

## **STRAWBERRY HILL HOMEOWNERS ASSOCIATION**

### **Board member duties, election, term and qualifications**

#### **Per Strawberry Hill HOA ByLaws**

**14.1 POWERS AND DUTIES OF DIRECTORS.** The Association shall be managed by a Board of Directors. The Board shall have the power and duty to make decisions on behalf of the Association on all issues except those requiring Lot approval under the First Restated Declaration. The Board may delegate its management duties to a manager.

**14.2 NUMBER AND QUALIFICATION OF DIRECTORS.** There shall be five (5) directors. Directors must be Owners.

**14.3 ELECTION OF DIRECTORS.** Directors shall be elected at Annual Owner Meetings. Mid-term vacancies which have not been filled by the Board may be filled at any Owner Meeting, regardless of whether a nominating committee has been formed. Owners may make nominations during the Owner Meeting. The Owner receiving the largest number of votes shall be elected, Whenever two (2) or more directors are elected, cumulative voting shall be used subject to the procedural requirements of Corporations Code §7615(b).

**14.4 TERM OF DIRECTORS.** At the first Annual Owner Meeting following the adoption of these First Restated Bylaws, five (5) directors shall be elected, two (2) for a term of one (1) year, and three (3) for a term of two (2) years. Thereafter, unless they resign or are removed, all directors shall serve a term of two (2) years, and director's terms shall be staggered so that two (2) Directors are elected in one year, and three (3) Directors are elected the next year.

**14.6 REGULAR BOARD MEETINGS.** Regular Board Meetings shall be held at least quarterly at a time and place within the Property.

**15.1 TITLES AND DUTIES OF OFFICERS,** Officers have the following titles and duties:

- A. President.** The President shall preside at all Board Meetings, supervise the execution of Board orders and resolutions, sign legal instruments as necessary and act as the chief executive officer of the Association. The President shall be a director.
- B. Vice President.** The Vice President shall act in place of the President in his/her absence due to his/her inability to act, and shall exercise and discharge such other duties as the Board may from time to time require. The Vice President shall be a director.
- C. Secretary,** The Secretary shall record the votes and keep the minutes of all Board and Owner Meetings, keep a current list of the names and addresses of Owners, and perform other duties as the Board may from time to time require.
- D. Treasurer.** The Treasurer shall maintain proper books of account and other appropriate financial records in accordance with standard accounting practices, and be responsible for ensuring compliance with the preparation and review of the financial documentation required by Civil Code §§1365 and 1365.5.

**15.2 ELECTION OF OFFICERS.** Officers shall be elected at the first Board Meeting following the Annual Owner Meeting. Mid-term vacancies shall be filled by the Board at its earliest convenience.

**15.3 TERM OF OFFICERS.** Unless they resign or are removed, officers shall serve until the first Board Meeting following the next Annual Owner Meeting.

**ONE OR MORE OF THE FOLLOWING EXPERIENCES WOULD BE HELPFUL TO BE A BOARD MEMBER:**

1. **Other Board positions** where the above responsibilities were managed either on a volunteer or paid basis.
2. **A fiduciary obligation to protect, maintain and enhance the value of an asset**, particularly real estate property.
3. **Selecting, evaluating and managing vendors** for property management and real estate construction, landscaping and maintenance.
4. **Understanding legal regulations** and working with government and association entities.
5. **Ability to communicate** and present rules, policy and procedures.
6. **Financial and Budgetary** procedures and regulations.
7. **Managing an association** regulated by multiple state, local and covenant restrictions.
8. **Acting in good faith and common sense for the greater good of all organization members.**
9. **Diverse people working on a team**, committee or board in a congenial and productive manner.
10. **Mandatory; no felony conviction** for any criminal matter.