

SKYLINE OC NORTH CONDOMINIUM OWNERS ASSOCIATION

ELECTION RULES AND PROCEDURES

The Election Rules and Procedures set forth herein are pursuant to Civil Code Section 5105. All elections within the Association shall be governed by the following guidelines:

1. Election Campaigns

- a. The Association shall ensure that, if any candidate or Member advocating a point of view is provided access to Association media, newsletters, or internet websites 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, for purposes that are reasonably related to the election. The Association shall not edit or redact any content from these communications, but it may include a statement specifying that the candidate or Member, and not the Association, is responsible for that content.
- b. There shall be equal access afforded to Association Property meeting spaces during a campaign, at no cost, to all candidates, including those who are not incumbents, and to all Members advocating a point of view, including those not endorsed by the Board, for purposes reasonably related to the election.
- c. c. A meet-the-candidates night may be held where they will have equal opportunity to introduce themselves to the Members.
- d. d. Association funds may not be used for campaign purposes in connection with any Board election.
- e. Association funds may not be used for campaign purposes in connection with any other Association election, except to the extent necessary to comply with duties of the Association imposed by law. Campaign purposes include, but are not limited to, the following:
 - i. Expressly advocating the approval or defeat of any candidate that is on the election ballot.
 - ii. Including the photograph or prominently featuring the name of any candidate on a communication from the Association or its Board, excepting the ballot and ballot materials provided that this is not a campaign purpose if the communication is one requiring that equal access be provided to another candidate or advocate.

2. Candidate Qualifications

- a. Candidates must be a Member of the Association at the time of nomination, other than directors who are nominated and/or appointed by the Declarant.

- b. Candidate must be a natural person, not a corporation or a trust. A corporation or trust may be represented by the appointment of a natural person. The appointment must be in writing with documentation confirming both the appointment and the authority to make such an appointment.
- c. Candidates for election to the Board shall be disqualified for any of the following reasons:
 - i. If the candidate, if elected, would be serving on the Board at the same time as another person who holds a joint ownership interest in the same separate interest and the other person is either properly nominated for the current election or an incumbent director.
 - ii. If the candidate is not current in the payment of all regular and special assessments, excluding fines, fines renamed as assessments, collection charges, late charges, or costs levied by a third party; provided, however, that a nominee shall not be disqualified for failure to be current in the payment of regular and special assessments if the nominee has paid the regular or special assessment under protest pursuant to California Civil Code section 5658; entered into a payment plan pursuant to California Civil Code section 5665; or the nominee has not been provided the opportunity to engage in internal dispute resolution pursuant to Sections 5900 - 5920 of the California Civil Code.
 - iii. If the nominee discloses, or if the Association is aware or becomes aware of, a past criminal conviction that would, if the person was elected, either prevent the Association from purchasing the fidelity bond coverage required by Civil Code section 5806 or terminate the Association's existing insurance coverage required by Civil Code section 5806 as to that person should the person be elected.
- d. Only votes for nominated candidates who have accepted the nomination prior to the tabulation of votes shall be counted.
- e. All candidates, if elected, must provide to the Corporation any information necessary to comply with legal requirements, including, but not limited to, the Corporate Transparency Act.
- f. All qualifications for a candidate for election to the Board of Directors shall also apply to directors on the Board of Directors.

3. Nomination Procedures

- a. The Association shall send candidate statement solicitation notices to the Members which shall include a deadline that is at least thirty (30) days after the solicitation notice has been sent.
- b. Completed candidate nomination forms may also include a candidate's statement or indicate that the candidate has declined to submit a statement. The Association shall distribute candidate statements as submitted and is not responsible for the content of any candidate statement submitted. If photographs are to be included, then equally sized photographs shall be used for each candidate. Statements received must be no more than

500 words. Any statement longer than 500 words may be truncated following the 500th word.

