

## **COUNTRYSIDE PROPRIETARY**

### **RESOLUTION NO. 120 As amended August 27, 2008**

#### **ELECTIONS COMMITTEE**

WHEREAS, Article VIII, Section 1 of the CountrySide Proprietary ("Bylaws") authorizes the Board of Directors to appoint an Elections Committee seventy-five (75) days prior to the Annual Meeting; and

WHEREAS, the Board wishes to insure the fair conduct and supervision of elections to the Board of Directors at the Annual Meetings; and

WHEREAS, the Board wishes to create a Committee to assist it in the conduct and enforcement of election practices and procedures; and

WHEREAS, the Board desires to rescind Administrative Resolution No. 43 and hereby substitutes Resolution No. 120.

NOW, THEREFORE, BE IT RESOLVED THAT Administrative Resolution No. 43 be, and hereby is, rescinded, and that an Elections Committee be established, as follows:

#### **I. RESPONSIBILITY**

The primary responsibility of the Elections Committee is to provide supervision of the nomination and election of Directors in accordance with procedures outlined herein.

#### **II. MANNER OF ORGANIZATION**

- A. Eligibility. Appointees shall be members in good standing. Good standing shall mean the absence of any lien, privilege penalty, assessment delinquency, architectural violation, or legal action enacted by the Proprietary.
- B. Membership. The Board of Directors, or its appointed designate, shall appoint a Chairperson, who may not be a Director or candidate, and at least four (4) Members, who may not be candidates for the Board of Directors office.
- C. Term. The Elections Committee shall serve for a term, commencing at least seventy-five (75) days prior to the Annual Meeting at which a Board of Directors election is scheduled and ending upon completion of the Board of Directors election.

#### **III. MANNER OF OPERATION**

The functions of the Elections Committee shall be performed in accordance with practices and procedures adopted for the accomplishment of election objectives as listed below:

A. Obtaining Candidates

1. Information on the election and an invitation to the membership to file a petition of candidacy shall be sent to all members. The petition of candidacy must be signed by at least ten (10) Members from the Neighborhood of the candidate and must be filed with the Elections Committee no later than sixty (60) days prior to the Election.
2. If no petitions of candidacy are received from a Neighborhood, then the Committee, at its discretion, shall solicit additional candidates either personally or through public appeals.
3. Candidates may request a meeting with the Elections Committee or the current Members of the Board of Directors to become informed about the duties of the office.

B. Ballots

1. After petitions of candidacy have been received, the Elections Committee shall verify the membership status of both the candidates and the signers of the petitions. All candidates and signers must be in good standing (as such term has previously been defined in this Resolution) as a Proprietary Member.
2. The Elections Committee prepares the official ballot. Names of the candidates shall be listed either at random (from slips in a hat) or alphabetically. Ballots should state that the Proprietary has three (3) classes of Members:
  - a. Class A Members are all Owners except Class D Members. Class A Members have one (1) Vote for each lot owned. Homeowners (both single-family and townhouse) who have gone to settlement for Class A Members.
  - b. Class B Members are all Occupants of living units (i.e. renters). They have no voting rights.
  - c. Class C Member is the Declarant - This Class is longer applicable.
  - d. Class D Members are Owners of multi-family residential rental units. They have one (1) Vote for each four (4) units which they own.

3. Ballots shall be mailed to all Members with the Notice of the Annual Meeting, which is distributed to the Membership at least thirty (30) days and no more than fifty (50) days prior to such meeting.
4. Candidates on the ballots may provide a single page of campaign literature as part of the ballot mailings. The elections committee shall notify the candidates of this option at least ten (10) days before the ballot mailing deadline.

C. Campaigning

1. Not less than thirty (30) days prior to the Annual Meeting, the Committee shall publish a brief biographical sketch of and a statement by each candidate.
2. A special meeting shall be called to introduce the candidates to the residents. The Chairperson of the Election Committee presides during this meeting. He/She presents the names of the Nominees to the Members. Each Nominee is then given the opportunity to make a short statement (not to exceed fifteen (15) minutes) summarizing his/her qualifications.
3. Candidates on the ballots may provide a single page of campaign literature as part of the ballot mailings. The election committee shall notify the candidates of this option at least ten (10) days before the ballot mailing deadline.

D. Eligibility

The Treasurer of the Proprietary shall prepare a current roster of eligible Voters, consulting the founding documents and lot records for factors affecting eligibility. All voters must be members of the Proprietary in good standing (as such term has previously been defined in this Resolution) as of the date established by the Board of Directors, which date shall not be less than fifteen (15) days nor more than forty-five (45) days from the Annual Meeting date.

E. Proxies

1. Pursuant to the Bylaws (Article IV, Section 3 and 4), each member may vote in person or by Proxy. In elections to the Board of Directors, only instructed proxies may be cast. This means that the proxy form is the ballot.

2. Proxy ballots must be filed with the Chairperson of the Election Committee before the meeting. The Chairperson cannot accept more than five (5) proxy ballots from one (1) person and no candidate may cast a proxy ballot for any other member.
3. Proxy ballots shall be noted on the Member Roster and placed in a sealed box. A distinctive mark shall be placed on the roster to indicate proxy ballots.

F. Election Meeting

1. Members shall be notified to arrive at the Annual Meeting in sufficient time to allow for ballot casting prior to the business portion of the meeting.
2. Each Member Voter shall be furnished an allotted ballot. Class D Members shall receive one (1) ballot for every four (4) units which they own.
3. The Chairperson of the Elections Committee presides during the voting.
4. Each Member marks his/her ballot and after his/her membership is validated and marked off on the roster list by an Elections Committee member, he/she then deposits the ballot in a second sealed box.

G. Results

1. All proxy ballots must be compared with the roster. If the roster shows that a ballot for a lot was cast at a meeting, the proxy ballot must be discarded. All remaining proxy ballots shall then be placed in the box containing the ballots cast at the meeting.
2. The Elections Committee divides into two groups, each tabulating all Votes.
3. In the event of a tie Vote, the Committee will recount the ballots before results are announced. If the tie Vote persists, another Vote may be taken either at the Annual Meeting or at a subsequent meeting to be held within seven (7) days from the Annual Meeting. Upon the second polling, if a tie still persists, then the Committee will break the tie by drawing lots (when more than two candidates are tied) or by flipping a coin (when only two candidates are tied).
4. Results of the election shall be announced by the Elections Committee Chairperson and included in the Minutes of the Meeting, along with all voting records. If time does not permit and the count cannot be completed

before the end of the meeting, the results shall be distributed in writing to the entire Membership within seven (7) days following the Annual Meeting.

5. An Inspector of Elections shall be appointed by the Committee and execute the attached "Affidavit Voting Inspector".

H. Uncontested Seats

In the event elected Directors seats are uncontested, the requirement for ballot distribution and ballot vote as outlined above will be waived and election will be by acclamation of the respective Neighborhood Owners at the Annual Meeting.

ATTEST:

\_\_\_\_\_  
PRESIDENT: David Barrie

\_\_\_\_\_  
Date

\_\_\_\_\_  
SECRETARY: Rob Heckman

\_\_\_\_\_  
Date

Attachments:

Petition of Candidacy  
Ballot  
Voting Inspector Affidavit