

WHITTER GREENS
HOMEOWNERS ASSOCIATION

Election Rules and Voting Procedures

Revised January 2020
Adopted February 20, 2020

ELECTION RULES

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The following rules and procedures shall apply in connection with the election of directors, elections regarding assessments requiring a vote, amendments to the governing documents, and the grant of exclusive use of common area property, as specified in California Civil Code Section 5100, et seq. and/or other similar Civil Code Sections as may be adopted and applicable from time to time.

A. General Election Rules

1. The Board of Directors shall determine the date, time and place of the annual meeting of the owners in accordance with the Association's Bylaws.
2. The number of Directors who are scheduled to be elected and the terms for each shall be determined in accordance with the Association's governing documents and stated in the notice of the meeting.
3. At least thirty (30) days before ballots are distributed to the Members, the Association will provide individual notice to the Members of (1) the date and time by which, and the physical address where, ballots are to be returned by mail or handed to the Inspector(s) of Election, (2) the date, time, and location of the meeting at which ballots will be counted, and (3) the list of all candidates' names that will appear on the ballot. The notice of the meeting along with a secret ballot on which to vote and one set of double envelopes along with instructions for voting shall be mailed to all owners at least 30 days prior to the scheduled election date.
4. The record date for determining members entitled to receive notice of the meeting and entitled to vote shall be set by the Board of Directors.
5. All candidates or Members advocating a point of view shall have equal access to all Association media, newsletters and websites during a campaign for purposes reasonably related to that election, subject to the size limitations specified by the Association.
6. The Association will not edit or redact any content from candidate or Member communication. The Association may include a statement specifying that the candidate or member and not the Association are solely responsible for the content of the communication.
7. All candidates and Members will have equal access at no cost to any common area meeting space during a campaign for purposes related to the election.
8. Association funds may not be used for campaign purposes in connection with any Board election.

9. Within 15 days after the election, the Board of Directors shall publicize the results of the election in a communication directed to all members.

B. Director/Candidate Qualifications

1. Every person who is an Owner within Whittier Greens is a Member of the Association. A Director must be a Member of the Association or the duly designated representative of a Corporation Member, and all Candidates must meet that qualification at the deadline set by the Association for Nomination of Director Candidates.

2. Pursuant to Civil Code, the Association shall disqualify a person from a nomination as a candidate for not being a Member of the Association at the time of the nomination. If title to a separate interest parcel is held by a legal entity that is not a natural person, the governing authority of that legal entity shall have the power to appoint a natural person to be a Member for voting purposes upon the submission of the necessary forms and documentation as required and provided by the Association.

3. A nominee for a Board seat will be disqualified from nomination as a candidate if the person, 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 parcel as the person, and the other person is either properly nominated for a current election or an incumbent Director.

C. Nomination of Candidates

1. The Association will cause individual notice of the procedure and deadline for submitting a nomination to be provided to the Members at least thirty (30) days before any deadline for submitting a nomination. The Association shall provide to its Members a Candidate Nomination Form, which will include a deadline for receipt by the Association.

2. Candidates who meet the qualifications and whose nomination forms are submitted prior to the deadline will have their name printed on the secret ballot and their statements retyped verbatim and distributed to the membership.

3. Candidate names will be listed, on the ballot with incumbents noted accordingly.

D. Voting

1. Members, in Elections for Directors, are entitled to one vote for each lot or unit owned times the number of Directors to be elected in that election.

2. Members entitled to vote may do so by secret ballot or may designate a proxy holder to vote for them by secret ballot at the election.

3. Secret ballots cast by mail shall be irrevocable. As described on the outer envelope, the Member's signature authorizes the Inspector(s) of Election to serve as his or her proxy holder for the purposes of establishing a quorum.

4. In any election of the Board in which two (2) or more positions on the Board are to be filled, every Member entitled to vote shall have the right to cumulate his/her votes and give one candidate, or divide among any number of candidates, a number of votes equal to the number of Directors to be elected. If any one Member has given notice of his or her intent to cumulate their votes, all members may cumulate their votes for candidates in nomination.