- c. Any candidate nominated by another person will be contacted to confirm his or her consent to run for election to the Board.
- d. The Association shall provide a written or electronic communication within seven (7) business days of receiving a nomination that approves or rejects the Member's nomination to appear as a candidate on the ballot. If the Member's nomination is not accepted as a qualified candidate for the Board of Directors, the Association shall provide a basis for the disqualification, and the procedure following Civil Code section 5900 explaining how the nominee may appeal the disqualification.
- e. Qualified candidates will be included on the candidate registration list and ballot that is mailed to the Members.
- f. Completed candidate statements that are received by the deadline may be re-typed and included with the ballot that is mailed to the Members. Incumbents may be identified by an asterisk on the ballot mailed to the Members.
- g. Self-nominations can occur through the use of the returned candidate statement. The Association cannot accept any additional nominations after the close of nominations. Once nominations have been closed, no write-in candidates are allowed on ballots and floor nominations are not permitted.

4. Election by Acclamation Requirements and Procedure

Notwithstanding the secret balloting requirement in Civil Code section 5100, or any contrary provision in the Governing Documents, when, as of the deadline for submitting nominations provided for in Civil Code section 5115(a), the number of qualified candidates is equal to and not more than the number of vacancies to be elected, as determined by the Inspector of the Elections, the Association may, but is not required to, consider the qualified candidates elected by acclamation if all of the following conditions have been met:

- a. The Association has held a regular election for the directors in the last three (3) years. The three (3) year time period shall be calculated from the date ballots were due in the last full election to the start of voting for the proposed election.
- b. The Association provided individual notice of the election and the procedure for nominating candidates as follows:
 - i. Initial notice at least ninety (90) days before the deadline for submitting nominations provided for in subdivision (a) of Civil Code section 5115. The initial notice for an election of the Board of Directors or recall election shall include all of the following:
 - 1. The number of Board positions that will be filled at the election.
 - 2. The deadline for submitting nominations.

3. The manner in which nominations can be submitted.
 4. A statement informing Members that if, at the close of the time period for making nominations, there are the same number or fewer qualified candidates as there are Board positions to be filled, then the Board of Directors may, after voting to do so, seat the qualified candidates by acclamation without balloting.
- ii. A reminder notice provided via individual delivery between seven (7) and thirty (30) days before the deadline for submitting nominations provided for in subdivision (a) of Civil Code section 5115. The reminder notice for an election of the Board Directors or a recall election shall include all of the following:
1. The number of Board positions that will be filled at the election.
 2. The deadline for submitting nominations.
 3. The manner in which nominations can be submitted.
 4. A list of the names of all of the qualified candidates to fill the Board positions as of the date of the reminder notice.
 5. A statement reminding Members that if, at the close of the time period for making nominations, there are the same number or fewer qualified candidates as there are Board positions to be filled, then the Board of Directors may, after voting to do so, seat the qualified candidates by acclamation without balloting. This statement is not required if, at the time the reminder notice will be delivered, the number of qualified candidates already exceeds the number of Board positions to be filled.
- c. The Association provides, within seven (7) business days of receiving a nomination, a written or electronic communication acknowledging the nomination to the Member who submitted the nomination.
- d. The Association provides, within seven (7) business days of receiving a nomination, a written or electronic communication to the nominee, indicating either of the following:
- i. The nominee is a qualified candidate for the Board of Directors.
 - ii. The nominee is not a qualified candidate for the Board of Directors, the basis for the disqualification, and the procedure by which the nominee may appeal the disqualification
- e. The Association may combine the written or electronic communication described in paragraphs 8(d) and 8(e) into a single written or electronic communication if the nominee and the nominator are the same person.
- f. The Association permits all candidates to run if nominated, except for nominees disqualified for running as allowed or required pursuant to subdivisions (b) to (e), inclusive, of Civil Code section 5105.

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- g. The Board votes to consider the qualified candidates elected by acclamation at an open meeting for which the agenda item reflects the name of each qualified candidate that will be seated by acclamation if the item is approved.

