action; and (2) provides an opportunity to vote for or against each proposed action. Any requirement that any vote of the members be made by written ballot may be satisfied by a ballot submitted by electronic transmission, including electronic mail (e-mail), or electronic voting software, provided that such electronic transmission shall either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the member. Electronic transmission shall be delivered to an address specified in writing by the member and shall be considered delivered upon transmittal. Votes shall be decided by simple majority vote; however, the number of electronic votes must meet the same twenty percent (20%) quorum requirements. E-mail ballots and e-vote ballots shall be stored in an electronic file, external hard drive, flash drive, or discs for the Association and usually maintained by the Board Secretary. The electronic record must be in a format that allows printing. *La R.S. 12:1-141(D), La R.S. 12:1-141(J)*.

2.8. SECRET BALLOTS. Secret ballots shall be written and for member votes, delivered individually either by electronic voting software or electronic transmission (e-mail) regarding:

- assessment increases requiring member approval; and/or
- election or removal of directors; and/or
- amendment of the governing documents; and/or
- the grant of exclusive use of common area to less than all members.

### III ELECTION OF DIRECTORS

3.1. NOTICES BY MAIL OR INDIVIDUAL DELIVERY. The Association must provide notice to members that the vote may be conducted by electronic means. It shall be the duty of the Secretary or any Officer or Director or management company to deliver written notices for the annual meeting date, the deadline for receipt of the completed Director Candidate Profile, the election date, and the record date. The record date is the date that members having the right to vote is determined by the Board of Directors. Written notices shall be delivered at least ten (10) days and not more than sixty (60) days prior to the day fixed for the annual meeting date and may be delivered by electronic transmission mail (e-mail), personal delivery, or by regular mail and will include a blank ballot and Director Candidate Profile Form. Notices delivered in person or by regular mail will also include a return envelope with their name, address, and place for signature.

3.1.1. WRITTEN NOTICES TO MEMBERS; shall be delivered no later than the Fourth (4<sup>th</sup>) Thursday in the month of September of each year, or the first business day thereafter when such day is a generally observed business holiday. These notices shall include all the following information:

Deadline Notice of Election & Candidate Profile Form.....	4 <sup>th</sup> Thursday in August
Deadline for Entry for Director Candidate Profile Form.....	2 <sup>nd</sup> Thursday in September
Deadline Official Notice Annual Meeting & Sample Ballot.....	4 <sup>th</sup> Thursday in September
Record date for Voting .....	2 <sup>nd</sup> Thursday in October
Election Date for Board Candidates and Proposals.....	3 <sup>rd</sup> Thursday in October
Date of Annual meeting for Election Results.....	4 <sup>th</sup> Thursday in October

3.2. "DIRECTOR CANDIDATE PROFILE FORM". The Director Candidate Profile Form must be completed by a member to be eligible to participate in the election of members of the Board of Directors. Further eligibility includes candidates who:

- 1) consented to nomination; and
- 2) meet the qualifications to serve on the Board of Directors; and
- 3) confirmed their willingness to run for election to the Board of Directors; and
- 4) returned the "Director Candidate Profile Form" by the due date.

Completed forms must be received no later than 6:00 pm of the thirtieth (30<sup>th</sup>) day prior to the day fixed for the annual meeting date. Forms may be received by e-mail, personal delivery in the drop-box, or by regular mail. The deadline for entry must be printed at the bottom of the form and no additional candidate forms shall be accepted past the deadline date and time.



3.3. SAMPLE BALLOTS. Following the Candidate Profile Form deadline, the Board shall review the completed forms to ensure the eligibility requirements for Directors were met and a sample ballot should be made within fifteen (15) business days. The sample ballot shall contain a list of qualified Candidates' in alphabetical order by last names and the number of vacant seats to be filled on the Board of Directors, and any proposition(s) requiring member votes.

3.4. DELIVERY OF SAMPLE BALLOTS. Upon completion, the sample ballots should be delivered to each eligible member and may be posted on the HOA's private group page on social media at least ten (10) days prior to the record date for voting.