5. The polls for any vote of the membership shall be open from the date the Secret Ballot is mailed and shall close when the Inspector(s) of Election determine that the ballots shall be counted, unless the Inspector determines another time for the polls to close.

E. Use of Proxies

1. If a Member chooses to use a proxy, the proxy must be filed with the Secretary of the Association or his designated Agent at twenty-four (24) hours prior to the date set for the Annual Meeting, or any date set for a continuance of that Meeting if a quorum is not initially present.

2. A proxy must (A) identify a proxy holder (who must physically attend the meeting for which the proxy is being exercised), (B) contain voting instructions, and (C) be signed by the Member giving the proxy. Any instruction given in a proxy issued for an election that directs the manner in which the proxyholder is to cast the vote must be set forth on a separate page of the proxy that can be detached and given to the proxy holder to retain. The proxy holder must cast the Member's vote by secret ballot. A proxy that does not satisfy these requirements may not be counted.

3. Revocable proxies concerning certain matters which require a vote of the Members are not valid as to such matters unless it sets forth the general nature of the matter to be voted on. Those certain matters are as follows: (1) removal of a Director without Cause, (2) filling vacancies on the Board created by removal of a Director, (3) approval of transactions involving Directors, (4) amendment of the Articles or By-laws repealing, restricting, creating or expanding proxy rights.

F. Inspectors of Election

1. The Board of Directors shall appoint one (1) or three (3) Inspector(s) of Election to serve at any Regular or Special meeting of the Members. At least thirty (30) days before an election, the Inspector(s) of Election will deliver, or cause to be delivered, to each Member a (1) ballot or ballots, and (2) a copy of the Association's Election Rules. Delivery of the Election Rules to the Members

may be accomplished by either posting the Election Rules to the Association's website, or via individual delivery to all Members pursuant to the Civil Code.

2. The Inspector(s) may be a Member of the Association provided such Member is not a member of the Board of Directors or a candidate for the Board of Directors or related to a member of the Board of Directors or a candidate for the Board of Directors.

3. The appointed Inspector(s) of Election must be an independent third party but may not be a person or entity employed by and receiving compensation from the Association, other than serving as an Inspector(s) of Election.

4. If there are three (3) Inspectors of Election, the decision or act of a majority shall be effective in all respects as the decision or act of all.

5. The Inspector(s) will determine the number of memberships entitled to vote and the voting power of each in accordance with the Association's By-laws.

6. The Inspector(s) will determine authenticity, validity and effect of proxies, if any.

7. Unless the Inspector(s) designate a different location to receive ballots, the location to receive ballots will be the Association's office address at 12598 Central Avenue | Suite 114, Chino, CA 91710

8. The Inspector(s) shall hear and determine all challenges and questions in any way arising out of or in connection with the right to vote.

9. The Inspector(s) shall count and tabulate all votes at a duly noticed Board or Member meeting in an open setting allowing Members and candidates to witness the counting and tabulation of the votes.

10. Anyone who is not an Inspector of Election or appointed to assist the Inspector(s) of Election, must remain at least five (5) feet away from the counting area. No person may interfere with, harass or otherwise communicate with the Inspector(s) of Elections while the count is taking place. Members or persons not specifically authorized to do so may not touch any secret ballot or other election materials.

11. The Inspector(s) or the Board of Directors can cause the removal of any observer who causes interference with or disrupts the counting or tabulation process.

12. The Inspector(s) shall determine when the polls will open and close, consistent with the governing documents.

13. The Inspector(s) shall determine and announce the results of the election and shall report the results of the election promptly to the Board of Directors. If the Inspectors of Election are unable to determine who was elected as a Director between two (2) candidates because of a tie in the number of votes cast for that position, a coin flip shall determine the elected Director. The Chairperson of the Election Committee shall promptly flip a coin at the Meeting, with the candidate listed first on the ballot, if present, calling either heads or tails before the coin is flipped. If the coin turns face up as called, the person calling shall be declared as the elected candidate. If the coin turns face up opposite as called, the other candidate shall be declared the elected candidate. If the candidate listed first is not present at the Meeting, the other Candidate shall call the heads or tails, and if that Candidate is not present, the Chairman of the Meeting shall make the call. The results shall be recorded in the Minutes of the Regular Session Board Meeting.