5. Election and Voting Procedure

- a. The number of directors who are scheduled to be elected and their respective terms shall be determined in accordance with the Governing Documents and stated in the solicitation materials for the election.
- b. If more than one Residential Owner is listed on title to a separate interest, only one Residential Owner may submit his or her signed envelope to vote.
- c. Unless a different record date is selected by the Board of Directors, the day before the day that the ballots are mailed to the membership shall be the record date for voting.
- d. Voting shall be by secret written ballot when required by law or as otherwise required in the Governing Documents.
- e. Cumulative voting is permitted for all elections in which two (2) or more positions are to be filled on the Board of Directors; provided, however, that no Member shall be entitled to cumulate votes for a candidate or candidates unless such candidate's or candidates' names have been placed in nomination prior to the voting. In such elections, all Members shall have the right to cumulate their votes based on the total number of votes to which said Member is entitled to cast multiplied by the number of directors to be elected and may cast all votes for one candidate or among several candidates as the Member may decide equal to the total number of votes to which said Member is entitled to cast. The candidates receiving the highest number of votes shall be elected.
- f. Notwithstanding anything to the contrary in the governing documents, except for a meeting to count the votes by the inspector or inspectors of elections, an election may be conducted entirely by mail, electronic secret ballot, or a combination of mail and electronic secret ballot.

6. Electronic Voting Requirements and Procedure

- a. Notwithstanding the Association's governing documents, the Association may utilize an inspector or inspectors of elections to conduct an election by electronic secret ballot, except for an election regarding regular or special assessments.
- b. An "electronic secret ballot" means a ballot conducted by an electronic voting system that ensures the secrecy and integrity of the ballot pursuant to the requirements of Civil Code Section 5110(c)(4).
- c. In any election conducted in whole or in part by electronic secret ballot, the electronic ballot and written ballot shall contain the same list of items being voted on.
- d. In any election conducted in whole or in part by electronic secret ballot where a Member is permitted to opt out of voting by electronic secret ballot to vote by written secret ballot, the

Association shall mail a written secret ballot only to a Member who has opted out of voting by electronic secret ballot or for whom the Association does not have an email address required to vote by electronic secret ballot.

- e. In any election conducted in whole or in part by electronic secret ballot where a Member is permitted to opt into voting by electronic secret ballot, requiring the Association to send an electronic secret ballot only to a Member who has opted into voting by electronic secret ballot.
- f. The Association shall maintain a voting list identifying which Members will vote by electronic secret ballot and which Members will vote by written secret ballot and include information on the procedures to either opt out of or opt into voting by electronic secret ballot, as applicable, in the annual policy statement.
- g. In any election conducted in whole or part by electronic secret ballot any Member who votes by electronic secret ballot must provide a valid email address to the Association. If the Association does not have a Member's email address required to vote by electronic secret ballot by the time at which ballots are to be distributed, the Association shall send the Member a written secret ballot.
- h. Nomination of candidates from the floor of membership meetings is prohibited in any election conducted in whole or part by electronic secret ballot.
- i. In any election conducted in whole or part by electronic secret ballot, an electronic secret ballot may be accompanied by or contained in an electronic individual notice sent to the Member in accordance with Civil Code Section 4040.
- j. In any election conducted in whole or part by electronic secret ballot, the Association shall deliver individual notice of the electronic secret ballot to each Member at least 30 days before the election which shall contain instructions on both of the following:
 - i. How to obtain access to the internet-based voting system.
 - ii. How to vote by electronic secret ballot.
- k. Delivery of the individual notice described in subparagraph (j) may be accomplished by electronic submission to an address, location, or system designated by the Member.
- l. In any election conducted in whole or part by electronic secret ballot where Members are permitted to opt out of voting by electronic secret ballot and vote by written ballot, the Association shall provide individual notice, delivered pursuant to Civil Code Section 4040, at least 30 days before the deadline to opt out of voting by electronic secret ballot of all of the following:
 - i. The Member's current voting method.
 - ii. If the Member's voting method is by electronic secret ballot and the Association has an email address for the Member, the email address of the Member that will be used for voting by electronic secret ballot.