3.5. RECORD DATE FOR VOTING. The record date is the date that members having the right to vote is determined by the Board of Directors.

3.6. QUALIFICATIONS OF DIRECTORS. Each member must meet all qualifications listed below to be placed on the ballot for election to serve on the Board of Directors:

- must have owned the property for a minimum of one year; and
- must be at least eighteen (18) years of age; and
- must be current with payment of all monies owed to the Association; and
- must not be in litigation with the Association; and
- must be knowledgeable and compliant with the governing documents of the Association; and
- must not be a convicted felon; and
- someone who has shown active participation in the activities of the Association; and
- someone who conducts themselves in a manner consistent with the rights, principles, ethics, and responsibilities adopted by the Association.

3.7. ELECTION DAY. The date of elections may be scheduled any number of days prior to the annual meeting date, but only after the record date of voting has been set. On election day, voting will begin at 6:30 am and end no later than 6:30 pm on the same day. All ballots must be received no later than 6:30 pm on election day. Members may elect one candidate to fill each vacant seat.

(For example: If there are six candidates and two seats vacant on the Board then, each member will select two candidates for the two vacant seats). Once voting has ended, election results from the voting software will be tabulated, and paper ballots will be reviewed for accuracy.

The envelopes, containing paper ballots, must be sealed, and signed by the member to be counted or otherwise discarded. It is recommended, but not required, that two current Board Members and two candidates together should oversee and document the election results from the electronic voting software, individual (e-mail) ballots, and paper ballots contained inside sealed envelopes. The election results from the voting software and the individual emails must be kept with the paper ballots and envelopes in an electronic file, external hard drive, flash drive, or discs for the Association and in a format that allows printing. Records are usually held by the Secretary. The election results will be announced at the annual meeting, by email, or posted on the HOA's private group page on social media.

Ballots may include proposition(s) requiring member votes. Propositions shall be decided by majority vote. Elections shall be had by plurality (the number of votes cast for a candidate who receives more than any other but does not receive an absolute majority).

3.8. ELECTION BALLOTS BY ELECTRONIC VOTE. Election ballots must include the names of qualified candidates in alphabetical order by their last names. The number of vacant positions must be listed on the election ballot and the member may elect one candidate for each vacant position. Propositions may be added on the election ballot for member approval. Electronic votes may be taken, if the Association delivers a secret written ballot to every eligible member that (1) sets forth each proposed action; and (2) provides an opportunity to vote for or against each proposed action. Any requirement that any vote of the members be made by written ballot may be satisfied by a ballot submitted by electronic transmission, including electronic mail (e-mail), or electronic voting software, provided that such electronic transmission shall either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the member. E-mail ballots, electronic voting software, and e-vote ballots must be stored in an electronic file for the Association, usually maintained by the Board Secretary. The electronic records must be in a format that allows printing. Both sender and receiver must have consented in writing to the use of such forms of voting by electronic transmission.

3.9. ELECTION BALLOTS BY MAIL. Completed ballots must be placed inside the return envelope, provided by the Association, with the name, address, and a place for signature on it. The envelope must be sealed and signed by the member to be counted or otherwise discarded. The envelope may be placed in the locked drop-box on the message board located on the common property of the Association.

3.10. ELECTION TIE BREAKER. The candidates receiving the highest number of votes, up to the number of directors to be elected, shall be elected as directors, and shall take office immediately following their election. In the event there is a tie vote between those candidates who received the lowest number of votes necessary to qualify the candidate for election, the tie shall be broken by drawing lots.

#### IV DIRECTORS

4.1. DIRECTOR'S POWERS AND DUTIES. The Board of Directors, subject to the exercise of reasonable discretion evenly applied, shall perform and execute, for and on behalf of the Association all the duties which have been delegated to it as set forth in the Association's governing documents, in addition to those duties required by law.

