

# **PALM CANYON VILLAS HOMEOWNERS ASSOCIATION**

## **Election Rules**

**Adopted in Accordance with Civil Code § 5100, et seq.**

**Adoption Date: May 1, 2020**

1. Access to Association media: If any candidate or member advocating a point of view is provided access to Association media, newsletters, or internet web sites during a campaign, for purposes that are reasonably related to that election, equal access shall be provided to all candidates and members advocating a point of view, including those not endorsed by the Board of Directors, for purposes that are reasonably related to the election. The Association shall not edit or redact any content from these communications, but may include a statement specifying that the candidate or member, and not the Association, is responsible for that content.
2. Access to common area meeting space: Any common area meeting space, if such space exists, may be accessed during a campaign, at no cost, by all candidates, including those who are not incumbents, and by all members advocating a point of view, including those not endorsed by the Board of Directors, for purposes reasonably related to the election.
3. Qualifications of candidates for the Board of Directors: In order to run for the Board of Directors, the individual must be a member of the Association. Additionally, in order to run for the Board of Directors, the individual must satisfy all of the following:
  - a) Subject to the requirements of the law or the governing documents, be either current in the payment of regular and special assessments, have paid all currently-due regular and special assessments under protest, or be in a payment plan to bring all regular and special assessments current.
  - b) Be the only member of his/her separate interest running for election to the Board of Directors and/or serving on the Board of Directors.
4. Procedures for nomination of candidates for the Board of Directors: Any member may nominate himself or herself as a candidate for the Board of Directors if that member is otherwise qualified by submitting a written statement to the Association nominating himself or herself at least thirty days prior to when the election materials are prepared for distribution to the members. The Association or the inspector of elections must provide notice to the members of the opportunity to self-nominate at least thirty days before the deadline for the receipt of the written statement containing the self-nomination. Nominations may also be made by a nominating committee in accordance with the Association's Bylaws. Nominations may also be made from the floor of a members' meeting.
5. Voting rights: All members as of the record date of the election are qualified to vote. A member may not be denied a ballot for any reason other than not being a member at the time when ballots are distributed. A person with a general power of attorney for a member may not be denied a ballot on behalf of that member, and the ballot of a person with a general power of attorney for a member must be counted on behalf of that member if returned in a timely manner.

6. Voting power: Each membership (defined as a single separate interest within the Association, regardless of the number of co-owners) is entitled to one vote. In the event more than one ballot is cast for a particular separate interest, the inspector(s) of election may count only one ballot, and the inspector(s) shall have the discretion to determine which ballot to count. Cumulative voting is permitted.
7. Voting period: The voting period for member elections shall commence when the ballot and any other election materials are distributed to the members of the Association and shall close at the election's member meeting at the time determined by the inspector(s) of elections. At least thirty days before an election, the inspector(s) of elections must deliver, or cause to be delivered, to each member the ballot or ballots and a copy of these Election Rules. These Election Rules may be delivered by either posting them to an internet website and including 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 by individual delivery.
8. Candidate registration list and voter list: The Association or the inspector(s) of elections must retain, as association election materials (as defined in Civil Code section 5200), both a candidate registration list and a voter list. 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. The association shall permit members to verify the accuracy of their individual information on both lists at least thirty (30) days before the ballots are distributed. The Association or member shall report any errors or omissions to either list to the inspector(s) of elections who shall make the corrections within two business days.
9. Validity of proxies: Proxies may be used only to the extent permitted by the Association's Bylaws and only in compliance with the requirements of the Bylaws. A proxy is only valid, and may only be counted, if it complies with the Bylaws and if: 1) it identifies a proxyholder authorized to exercise the proxy who physically attends the meeting for which the proxy is being utilized; 2) it contains voting instructions; 3) it is signed by the member giving the proxy; 4) to the extent it contains an instruction for an election that directs the manner in which the proxyholder is to cast the vote, the instruction must be set forth on a separate page of the proxy that can be detached and given to the proxyholder to retain; and 5) it has not been revoked by the member prior to the receipt of the proxy by the Association. A proxyholder must cast the member's vote by secret ballot. To the extent a member casts a vote by a ballot and delivers that ballot to the Association's inspector(s) of elections, the act of delivering the ballot shall automatically revoke any proxy granted by that member for any subject on that ballot, and only the ballot's selections shall be counted for that member, with the ballot prevailing over the proxy's directions and the proxyholder's selections.
10. Irrevocability of a ballot: Once a ballot has been received by the inspector(s) of elections (or received at the location designated by the inspector(s)), it shall be irrevocable.
11. Inspector(s) of elections: The Board of Directors shall appoint one or three independent third party inspector(s) of elections. Inspector(s) of elections may not be a member of the Board of Directors, a candidate for the Board of Directors, related to a member of the Board of Directors and/or related to a candidate for the Board of Directors. If there are three inspectors of