- iii. An explanation that the Member must opt out of voting by electronic secret ballot if the Member elects to vote by written secret ballot.
- iv. An explanation of how a Member may opt out of voting by electronic secret ballot.
- v. The deadline by which the Member is required to opt out of voting by electronic secret ballot if the Member elects to exercise that right.
- m. A vote made by electronic secret ballot is effective when it is electronically transmitted to an address, location, or system designated by an inspector or inspectors of elections.
- n. A vote made by electronic secret ballot cannot be revoked once submitted.
- o. For purposes of determining a quorum, a Member voting electronically shall be counted as a Member in attendance at the meeting. Once the quorum is established, a substantive vote of the Members shall not be taken on any issue other than the issues specifically identified in the electronic vote.
- p. In any election conducted in whole or part by electronic secret ballot the inspector or inspectors of elections shall ensure each Member voting by electronic secret ballot is provided with all of the following:
 - i. A method to authenticate the Member's identity to the internet-based voting system.
 - ii. A method to transmit an electronic secret ballot to the internet-based voting system that ensures the secrecy and integrity of each ballot.
 - iii. A method to confirm, at least 30 days before the voting deadline, that the Member's electronic device can successfully communicate with the internet-based voting system.
- q. In any election conducted in whole or part by electronic secret ballot the inspector or inspectors of elections shall ensure any internet-based voting system that is utilized in an election conducted in whole or part by electronic secret ballot can accomplish all of the following:
 - i. Authenticate the Member's identity.
 - ii. Authenticate the validity of each electronic secret ballot to ensure that the electronic secret ballot is not altered in transit.
 - iii. Transmit a receipt from the internet-based voting system to each Member who casts an electronic secret ballot.
 - iv. Permanently separate any authenticating or identifying information from the electronic secret ballot, rendering it impossible to connect an election ballot to a specific Member.
 - v. Store and keep electronic secret ballots accessible to elections officials or their authorized representatives for recount, inspection, and review purposes.

- r. No person, including a Member of the Association or an employee of the management company, shall open or otherwise review any tally sheet of votes cast by electronic secret ballots before the time and place at which the ballots are counted and tabulated.
- s. If an Association conducts an election to approve an amendment of governing documents by electronic secret ballot, the Association may deliver, by electronic means, the text of the proposed amendment to those Members who vote by electronic secret ballot. The Association shall also deliver a written copy of the text of the proposed amendment to those Members upon request and without charge. If a Member votes by written secret ballot, the Association shall deliver a written copy of the text of the proposed amendment to the Member with the ballot.

7. Member Obligation to Verify Voter & Candidate Registration List, Corrections

- a. The Association shall maintain 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, and preferred voting method (electronic or written ballot). 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.
- b. The Association shall permit Members to verify the accuracy of their individual information on both the candidate registration and voter list at least thirty (30) days before the ballots are distributed.
- c. The Members shall report any errors or omissions on the voter list, in writing, to the Inspector of Elections, who shall make any corrections within two (2) business days of the date reported.

8. Inspector of Elections

- a. An Inspector of Elections will be appointed for each election by the Board at a Board meeting held prior to the distribution of election materials and shall serve as the Inspector of Elections for all elections until a new Inspector of Elections is appointed by the Board.
- b. If there is an election or vote between annual elections of the Board, the Board may retain the Inspector of Elections from the last election, or the Board has the authority to appoint a different Inspector of Elections at the Board's discretion.
- c. The Board may remove and replace any Inspector of Elections prior to the tabulation of votes for any reason.
- d. There shall be one (1) or three (3) Inspectors of Elections for any election. If there are three (3) Inspectors of Elections, the decision or act of a majority shall be effective in all respects as the decision or act of all Inspectors of Elections.