The Board of Directors' have the discretionary responsibility to:

- a) maintain a complete and detailed record of all the Association's transactions and acts and furnish said records (allowed by law) to the members; and
- b) adopt and amend reasonable and enforceable rules and regulations to provide certainty and order, protect the freedom and safety of residents, interpret provisions found in governing documents, and protect commonly owned resources; and
- c) adopt policies and procedures for the management and operation of the common interest of members or the conduct of business and affairs of the Association; and
- d) exercise their powers and duties in good faith and in the best interest of the Association and members; and
- e) suspend a member's right to vote, serve on the board member and/or a committee; and
- f) impose the contractual maintenance and other assessments against each property; and
- g) maintain adequate liability and hazard insurance on all property owned by the Association; and
- h) indemnify a past or present director, officer, or committee member of the Association to the extent such indemnity is required or permitted by state law, the articles, the restrictions, or the bylaws; and
- i) delegate powers to any committees, officers, agents of the Association; and
- j) adopt and amend bylaws to provide for the administration of its' rights, duties, and obligations consistent with law and the provisions of the bylaws and the act of restrictions; and
- k) establish standards for the operation and governance that serve as guiding principles for both volunteer leaders and members of the Association; and
- l) remove a member of the board or committee; and
- m) adopt a notice and hearing requirement procedure for member appeals; and
- n) adopt the use of electronic technology for delivery and receipt of general and official Association documents and for storage of records; and
- o) adopt electronic voting for elections and member voting; and
- p) enforce the governing documents, including attaching monetary penalties; and
- q) adopt payment plans for assessments, late and NSF fees, interest, fines, and hardship programs; and
- r) contract and supervise managers, attorneys, professional accountants, independent contractors, or such other contractors as the Board of Directors may deem necessary to perform its functions.
- s) manage any other matters on behalf of the Association.

4.2. COMPENSATION. Directors shall serve without compensation except for payment of actual expenses incurred in the performance of their duties. Expenses shall be reimbursed upon receipt of actual expenses.

4.3. NUMBER OF DIRECTORS. The Board of Directors shall consist of no more than seven (7) and no less than three (3) elected Directors.



4.4. **TERM OF OFFICE.** Each elected Director shall serve a minimum term of two (2) years. The terms in office shall be staggered so not more than two Directors' terms will expire during the same fiscal year. No Director shall be elected for a longer single term than five (5) years. Despite the expiration of a director's term, the director continues to serve until a successor is elected and qualifies.

4.5. **VACANCIES.** Vacancies in the Board of Directors caused by any reason, other than the removal of a Director by a majority vote of the membership, may be filled by vote of the majority of the remaining Directors, even though they may constitute less than a quorum; and each person so elected shall serve out the unexpired portion of the term.

4.6. **REMOVAL OF DIRECTORS.** Any or all the directors may be removed for cause by majority vote of the members or by action of the Board. Directors may be removed without cause only by majority vote of eligible members.

4.7. **RESIGNATION.** A director may resign at any time by giving written notice to the Board of Directors and the resignation shall take effect upon receipt of said notice, unless stated otherwise.

4.8. **ACTION WITHOUT A MEETING.** Any action by the Board of Directors required or permitted to be taken at any meeting may be taken without a meeting if all the members of the Board of Directors shall individually or collectively consent in writing of such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors. For the purposes of this Section, electronic mail (e-mail) communication by and between the Board of Directors shall be deemed a "writing" and shall expressly satisfy the requirement.

4.9. **SPECIAL DIRECTORS' MEETING.** Special meetings of the Board of Directors may be called by the President or by majority vote of the Board Directors, or by request of a Committee and upon at least forty-eight (48) hours' notice to each Director given personally, by mail, telephone, fax transmission, or electronic mail (e-mail) which notice shall state the date, time, place, and purpose of the meeting. A director may participate in an annual, a regular, or a special meeting of the Board of Directors by any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating by this means is considered present in person at the meeting.

