

**NORTHWOOD COMMONS  
HOMEOWNERS ASSOCIATION  
ELECTION RULES**

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Northwood Commons Homeowners Association  
Election Rules**

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**NORTHWOOD COMMONS  
HOMEOWNERS ASSOCIATION  
Election Rules**

The Board of Directors adopted these rules in accordance with California *Civil Code* Section 4340 *et seq.* Notwithstanding any other law or provision of the Association's governing documents, these rules shall apply to all matters set forth in *Civil Code* Sections 5100 through 5125. Unless the context indicates otherwise, capitalized terms used herein shall have the same meaning as in the governing documents.

**Section 1. Inspector of Elections**

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**A. Appointment and Term**

1. **Appointment.** The Board of Directors (the "Board") shall appoint one or three persons to serve as the Inspector of Elections, who shall serve at the discretion of the Board, and who shall have such powers and duties as the Board shall determine, subject to the provision in these election rules ("Election Rules").
2. **Term.** The Inspector of Elections shall serve in their capacity until they resign, are discharged by the Board, until they submit their completed written report to the Board as required by Section 1(D)(2)(i), or as may be determined by the Board.

**B. Qualifications**

1. The Inspector of Elections shall be an independent third-party who is not any of the following:
  - a. Currently a Director or a candidate for the Board; or
  - b. Related to a Director or a candidate for the Board.
2. Within the absolute discretion of the Board, an independent third party may be a person who is currently employed or under contract to the Association for any compensable services.

C. **Powers**

1. The Inspector of Elections shall preside over member election or vote on any of the matters set forth in *Civil Code* Section 5100, which provides elections regarding assessments legally requiring a vote, election and removal of directors, amendments to the governing documents, or the grant of exclusive use of common area pursuant to *Civil Code* Section 4600 shall be held by secret ballot in accordance with the procedures set forth herein.
2. The Inspector of Elections may meet and discuss election issues amongst themselves and/or with the Association's legal counsel.
3. If there are three Inspectors of Elections, the decision or act of two or more of the Inspector of Elections shall be effective in all respects as the decision or act of the Inspector of Elections.
4. The Inspector of Elections may appoint and oversee additional persons to count and tabulate votes as the Inspector of Elections deems appropriate.

D. **Duties**

1. The Inspector of Elections shall perform their duties impartially, in good faith, to the best of their ability, and as expeditiously as is practical.
2. The Inspector of Elections shall do the following:
  - a. Determine the number of memberships entitled to vote and the voting power of each.
  - b. Determine the authenticity, validity, and effect of proxies, if any.
  - c. Receive secret ballots.
  - d. Hear and determine all challenges and questions in any way arising out of or in connection with the right to vote.
  - e. Count and tabulate all votes.
  - f. Determine when the polls closed.
  - g. Determine the result of the election.
  - h. Perform any acts as may be proper to conduct the election with fairness to all Members in accordance with this section and all applicable rules of the Association regarding the conduct of the election that are not in conflict with this section.
  - i. Prepare a written report of the activities undertaken in any election.

**Section 2. Director Qualifications**

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- A. All candidates for election to the Board shall meet the qualifications for Directors as provided for in the Association's Bylaws (the "Bylaws"), as they may be amended from time, or as may be required by California law.

### **Section 3. Nomination Procedures**

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- A. Members may self-nominate as a candidate for election to the Board.
- B. A Member may self-nominate as a candidate for election to the Board by giving written notice of such nomination to the Association, or its designated agent, on or before a date determined by the Board.
- C. If a nominated person is not qualified to hold an elected position on the Board their name shall not appear on the secret ballot and they will not be permitted to serve if elected.
- D. If the election is a contested election, such that the number of candidates exceeds the number of seats to be filled on the Board, the Board shall proceed with the secret ballot election procedures set forth in these Election Rules.
- E. If upon the close of nominations, the number of eligible candidates is equal to or less than the number of Directors to be elected, the Board may dispense with the mailing of the secret ballots and appoint those qualified candidates to replace those Directors whose terms are expiring. Within fifteen (15) days after the candidates take office the Board shall publicize the appointments in a communication directed to all Members. If the number of Directors so elected is less than the number of vacancies, the Board shall fill the vacancies as provided for in the Bylaws.

### **Section 4. Media Access**

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- A. If the Association provides media access during a campaign, equal access will be provided to all candidates and Members advocating a point of view for purposes that are reasonably related to the election.
- B. If any publicity is provided by the Association, the Association will not censor, edit, or redact the communication but shall include a statement specifying that the message is that of the Members and the Association is not responsible for its content. The Association shall publish the following statement:

*"The views expressed are those of its author and do not reflect the views of the Association, its directors, managers, employees, or agents. The author is solely responsible for its content. The Association is required by law to publish the communication as written regardless of the content."*

### **Section 5. Common Area Meeting Space**

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- A. Common area meeting space, if any, shall be provided at no cost to all candidates and Members advocating a point of view for purposes reasonably related to the election or vote, subject to rules to assure orderly and fair use of such meeting space.
- B. The Board may schedule a community election forum prior to an election of the Directors or a vote subject to these Election Rules, whereby candidates and

Members who are advocating a point of view which is the subject matter of the pending election or vote may attend and speak to Members choosing to attend. The community election forum shall be conducted in accordance with the governing documents and any rules adopted by the Board.

- C. Any Member desiring to use the common area meeting space, if any, for such a purpose shall be responsible for leaving the premises in the condition they were found.

