

Kingstowne

KINGSTOWNE RESIDENTIAL OWNERS CORPORATION

POLICY RESOLUTION NO. 26

Election Procedures

WHEREAS, Article III, Section 3(A), of the Kingstowne Residential Declaration of Covenants and Restrictions states that the number of Trustees and the method of selection shall be as provided in the Bylaws; and

WHEREAS, Article IV, Section 4, of the Bylaws states that elections or questions to be submitted to all or any part of the membership may be decided at a meeting, by ballot vote, by mail, or at polling places and that the Board shall determine the method of voting by resolution; and

WHEREAS, the Board has determined it to be in the best interest of the Kingstowne Residential Owners Corporation to revise and update the procedures for the election of Trustees of the Corporation to accommodate online voting methods;

NOW THEREFORE, BE IT RESOLVED THAT the following election procedures are hereby established and adopted by the Board of Trustees, which procedures shall supersede and replace the election procedures previously adopted as Administrative Resolution 08-21.

ARTICLE I POLICY

Section 1. The Corporation shall not endorse, offer clerical service or provide funds for any candidate for any office, except as otherwise provided herein.

Section 2. No campaign signs of any type shall be displayed in public view on any lot or the Common Area without the prior written consent of the Architectural Review Committee (ARC).

Section 3. For the purpose of determining the Members entitled to vote in the election of the Board of Trustees (BOT) and Neighborhood Advisory Board (NAB), the BOT may fix in advance a date as the record date for the election. If no record date is fixed for the election, the date on which the voting instructions are mailed shall be the record date for the election. The Record Date is defined in Article V, Section 2 of the Bylaws as being no more than sixty (60) days nor less than fifteen (15) days prior to the date on which the particular action requiring such determination of Members is to be taken. The Corporation interprets this to mean 60 days prior to the start of online voting.

ARTICLE II ELIGIBILITY

Section 1. All candidates must be Members of the Corporation, except for NAB candidates who may be tenants.

Section 2. To be eligible to run for office, all candidates must be up-to-date in all payments due the Corporation, including assessments as of the Record Date, and must remain up-to-date during the term

of candidacy. Candidates must also not be in violation of any architectural guidelines or covenants of the Corporation.

Section 3. Candidates for the BOT must file a petition of candidacy signed by at least ten (10) Members, from different Lots, with the Elections Committee at least six (6) weeks prior to the Annual Meeting.

Section 4. Candidates for the BOT must submit a one page, single-spaced typed candidacy statement to the Kingstowne Office along with the petition of candidacy required in Section 3 above. The candidacy statement will be published to the Members prior to the election on the Corporation's website.

Section 5. Candidates for the NABs must file a petition of candidacy signed by at least three (3) Members with the Election Committee at least six (6) weeks prior to the Annual Meeting.

ARTICLE III ELECTION PROCESS

Section 1. Election Committee. The BOT shall appoint an Election Committee no later than sixty (60) days prior to the Annual Meeting date. The Committee shall consist of a Chairperson who may not be a Trustee, and at least four Members, none of whom shall be candidates for office. The Committee shall provide supervision of the nomination and election of Trustees in accordance with this Resolution and other procedures adopted by the Board of Trustees.

Section 2. Election Committee Meetings. The Chairperson of the Election Committee, with the approval of the BOT, may schedule meetings of the Committee closed to candidates for the BOT.

Section 3. Candidate Night. The Election Committee may sponsor a "Meet the Candidates" night for candidates for the BOT. The format and timing for this event will be determined and controlled by the Election Committee.

Section 4. Acclamation. When the number of declared candidates equals or is less than the number of vacancies on the BOT, the declared candidates shall be elected to the Board of Trustees by acclamation (unanimous consent) without the necessity of a mailing or vote of the Members.

ARTICLE IV BALLOT PROCEDURES

Section 1. Ballot Format.

- a. Candidates' names shall appear in either alphabetical order by last name or random order on the paper and online ballots.
- b. Each paper ballot shall include the Member's name, signature, address, and neighborhood. Paper ballots are only valid if signed by the homeowner. Online voting will be validated by username and password or a similar security feature.
- c. No write-in candidates for the BOT and NABs shall be permitted.