4.10. **FIRST DIRECTORS' MEETING.** The first meeting of each newly elected board of directors should be held immediately following the annual meeting of members, and no notice of such meeting shall be necessary to the newly elected directors in order legally to constitute the meeting, provided a quorum is present; or they may meet at such time and place as fixed by the consent in writing of all of the directors, or by notice given by the majority of the remaining directors.

*Section 8.11. QUORUM.* At all meetings of the Board of Directors a majority of the Directors shall constitute a quorum for the transactions of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If at any meeting of the Board of Directors there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At such adjourned meeting, any business which might have been transacted at the meeting as originally called may, be transacted without further notice.

4.11. **PARTICIPATION.** A director may participate in an annual, a regular, or a special meeting of the Board of Directors by or through use of any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating by this means is considered present in person at the meeting.

4.12. **E-VOTE.** Voting by electronic mail (e-mail) is permitted under these bylaws. Board of directors have the right to submit a vote within a specified period (no less than 48 hours, no more than seven (7) calendar days). Vote by electronic mail (e-mail) may be conducted in the following manner:

a) The President or any three (3) Directors may request a vote via electronic mail (e-mail).

Directors shall have three (3) options regarding their vote:

- 1) Vote to pass the motion
- 2) Vote to reject the motion
- 3) Express the opinion that the motion is not amenable to an electronic vote.

b) If any member objects to the electronic vote, the motion would remain subject to the "in-person" quorum voting rules. If no objections are received, a simple majority of all Board Directors is required to pass the vote, except when voting on the decision of hardships.

c) All Directors must have access to electronic mail (e-mail), and it is the responsibility of each director to inform the President of the correct e-mail address for purposes of correspondence and voting.

4.13. **EXECUTIVE COMMITTEE.** There shall be no executive committee.

## V OFFICERS

5.1. **DESIGNATION.** The principal officers of the Association shall be a President, a Secretary, and a Treasurer, all of whom shall be elected by the Board of Directors and all of whom shall be Directors. The offices of Secretary and Treasurer may be filled by the same person. The board may choose to elect a Vice-President to serve as an officer.

5.2. **ELECTION OF OFFICERS.** The officers of the Association shall be elected annually by the Board of Directors at the organization meeting of each new Board and shall hold office at the pleasure of the Board of Directors.

5.3. **TERM OF OFFICE.** Officers shall assume their duties at the close of the meeting at which they are elected. Officers shall serve for a term of one (1) year or until their successors are elected.

5.4. **VACANCY IN OFFICE.** A vacancy in any office, except President, may be filled by the Board of Directors.

5.5. **REMOVAL OF OFFICERS.** Upon an affirmative vote of a majority of the members of the Board

of Directors, any officer may be removed either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board of Directors called for such purpose.

5.6. DUTIES. Officers shall perform the duties provided in this section and such other duties as are prescribed for the office in the bylaws.

5.7. PRESIDENT. The President shall be the chief executive officer of the Association and shall preside at all meetings of the members and of the Board of Directors. Subject to the approval of the Board of Directors, the President shall have all the general powers and duties which are usually vested in the office of president of a corporation, including, but not limited to, the power to nominate committees from among the members from time to time as he may, in his discretion, decide are appropriate to assist in the conduct of the affairs of the Association. Every committee shall include at least one Director who will serve as Chairman of the Committee, who shall be nominated by the President and approved by the Board. The President shall serve as an ex-officio member of all committees. The President will be the liaison between the Association and the property management company.

5.8. SECRETARY. The Secretary is responsible for preserving the Association's history, maintaining its records and protecting it from liability. The Secretary should be efficient, well organized, and have a commitment to the future of the Association. The Secretary shall:

- a) record minutes for all meetings of the Association; and
- b) record all votes and minutes of all proceedings in a book to be kept for that purpose; and
- c) give or cause to be given notice of all meetings of the Members and of special meetings of the board, prepare agendas; and
- d) be responsible for preparing and making available a list of Association members entitled to vote, and
- e) attest the execution by the Corporation of deeds, leases, agreements, and other official documents; and
- f) maintain all Association documents and records in a proper and safe manner as required by state law; and
- g) perform such other duties as may be prescribed by the board.