#### **Section 6. Association Funds**

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- A. Association funds shall be used for conducting an election.
- B. Association funds shall not be used for purposes of campaigning in an election.

#### **Section 7. Voting Qualifications; Quorum**

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- A. Members shall be entitled to cast one vote for each separate interest owned, as there is only one class of Members.
- B. Only Members in good standing who are not subject to a suspension of member privileges shall be entitled to vote, unless otherwise provided in the governing documents or California law.
- C. The quorum requirements for Member votes shall be as set forth in the Bylaws, as it may be amended, or California law

#### **Section 8. Methods of Voting**

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- A. The Association shall not be required to prepare or distribute proxies when voting on any matter requiring vote by secret ballot under *Civil Code* Sections 5100 through 5125.
- B. If proxies are received, they are valid and effective only if they comply with California law and the Bylaws. The Inspector of Elections shall determine the authenticity of any proxies received and may deem a proxy used to vote by secret ballot authentic only if the proxy complies with *Civil Code* Section 5130. The Inspector of Elections may also take into consideration criteria to authenticate a proxy when making such a determination.
- C. The authenticity, validity, and effect of proxies with respect to any other Member voting matter that is not determined by secret ballot shall be as set forth in the Association's Bylaws, as such Bylaws may be amended from time to time, and in California law.

## **Section 9. Voting Period**

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- A. The voting period shall begin on the date the secret ballots are distributed and shall close on the date established by the Board, which shall be not less than thirty (30) days from the date of distribution. Once appointed to oversee an election, the Inspector of Elections shall determine, in their discretion, the specific date and time when the polls close.
- B. Subject to Section 11(B)(4) below, the Board or the Inspector of Elections shall have the discretion to extend the voting period if sufficient secret ballots have not been received.

## **Section 10. Secret Ballot Requirements**

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- A. Voting on the matters addressed in *Civil Code* Sections 5100 through 5115 shall be determined by using a double envelope system to ensure the anonymity of the Member casting their vote.

## **Section 11. Secret Ballot and Voting Procedure**

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### **A. Secret Ballots**

1. A secret ballot and two pre-addressed envelopes, a smaller envelope and a larger envelope, along with instructions on how to return the secret ballot shall be mailed by first-class mail or delivered by the Association to every Member not less than thirty (30) days prior to the deadline for voting.
2. A voter may not be identified by name, address, or separate interest that entitles the Member to vote on the secret ballot.
3. The secret ballot itself is not to be signed by the Member voting but is to be inserted into the smaller envelope that is sealed by the Member. This envelope is inserted into the larger (outer) envelope that is sealed by the Member.
4. The larger envelope is addressed to the Inspector of Elections. In the upper left-hand corner of the larger envelope, the voter prints and signs their name, address, and separate interest that entitles them to vote.
5. The secret ballot may be mailed or delivered to a location specified by the Inspector of Elections. The Member may request a receipt for delivery.
6. Once a secret ballot is cast it cannot be revoked or changed. A secret ballot is "cast" when the Inspector of Elections receives it.

### **B. Vote Tabulation**

1. The secret ballots shall not be opened or otherwise reviewed prior to the time and place at which the ballots are counted and tabulated. In no event, shall any secret ballots be opened if insufficient secret ballots were returned to meet the quorum requirement.
2. The envelopes shall be opened and the secret ballots shall be counted and tabulated at either a properly noticed Board meeting or Member meeting. Any candidate or other Member of the Association may observe the tabulation of the secret ballots.
3. Only the Inspector of Elections, or persons designated by the Inspector of Elections, shall open the envelopes, and tabulate the secret ballots.
4. If the Inspector of Elections determines that the Members returned an insufficient number of secret ballots to meet quorum or otherwise, the Board or the Inspector of Elections may extend the voting period.

## **Section 12. Voting Results, Storage and Retention**

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### **A. Election Results**

1. The Inspector of Elections shall promptly report the results of the election to the Board who shall record the results of the election in the minutes of the next Board meeting.
2. Within fifteen (15) days of the election, the Board shall publicize the results of the election in a communication directed to the Members.

### **B. Custody, Storage and Retention of Secret Ballots from Elections**

#### **1. Custody**

- a. The secret ballots shall remain in the custody of the Inspector of Elections or at a location designated by the Inspector of Elections until after the tabulation of the vote; and then for one year, at which time custody shall be transferred to the Association.
- b. In the event of a recount or other challenge to the election process, the Inspector of Elections shall, upon written request, make the secret ballots available for inspection and review by Members or their authorized representatives. Any recount shall be conducted in a manner that preserves the confidentiality of the vote.

2. **Storage and Retention**

- a. In the event of a recount or other challenge to the election process after the transfer of the secret ballots to the Association, the Association shall make the secret ballots available for inspection and review by Association Members or their authorized representatives upon written request and if the secret ballots are still in the Association's possession. Any recount shall be conducted in a manner that preserves the confidentiality of the vote.

**Certificate of Secretary**

The undersigned certifies that they are the Secretary of the Association and that the foregoing Election Rules are a true copy of the Election Rules approved by the Board at its meeting held on: 12-4, 2018, at which a quorum of the Directors was present. The undersigned further certifies that the foregoing Election Rules are in full force and effect; that the same have not been rescinded, nor has it been amended or modified.

Dated: 12-4, 2018

By: Thomas Gibbons  
\_\_\_\_\_, Secretary