

MARINELAND COMMUNITY ASSOCIATION, INC.

ELECTION POLICY

This Election Policy (“**Policy**”) sets forth the voting and election rules that were adopted by the Board of Directors and are intended to comply with the requirements of the *Davis-Stirling Common Interest Development Act* (“**Act**”). This Policy will stay in effect until modified by the Board of Directors. All capitalized terms used herein but not otherwise defined shall have the meaning set forth in the Declaration of Establishment of Covenants, Conditions and Restrictions.

1. VOTING PROCEDURES.

a. Voting By Secret Ballot. Not less than thirty (30) days prior to the voting period, the Corporation shall mail to each Member of the Corporation, by first-class mail or personal delivery, a ballot, an instruction sheet, and two pre-addressed envelopes with instructions on how and where to return the ballot. In order to preserve confidentiality, a voter will not be identified by name or address on the ballot. The ballot itself is not signed by the voter, but is inserted into an envelope that is sealed. This envelope is then inserted into a second envelope addressed to the inspector(s) of election. The voter then seals the outer envelope and, in the upper left hand corner, prints and signs his or her name, address, and Unit number. The voter returns the ballot pursuant to the previously provided instructions on how and where to return the ballot.

b. Voting Period. Ballots may be mailed or hand delivered to the inspector(s) of election at the address designated in the instruction sheet. The ballot must be received by the inspector(s) before the end of the voting period or it will be disregarded. A voter may request a receipt upon delivery of the ballot. Once a secret ballot is received by the inspector(s), it shall be irrevocable.

c. Election Not Required. If after the close of nominations, the number of people nominated for the Board is not more than the number of directors to be elected, the Corporation may without further action declare that those nominated and qualified have been elected.

d. Tabulation of the Ballots. The inspector(s) of elections will count and tabulate all votes in public at a properly noticed open meeting of the Members or Board of Directors. Any candidate or other Member may witness the counting and tabulation of the votes. No person shall open or otherwise review any ballot prior to the time and place at which the ballots are counted and tabulated.

e. Reporting Results. The inspector(s) will promptly report the results of the election to the Board of Directors. The Board of Directors will record the results in the minutes of the next meeting of the Board and make the results available for review by any Member of the Corporation at any time after the results are received by the Board of Directors from the inspector(s). The Board of Directors will publicize the results of the election in a communication directed to all Members within fifteen (15) days of the election.

f. Ballot Custody. The sealed ballots and envelopes shall at all times remain in the custody of the inspector(s) or at a location designated by the inspector(s) until after the tabulation of the vote, at which time custody will be transferred to the Corporation. The ballots and envelopes will be stored in a secure place for one (1) year after the date of the election. In the event of a recount or other challenge to the election process, the Corporation will, upon written request, make the ballots and envelopes available for inspection and review by Members and their authorized representatives. Any recount or other challenge to the election process will be conducted in a manner that will preserve the confidentiality of the vote.

g. Elections by Mail-In Ballots. Unless otherwise restricted by the Declaration or the Bylaws, all elections covered by these rules may be conducted by mail-in ballot alone, except for the meeting to count the votes.

h. Modification of Rules. These rules shall be construed to conform to any legislative changes in the Act relating specifically to elections without any further adoption procedures. Any other change in these rules shall be done only after 30 days written notice to all Members in accordance with the provisions of the Act.

2. INSPECTOR OF ELECTIONS

a. Inspector(s) of Election. There may be one or three inspector(s) of elections. The Board of Directors, in its sole discretion, shall have the power to decide on the number of inspectors and appoint persons to fill those positions. An inspector shall be any independent third party, including, but not limited to, a person under contract with the Corporation for compensation, such as a property manager, attorney or certified public accountant. The only persons who may not serve as an inspector are sitting members of the Board of Directors, candidates for the Board of Directors and persons related to sitting members or candidates.

b. Indemnification of Inspector(s). The Corporation will defend, indemnify and hold harmless the inspector(s) of elections from any and all claims, actions, demands, damages, costs, liabilities and expenses arising out of or relating to his or her activities as an inspector, excluding the gross negligence or willful misconduct of such inspector.

c. Duties of Inspector(s) of Election. Inspector(s) of elections shall have the following duties: (a) perform any acts as may be proper to conduct the election with fairness to all Members in accordance with these Rules; (b) determine the number of Memberships entitled to vote and the voting power of each; (c) receive ballots; (d) hear and determine all challenges and questions arising out of or in connection with the right to vote; (e) count and tabulate all votes in such a way as to preserve their secrecy; (f) determine when the polls shall close; and (g) determine the result of elections. An inspector shall perform his or her duties impartially, in good faith, to the best of his or her ability, and as expeditiously as is practical. If there are three inspectors, the decision or action of a majority shall be effective in all respects as the decision or action of all. Any report made by the inspector(s) of election is *prima facie* evidence of the facts stated in the report.