5.9. TREASURER. The Treasurer shall:

- a) have charge and custody of, and be responsible for, all funds, notes, securities, and other valuables of the Association; and
- b) collect assessments, fees, and penalties; and
- c) maintain complete and accurate accounts of receipts and disbursements in the Association books, showing accurately, the financial condition of the Corporation; and
- d) deposit all money and other valuables in the name and to the credit of the Association in such depositories as may be designated by the board; and
- e) disburse the funds of the Association as may be ordered or authorized by the board and preserve proper vouchers for such disbursements; and
- f) prepare budgets; and
- g) render a full financial report at the annual meeting of the members if so requested; and

h) perform such other duties as are given to him by these Bylaws or as from time to time are assigned to him by the board or the President.

5.10. ASSISTANT OFFICERS. The Board of Directors may from time to time designate and elect assistant officers who shall have such powers and duties as the officers whom they are elected to assist shall specify and delegate to them, and such other powers and duties as these bylaws or the Board of Directors may prescribe.

## VI COMMITTEES

6.1. AUTHORITY. The Board of Directors may from time to time create and appoint standing, special or other committees to undertake studies, make recommendations and carry on functions for the purpose of efficiently accomplishing the purposes of the Association.

### 6.2. ARCHITECTURAL CONTROL COMMITTEE.

6.2.1. Designation. In accordance with the provisions of the Act of Restrictions, the Board of Directors shall designate and appoint members from time to time to serve as the Architectural Control Committee, (hereinafter referred to the "ACC").

6.2.2. Terms and Qualifications. The Committee shall be comprised of no more than three (3) members, one shall be a board member and the Chairman of the Committee. The term for each member shall be one (1) year.

6.2.3. Vacancy and Removal of Committee Member. A member has the right to resign, at which time, the Chairman shall appoint an eligible member to fill the vacancy.

6.2.4. Powers and Duties. The Architectural Control Committee has the power to:

- a) enforce the rule restrictions, send written violation notices, and impose fines; and
- b) review members' request forms for alterations of property; and
- c) allow members the right to appeal, conduct hearings prior to self-help measures; and
- d) charge the owner a reimbursement assessment for self-help measures on a property; and
- e) use their discretion to impose fine frequencies and amounts; and
- f) delegate certain responsibilities and authority to the HOA Manager.

6.3. ETHICS OF COMMITTEES. Each committee shall make reports as necessary to the Board. Any Committee Member who refuses to cooperate fully with an ethics investigation shall no longer be eligible to serve in the office and/or committee.

6.4. REMOVAL OF COMMITTEE MEMBER. Any Committee Member found to have committed a violation of the Code of Ethics shall immediately be removed from office.

6.5. OTHER COMMITTEES. The Board of Directors may designate from among its members



committees, each consisting of one (1) or more directors or directors' assistants, by resolution adopted by majority vote of the entire board. Each committee shall serve at the pleasure of the board.

## VII POST-ELECTION MATTERS

7.1. ANNUAL MEETING: shall be held on the Fourth (4<sup>TH</sup>) Thursday in the month of October of each year, or the first business day thereafter when such day is a generally observed business holiday. (The place and time may be changed at the discretion of the Board).

### 7.1.1 CALL TO ORDER

### 7.1.2 INTRODUCTIONS

#### (a) CURRENT BOARD MEMBERS

#### (b) MANAGEMENT COMPANY REPRESENTATIVES

### 7.1.3 OFFICER REPORTS

### 7.1.4 OPEN DISCUSSION/HOMEOWNER FORUM

### 7.1.5 OPEN ITEMS FROM LAST MEETING

### 7.1.6 ELECTION RESULTS

### 7.1.7 ADJOURNMENT TO FIRST MEETING OF THE BOARD

### 7.1.8 ELECTION OF OFFICERS BY BOARD OF DIRECTORS

### 7.1.9 ADJOURNMENT OF MEETING

7.2. FIRST MEETING OF THE BOARD. The Board shall meet to select the officers of the Association immediately after or as soon as practicable after, the results of the election for Board members are announced. If the meeting of the Board for selection of officers occurs at a separate meeting from the one where the directors were elected, the Board shall give notice to all members consistent with notice requirements. Notice of the organizational meeting shall be given at the same time as the annual meeting.