14. An Inspector of Election shall perform his or her duties impartially, in good faith to the best of his or her ability and as expeditiously as is practical.

15. The Inspector(s) shall perform any acts as may be proper to conduct the election with fairness to all members in accordance with the law and all applicable rules of the Association including these election rules.

16. The Board of Directors may remove and replace any Inspector of Election prior to the tabulation of votes if an Inspector of Election resigns or if the Board reasonably determines that an Inspector of Election will not be able to perform his or her duties impartially and in good faith.

G. Ballots and Tabulation

1. Once the Association receives a ballot, it is deemed irrevocable.

2. Ballots shall ensure the confidentiality of the voter and shall not identify the voter by name, address, lot and parcel or unit number and may not require a signature.

3. The ballot itself shall be inserted into an envelope that is sealed. This envelope shall be inserted into a second envelope that is sealed. In the upper left-hand corner of the second envelope, the voter must sign his or her name and indicate his or her name and the address or separate interest identifier that entitles him or her to vote. The second outer envelope is addressed to the Inspector(s) of Election at the designated address.

4. Owners may return their secret ballot by mail or hand deliver it to a location specified by the Inspector(s) of Election. Members may complete ballots by attending the meeting.

5. Only those ballots delivered to the Inspector(s) of Election prior to the polls closing shall be counted. All ballots must be received via double envelopes.

6. If a Member loses his or her ballot, a new one can be obtained from the Inspector(s) of Election. However, if a ballot envelope is already on file from that unit, then no new ballot will be given.

7. A Member, who signs or otherwise marks his or her ballot with an identifying mark, waives his or her rights to secrecy.

8. The sealed ballots shall at all times be in the custody of the Inspector(s) of Election or at a location designated by the Inspectors.

9. All votes shall be counted and tabulated by the Inspector(s) of Election at a properly noticed open Meeting of the Board of Directors or Members. Any candidate or other Member of the Association may witness the counting and tabulation of the votes.

10. No person, including a Member of the Association or employee of the Association shall open or otherwise review any ballot prior to the time and place at which the ballots are counted and tabulated. The Election Committee, as noted above and upon designation by the Inspector(s) of Election, may verify the Member's information and signature on the outer envelope prior to the meeting at which ballots are tabulated.

11. In accordance with California law, the Association shall retain, as Association election materials, a candidate registration list and a voter list. The voter list will include the 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 only if the parcel number is used. The Association will permit Members to verify the accuracy of their individual information on both lists at least thirty (30) days before ballots are distributed. The Association or Member must report any errors or omissions to either list to the Inspector(s) of Election, who shall make the corrections within two (2) business days. Association election materials that shall be retained by the Association for required records-keeping include returned ballots, signed voter envelopes, the proxies, and the candidate registration list. Association election materials are generally subject to inspection and copying by Members pursuant to the Civil Code; however, signed voter envelopes may be inspected but not copied. The sealed ballots, signed voter envelopes, voter list, proxies, and candidate registration list shall at all times be in the custody of the Inspector(s) of Election or at a location designated by the Inspector(s) until after the tabulation of the vote, and until the time allowed by the Civil Code for challenging the election has expired, at which time custody shall be transferred to the Association.

12. These Election Rules specifically prohibit the denial of a ballot to a Member for any reason other than not being a Member of the Association at the time when ballots are distributed, and prohibit the denial of a ballot to a person with general power of attorney for a Member. These Election Rules also require the ballot of a person with general power of attorney for a Member to be counted if the ballot is returned in a timely manner.

13. These Election Rules are intended to be compliant with California statutory law. To the extent that any of the Election Rules is determined to conflict with such law, the statutory law shall control