Section 2. Ballot Distribution.

- a. Voting instructions will only be distributed to Members in good standing as of the record date. Good Standing is defined as not being delinquent two months or more and not having received Registered Notice of such delinquency per Article VI, Section 9, e. of the Declaration of Covenants and Restrictions.
- b. Per Article IV, Section 1 of the Bylaws, notice for meetings shall be provided to Members at least thirty (30) days and no more than sixty (60) days prior to such meeting.
- c. Online voting will be available via a designated secure web site. Upon request by a Member, paper ballots will be provided.
- d. Only one paper ballot or online vote will be accepted for each Lot. No proxies will be accepted.

Section 3. Ballot Return.

- a. Paper ballots must be received by the voting deadline. Online votes must be cast prior to the voting deadline. Any paper ballots or online votes received after the voting deadline shall not be counted.

ARTICLE V VOTE COUNTING

Section 1. Security. All cast paper ballots and online votes shall be kept or stored electronically in a secure manner until the ballots and/or preliminary online vote tally have been released to the Election Committee Chairperson for counting or verification.

Section 2. Vote Counters. All cast paper ballots and online votes may be preliminarily tallied electronically but are subject to review and verification by the Elections Committee.

Section 3. Vote Counting Time. At the discretion of the Election Committee, vote counting may start after the voting deadline has passed, but before the Annual Meeting is called to order.

Section 4. Counting Procedures. Paper ballots and online votes will be counted and recorded using an electronic preliminary tally. All paper ballots and online votes shall be cross-checked against the Membership roster. Vote counters shall present all voidable ballots to the Chairperson of the Election committee for a ruling on the validity of the ballot/vote(s) in question. The Vote Counters shall sign the electronic preliminary tally once they have verified the accuracy of the votes cast for each candidate.

Section 5. Void Votes. Any paper ballot delivered without the signature of the Member shall be considered invalid and not counted. Members will not be able to cast online votes unless they use the designated username and password.

ARTICLE VI ELECTION RESULTS

Section 1. Announcement of Results. Results of the BOT election will be announced by the Election Committee Chairperson at the Annual Meeting.

Section 2. Ballot Retention. Challenges to the results of the election must be made in writing and submitted to the BOT within fifteen (15) days following the date of the annual meeting. Should a

challenge occur, all materials related to the election will be retained until the matter has been resolved.

The Corporation shall retain all materials related to elections for a period of thirty (30) days following the annual meeting of the Members when the results of the election are announced.

Section 3. Challenges to Elections. A challenge shall set forth with specificity the nature of the challenge which shall be any of the following:

- The votes were tabulated incorrectly;
- Votes were cast by members who were ineligible to vote at the time of the election;
- The individual who was elected does not meet the qualifications to hold a seat on the Board;
- The vote was not properly noticed; and/or
- Not all eligible members were allowed to vote.

The Board shall make a final ruling on the challenge by a vote amongst the members of the Board, except if the challenge involves any then sitting member of the Board, then this member shall not participate in deliberation or the vote on the challenge. If the vote is a tie, the highest-ranking Officer shall cast the deciding vote. For purposes of this section, rank of Officers shall be determined in the following order: 1) President, 2) Vice-President, 3) Secretary, 4) Treasurer, and 5) length of service of non-officer members.

Section 4. Pursuant to Article VI, Section 10 of the Bylaws, no Trustee-elect who is not already a serving member of the Board shall participate in determination of a challenge to an election.

This Policy shall supersede Administrative Resolution No. 08-21, Revised Election Procedure adopted September 3, 2008.

EFFECTIVE DATE OF RESOLUTION

The policy was approved on this 8th day of July 2020 by the Kingstowne Residential Owners Corporation Board of Trustees.



Jeanne McCarroll, President
Board of Trustees
Kingstowne Residential Owners Corporation

Policy Name	Number	Approved	Revised
Election Procedures	26	July 8, 2020	