7.3. PUBLICIZE ELECTION RESULTS. Within fifteen (15) days of the election, the Board shall publicize the tabulated results of the election in a communication directed to all members.

7.4. NOTIFICATION TO OWNERS. The Association shall cause all owners to be notified of this resolution and Elections Rules and Voting Procedures Policy. All policies and procedures set forth in this resolution to adopt election rules and voting procedures shall be effective immediately.

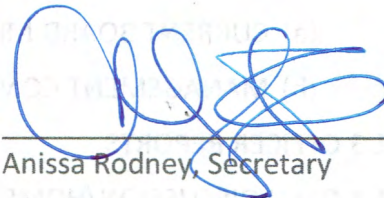
7.5. ONGOING EVALUATION\_ Nothing in this resolution shall require the Association to take specific actions other than to notify homeowners of the adoption of these policies and procedures. The Association has the option and right to continue to evaluate the effectiveness and ease of these election rules and voting procedures. The Board of Directors may make amendments to these rules and procedures, by their discretion, at any time and by majority vote of the Board.

BE IT FURTHER RESOLVED THAT the board shall retain the right to amend or repeal this resolution.

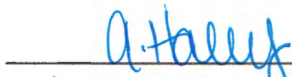
IN WITNESS WHEREOF, the undersigned have executed this resolution the 1<sup>st</sup> day of September, 2020.




Patti Harrell, President



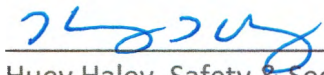
Anissa Rodney, Secretary



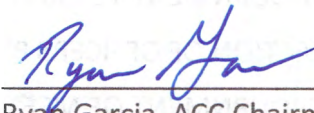
Amber Haley, Treasurer



David Windham, Vice-President



Huey Haley, Safety & Security Officer



Ryan Garcia, ACC Chairman



AMBER LAKES HOMEOWNERS ASSOCIATION, INC.

P.O. BOX 87234

BATON ROUGE, LA 70879

[Alha202020@yahoo.com](mailto:Alha202020@yahoo.com)

## **NOTICE OF ELECTION OF THE BOARD OF DIRECTORS AND DIRECTOR CANDIDATE PROFILE FORM**

Please allow this letter to serve as notice that the Annual Meeting for the announcement of the election results for the Board of Directors will be held at 6:00 P.M. on the 4<sup>th</sup> Thursday in the month of October at the Central Branch Library, 11260 Joor Road, Baton Rouge, LA 70818.

### **CANDIDATES**

All Candidates who meet the qualifications to serve on the Board of Directors and, if appropriate, have confirmed their willingness to run for election to the Board of Directors, shall be listed on the secret ballot if their director candidate profile form is received by the date stated on the form. Members will elect one candidate for each vacant position on the board. If there are five (5) candidates but only two (2) vacant positions, members will elect two candidates. The number of Board Members shall not be more than seven (7) and no less than three (3).

If you wish for your name to be placed on the ballot for the election to the Board of Directors, please complete the attached candidate form and return it to the Association at the address listed above no later than 6:00 PM on the second (2<sup>nd</sup>) Thursday in the month of September of each year. Any nomination form made by a candidate and received after 6:00 P.M. on the second (2<sup>nd</sup>) Thursday in the month of September of each year, will result in the candidate's name NOT being placed on the ballot.

**\*\*PLEASE NOTE:** Completed candidate forms are required to qualify to be placed on the ballot. You may mail, deliver, or email your completed form to the address above. Phone calls will not be accepted.