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- e. Inspector(s) of Elections may designate others, who are not candidates or related to a candidate, as assistants to facilitate the ballot counting process. Assistants will work under the direction of the Inspector(s) of Elections.
 - f. Inspector(s) must be independent third parties who are not currently employed by or under contract to the Association for any compensable services other than serving as an Inspector.
 - g. Inspector(s) or their designated assistants can be Members but cannot be a director or a candidate for director or be related to a director or a candidate for director.
 - h. Inspector(s) of Elections determine the number of Members entitled to vote and the voting power of each.
 - i. Inspector(s) determine the authenticity, validity, and effect of written proxies, if any, as provided for in the Governing Documents.
 - j. The Inspector of Elections shall deliver or cause to be delivered at least thirty (30) days of an election the ballot and the current version of the Association's Election Rules. Ballots shall be delivered via individual delivery pursuant to the current Civil Code Section 4040, and election rules may be provided by including a website address on the ballot with the phrase in 12-point font "The rules governing this election may be found here: _."
 - k. Unless the Inspector(s) of Elections designates a different location to receive ballots, the location to receive ballots will be Management's business office address.
 - l. Inspector(s) of Elections shall hear and determine all challenges and questions in any way arising out of or in connection with the right to vote.
 - m. Inspector(s) of Elections shall count and tabulate all votes. All votes shall be counted and tabulated by the Inspector(s) of Elections in public view at a duly noticed Board or Member meeting. All accounting and tabulations will be done in an open setting to allow Members to watch and listen. Members who are not Inspector(s) of Elections cannot participate in such activities.
 - n. Inspector(s) of Elections shall determine when the polls open and close.
 - o. Inspector(s) of Elections shall determine and announce the results of the election.
 - p. Inspector(s) of Elections shall report the results of the election promptly to the Board, and the results are to be recorded in the next regular session Board meeting minutes.
 - q. Inspector(s) of Elections shall perform any act as may be proper to conduct the election with fairness to all Members in accordance with the Governing Documents.
 - r. Inspector(s) of Elections shall perform all duties impartially, in good faith, to the best of his or her ability, and as expeditiously as is practical.

9. Ballot Requirements

- a. Each ballot shall contain the following:
 - i. In an election of directors, each candidate's name listed alphabetically or as drawn by lot. An incumbent may be identified as such on the ballot.
 - ii. The identification of any other matter that is the subject of a pending Member vote.
 - iii. A statement of the required quorum, if any.
 - iv. The deadline for submission of ballots. Notwithstanding the foregoing, the Inspector(s) of Elections, in its/their discretion, may accept ballots up to the time that counting of the ballots begins.
- b. Failure to include any of the above shall not invalidate the ballot.
- c. Once a ballot is received, it is deemed irrevocable, even if it is still in an unopened envelope.
- d. If a Member loses his or her ballot, a new one can be obtained from the Inspector of Elections or from the Manager prior to the meeting. However, if a ballot is already on file from that separate interest, then no new ballot will be given.
- e. A Member, who signs or otherwise marks their ballot with an identifying mark, waives their rights to secrecy. The Association is not responsible for redacting personal information that is added to the ballot by a Member.
- f. Unmarked ballots may be counted toward quorum purposes only.
- g. The Association shall be prohibited from denying a ballot to a Member for any reason other than not being a Member at the time ballots are distributed. In addition, the Association shall be prohibited from denying a ballot to a person with a general power of attorney for a Member. The ballot of a person with a general power of attorney for a member shall be counted if returned timely.

10. Tabulation Rules

- a. Once returned, the sealed ballots shall be in the custody of the Inspector of Elections or at a location designated by the Inspector of Elections at all times.
- b. Any candidate or other Member of the Association may witness the counting and tabulation of the votes. Members, who are not Inspectors of Elections, must remain at least five (5) feet away from the counting area.
- c. Inspector of Elections can cause the removal of any observer who interferes with or disrupts the counting or tabulation process.
- d. Any election that results in a tie shall be resolved by the flipping of a coin or drawing of straws. The Inspector(s) of Elections shall be given the authority to determine the method used to break the tie.

11. Post-Election Rules

- a. The election results shall be recorded in the minutes of the meeting if conducted as part of a Board or Member meeting or if not then in the minutes of the next regular Board meeting.
- b. The Board shall publicize the tabulated results of the election in a general notice to all Members within fifteen (15) days of a successful (quorum-achieved) election
- c. After the tabulation of the votes, all election materials will remain in the custody of the Inspector of Election(s) and maintained in a secure place for no less than one year after the date of the election, after which custody shall be transferred to the Association.
- d. The Association shall retain the election materials for the current fiscal year and two prior fiscal years, after which they may be destroyed.