elections, the decision or act of the majority shall be effective in all respects as the decision or act of all. The inspector(s) may appoint and oversee additional persons to verify signatures and to count and tabulate votes as the inspector(s) deem appropriate, provided that the persons so appointed are independent third parties.

12. Authority and duties of the inspector(s) of elections: The inspector(s) of elections shall perform all obligations of the inspector(s) of elections set forth in the Davis-Stirling Act, the Corporations Code, and the Association's Governing Documents.

13. Document authority: Upon these Election Rules being adopted by the Board of Directors, these Election Rules shall be the sole Election Rules for the Association. Any prior versions of the Association's election rules are repealed in their entirety.

## **Election Rules – Exhibit A: Election Procedures & Timeline**

1. At an open Board Meeting, the Board selects an annual meeting date. This date should be at least 105 days from the Board Meeting. At that meeting, the Board should also select an inspector of elections. The inspector cannot be under contract for any other purpose with the Association (such as the attorney or management company).
2. At least 90 days before the election, the Election Rules must be in place.
3. At least 90 days before the election, the Association or inspector shall provide general notice of the procedure and deadline for submitting a nomination. This must be done at least 30 days before any deadline for submitting a nomination. Individual notice shall be used for delivery if individual notice is requested by a member. The deadline for receipt of nominations must be at least 60 days before the annual meeting.
4. At least 60 days before the election (and 30 days before the ballots are sent out), the Association or inspector shall provide general notice (unless individual notice is requested) of all of the following:
  - (1) The date and time by which, and the physical address where, ballots are to be returned by mail or handed to the inspector of elections.
  - (2) The date, time, and location of the meeting at which ballots will be counted.
  - (3) The list of all candidates' names that will appear on the ballot.This provides an opportunity for candidates and members to correct any errors in their mailing addresses or other pertinent information, and it also to provide an opportunity for IDR to take place before a candidate is disqualified, if necessary.
5. In addition, the inspector of elections shall keep a voter list and candidate list. 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. The Association shall permit members to verify the accuracy of their individual information on both lists at least 30 days before the ballots are distributed. The Association or member shall report any errors or omissions to either list to the inspector who shall make the corrections within two business days. Note that, during this time period, members are only permitted to review their own contact information. They do not get to inspect the contact information for other members or otherwise see the complete voter list.
6. The inspector of elections shall deliver the ballots and the Election Rules to each member at least 30 days before the ballots must be returned. The Election Rules can either be delivered by individual deliver or by posting the Election Rules to an internet website and including 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:"
7. Every member must be given a ballot so long as he or she was a member on the date the ballots are initially distributed.

8. The inspector of elections must close the polls consistent with the voting instructions. Ballots for the annual meeting are to be tabulated at the annual meeting.

9. The tabulated results of the annual meeting shall be promptly reported to the Board, shall be recorded in the minutes of the next meeting of the Board, and shall be available for review by members of the association. Within 15 days of the election, the Association shall give general notice of the tabulated results of the election.

10. The inspector of elections shall maintain the Association election materials (the returned ballots, signed voter envelopes, the voter list of names and parcel numbers only, proxies, and the candidate registration statement) for at least one year. The Association election materials are subject to inspection and copying by members, except that: a) signed voter envelopes may be inspected only, and may not be copied; and b) the voter list subject to inspection and copying by members contains the names and parcel numbers only, and not the mailing address nor any additional contact information.

11. One year after the election, the inspector shall transfer all Association election materials to the Association.