### **DUTIES**

The Board of Directors shall perform and execute, for and on behalf of the Association, all the duties which have been delegated to it as set forth in the Association's governing documents, in addition to those duties required by law.

### **QUALIFICATIONS**

All members of the Board must meet all qualifications listed in the bylaws and in the Elections Rules, Meeting Notices, and Voting Procedures Policy, (Section 3.6).

**NUMBER OF BOARD SEATS AVAILABLE:** \_\_\_\_\_



AMBER LAKES HOMEOWNERS ASSOCIATION, INC.

P.O. BOX 87234

BATON ROUGE, LA 70879

Alha202020@yahoo.com

**REQUEST FOR NOMINATIONS**

**Director Candidate Profile Form**

Name:	
Address:	
Phone Number:	Email Address:
How long have you lived in Amber Lakes Subdivision?	
Any previous HOA experience? If yes, please describe:	
What do you believe the goals and objectives for the Board of Directors should be?	
Please describe why you feel you would make a good Board Member:	
Please list any Civic Organization positions held:	
Please give a brief description of your job duties:	

**\*\*Please note: Completed candidate forms are required to qualify to be placed on the ballot.**

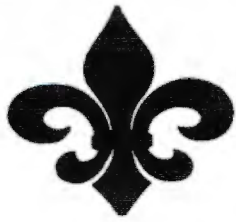
**I acknowledge that if elected to serve on the Board of Directors, I will accept those responsibilities as described in the Association's governing documents, in addition to those duties required by law.**

Signed:	Date:
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Completed candidate forms must be received no later than 6:00 P.M. on the second (2<sup>nd</sup>) Thursday in the month of September of each year. Any nomination form made by a candidate and received after 6:00 P.M. on the second (2<sup>nd</sup>) Thursday in the month of September of each year, shall result in the nominee's name NOT being placed on the ballot.

You may email your completed form to [alha@yahoo.com](mailto:alha@yahoo.com) or put it in a sealed envelope and place it in the locking drop box on the common property before 6:00 PM on the second (2<sup>nd</sup>) Thursday in September 20\_\_\_\_.





**AMBER LAKES HOMEOWNERS ASSOCIATION, INC.**

P.O. BOX 87234

BATON ROUGE, LA 70879

[Alha202020@yahoo.com](mailto:Alha202020@yahoo.com)

**OFFICIAL NOTICE - ANNUAL MEETING OF THE MEMBERS**

**PURPOSE:**

To elect \_\_\_\_\_ (#) homeowners to serve on the Amber Lakes Homeowners Association Board of Directors for a term of two (2) years.

**MEETING OF THE MEMBERS:**

Date: 4<sup>th</sup> Thursday in the month of October of each year

Time: 6:00 P.M.

Location: Central Branch Library, 11260 Joor Road, Baton Rouge, LA 70818

**NOMINEES:**

The nominees for the Board of Directors are:

_____	_____
_____	_____
_____	_____

**ROLE OF THE BOARD OF DIRECTORS:**

The Board of Directors are elected representatives of the Association whose primary responsibilities are to supervise the property of the Corporation, approve budgets, and, in general, to make decisions which strive for the betterment of the community.

**NOMINATIONS:**

Pursuant to the Association's governing documents, a call for nominees for Board Members was mailed to all members on the (4<sup>th</sup>) Thursday in August 20\_\_\_\_. Nominations are now closed.

**VOTING:**

The voting is accomplished by secret ballot procedures. Members may vote by using the electronic voting software, by electronic mail (e-mail), or by mail to the address above.

It is strongly recommended that all members exercise their right to vote. The actions performed by the Board of Directors directly impact your community.

**YOUR INDIVIDUAL ELECTRONIC OR PAPER BALLOT WILL BE DELIVERED  
BEFORE THE SCHEDULED ELECTION DAY ON THE THIRD (3<sup>RD</sup>) THURSDAY IN  
OCTOBER, 20\_\_\_\_.**