

To: Tana Ridge Home Owners Association Members

From: Deb Wall, Secretary on behalf of the Board of Directors

Date: October 7, 2012

Re: Board of Directors Self-Nomination & Election

It is that exciting time of year again for TRHOA, the nomination and election of Directors for the Association. This year the directorships open are for President; Treasurer; and Waste Water and Architecture. We are seeking your interest in participating on the Board of Directors first in a self-nominating process followed by the secret ballot election. Your interest in serving this position should be submitted by October 15, 2012. The current President, Rita Garcia, and Treasurer, Margarita Rock have expressed their willingness to place their names on the ballot for the upcoming term.

The Nomination Process:

With the change in bylaws, the nomination process is in fact self-nomination. As an interested member and resident, you would submit your name and the position you are interested in to the Vic-President of the Board of Directors. In this case, an email to dawall70@yahoo.com or a hard copy submission indicating the office you are interested in would be sufficient. Self nomination will also be accepted from the floor at the November 2012 membership meeting.

The Election Process:

As determined by the bylaws, the voting process allows one vote per member household for each office. The voting process is a secret ballot submitted by proxy or at the general meeting in November. Ballots will be developed after the October 15, 2012 self-nomination process and sent prior to the annual board meeting. Proxy ballots are submitted to the Secretary of the Board of Directors, Deb Wall, prior to November 15, 2012. However, this submission will not reflect candidates who may nominate themselves from the floor.

Please review the attached information regarding the election process and the roles of each office. Your participation is important to the current and future success of the organization in representing all of the residence. We look forward to your nominations!

Sincerely,

Deb Wall
Secretary
Tana Ridge Home Owners Association

Attachments: TRHOA Bylaws Articles: IV; VI; and VII

www.neighborhoodlink.com/lakeelmo/tanaridgehoa/

ARTICLE IV

Nomination and Election of Directors

Section 1. Nomination. Nomination for election to the Board of Directors, is open for self-nomination to all Members of the Association and are made by contacting the Secretary of the Board of Directors. Nominations may also be made from the floor at a Members meeting. Nominations will be sought for position not less than the number of vacancies that are to be filled. Such nominations may be made from among Members only.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election, the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provision of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is permitted.

ARTICLE VI

Powers and Duties of the Board of Directors

Section 1. Powers. The Board of Directors shall have the power to:

- a) adopt and publish rules and regulations governing the Common Area and facilities, if any, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;
- b) suspend the voting rights during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended, after notice and hearing, for a period not to exceed sixty (60) days, for infraction of published rules and regulations.
- c) exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declaration;
- d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive meetings of the Board of Directors; and
- e) employ a manager, an independent contractor or such other employees as the deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A Members who are entitled to vote;

- b) supervise all officers, agents, and employees of this Association, and to see that their duties are properly performed;
- c) as more full provided in the Declaration to:
 - i. fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;
 - ii. send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and
 - iii. foreclose the lien against any property for which assessments are not paid within thirty (30) days after the due date or to bring an action at law against the Owners personally obligated to pay the same.
- d) issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be made conclusive evidence of such payment;
- e) procure and maintain adequate liability and hazard insurance on property owned by the Association;
- f) cause all officer or employees having fiscal responsibilities to be bonded as it may deem appropriate;
- g) cause the Common Area to be maintained;
- h) cause the performance of maintenance and enforcement as provided in the Declaration of Protective Covenants and Easements and act as an Architectural Control Committee or appoint an Architectural Committee pursuant to the provisions of the Declaration of Protective Covenants and Easements.

Section 3. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Article VII

Officers and Their Duties

Section 1. Enumeration of Offices. The officers of this Association shall be a President and Vice President, who shall at all times be members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first annual meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected by the Members and each shall hold office for two (2) years unless he/she shall sooner resign, or shall be removed, or otherwise disqualified to serve. Terms will be served with: President and Vice President being elected in alternating years; and Secretary and Treasurer being elected in alternating years. Terms begin on January first immediately following the election.

Section 4. Special Appointments. The board may elect such other officers and the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the board may from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed from office, with or without cause, by the board. Any officer may resign at any time, giving written notice to the board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein and unless otherwise specified therein the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. Vacancy in any office may be filled by appointment by the board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he/she replaces.

Section 7. Multiple Offices. The office of Secretary may be held by Vice President. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to Section 4 of this article. Multiple owners of a single lot may not hold Association Board of Director Offices simultaneously in either the same or overlapping terms.

Section 8. Duties. The duties of the officers are as follows:

- a) **President.** The President shall be the Chief Executive Officer and shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the board are carried out; shall sign all leases, mortgages, deeds, and other written instruments; and may co-sign or sign all checks and promissory notes.
- b) **Vice President.** The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act; and shall exercise and discharge such other duties as may be required of him by the board.
- c) **Secretary.** The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the board and of the Members; serve notice of

meetings of the board and of the Members; keep appropriate current records showing the Members of the Association together with their addresses; and shall perform such other duties as required by the board.

- d) **Treasurer.** The Treasurer shall be the Chief Financial Officer and shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account, cause an audit as deemed necessary by the Board of Directors of the Association, to be made by a public accountant at the completion of specified fiscal years; and shall prepare an annual budget and state of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the Members.

Note: April 20, 2005

Article VII, Section 4 Special Appointments, has been exercised in establishing the Office of **Waste Water and Architecture**. Officer duties include: representation at all meetings relevant to the waste water system; review and approval of all architectural proposals by property owners; and communication of both with Members.