3. CANDIDATES FOR THE BOARD OF DIRECTORS

a. Candidate Qualifications. A candidate for the Board of Directors to be elected by the Members shall be a Member of record, in good standing, of a Membership Share of the Corporation (as “good standing” is so defined in the Bylaws).

b. Nominating Procedure. Unless otherwise stated in the Bylaws or Declaration, the procedures for nominating a candidate of the Board of Directors are as follows: the Board of Directors appoint a Nominating Committee who will: (a) nominate Members as candidates; and (b) accept nominations of candidates from other Members of the Community. All nominations to be included in the written ballot must be in writing and delivered to the Corporation not less than five (5) days prior to the date set for mailing the ballots to the Members.

c. Nominations from the Floor. Nominations may not be made from the floor at the meeting at which the elections are held.

4. VOTING RIGHTS

a. Voting Power. Each Membership shall have one (1) vote per Membership, except for the election of the Board of Directors wherein each unit shall have one (1) vote for each vacant Board of Director seat. Where there are multiple Members of a single Membership, they shall decide among themselves who among them shall cast the vote on behalf of the Membership. If one (1) vote is cast on behalf of a single

Membership, then it shall be conclusively presumed that the vote was cast by the authorized Member. If more than one (1) vote is cast on behalf of a single Membership, then all such votes shall be disregarded.

b. Cumulative Voting. Unless the Bylaws or Declaration authorize such voting, cumulative voting shall not be allowed.

c. Qualifications for Voting. Only Members in good standing shall be allowed to vote (See Section 4.6 of the Bylaws).

d. Quorum. A quorum shall be required only if so stated in the Governing Documents. If a quorum is required, each ballot received by the inspector(s) of elections shall be treated as a Member present at a meeting for purposes of establishing a quorum.

5. CORPORATION ACCESS

a. Access to Corporation Media. If the Corporation should ever have Corporation media, newsletters, or internet web sites (collectively “**Media**”), and provide access to such media during a campaign, for purposes reasonably related to the election, to any candidate or Member advocating a point of view, then the Corporation shall provide equal access to all candidates and Members advocating a point of view, including those not endorsed by the Board of Directors.

b. Restrictions on Editing. If the Corporation should ever have Corporation Media and provide access to such during a campaign, the Corporation will not edit or redact any content from campaign communication, but may include a statement specifying that the candidate or Member, and not the Corporation, is responsible for the content of the communication. The Corporation and its Directors, officers and agents shall be immune from liability for the content of those communications. The Corporation may require the person submitting a potentially defamatory or obscene communication to sign an indemnity and hold harmless agreement protecting the Corporation from liability for the publication.

c. Access to Corporation Meeting Space. If the Corporation has common area meeting place, the Corporation will provide access to such space during a campaign, to all candidates, including those who are not incumbents and to all Members advocating a point of view, including those not endorsed by the Board of Directors, for purposes reasonably related to the election. Access shall be provided at no cost to the Members.

d. Campaign Fund Restrictions. Corporation funds will not be used for campaign purposes in connection with any Corporation Board of Directors’ election. Funds of the Corporation will not be used for campaign purposes in connection with any other Corporation election except to the extent necessary to comply with the duties of the Corporation imposed by law. Campaign purposes include, but are not limited to, the following: (a) expressly advocating the election or defeat of any candidate that is on the Corporation’s election ballot; and (b) including the photograph or prominently featuring the name of any candidate on a communication from the Corporation or its Board of Directors, excepting the ballot and ballot materials, within thirty (30) days of the election. This restriction does not prevent distribution of campaign materials as otherwise specifically allowed under the equal access provisions of these rules.