

Assessments in accordance with procedures adopted by the Board. No suspension shall affect the rights of a Member to access his or her Unit.

ARTICLE 4

MEMBERSHIP VOTING

Section 4.1. Single Class of Membership. The Association shall have one class of voting membership.

Section 4.2. Member Voting Rights. On each matter submitted to a vote of the Members, whether at a meeting of the membership called and held pursuant to the provisions of these Bylaws or otherwise, except as otherwise provided in the provisions regarding election of directors, each Member shall be entitled to cast one (1) vote for each Condominium owned by such Member. Single Memberships in which two or more Persons have an individual interest shall be voted as provided in Article 3, Section 3.3 of these Bylaws.

Section 4.3. Eligibility to Vote. Only Members in Good Standing shall be entitled to vote on any issue or matter presented to the Members for approval. A Member who owns more than one Unit shall be ineligible to vote if that Member is delinquent with respect to any such Unit.

Section 4.4. Elections to be Conducted by Secret Ballots. Elections required by the *Civil Code* to be conducted by secret ballot shall be held pursuant to the *Civil Code* and the Election Rules adopted by the Board.

Section 4.5. Proxies. The Board may determine whether proxies will be used in any vote or election of the Association. If proxies are to be used, any Member entitled to vote may use a proxy, subject to the provisions of the Election Rules, if applicable. Any proxy shall be for a term not to exceed eleven (11) months from the date of issuance, unless otherwise provided in the proxy, except that the maximum term of any proxy shall be three (3) years from the date of execution. Proxy forms shall be dated to assist in verifying their validity.

(A) **Effectiveness of Proxies.** Every proxy continues in full force and effect until revoked by the issuing Member prior to the vote pursuant thereto. The dates shown on the forms of proxy presumptively determine the order of execution, regardless of the postmarks shown on the envelopes in which they are mailed. Any proxy given shall be valid only if the proxy form sets forth a general description of the nature of the matter to be voted on.

(B) **Proxy Rules for Memberships Held by More Than One Person.** Where two (2) or more persons constitute a Member, any proxy received shall be conclusively presumed to be the proxy submitted with respect to the vote of such Member, whether or not all Members signed the proxy.

Section 4.6. Cumulative Voting. Each Member entitled to vote at any election of Directors shall have the right to cumulate his or her votes by giving one candidate a number of votes equal to the number of Directors to be elected, multiplied by the number of votes to which the Member is

entitled, or by distributing his or her votes on the same principle among as many candidates as he or she desires.

Section 4.7. Majority Vote Required. If a quorum is present, the affirmative vote of the majority of the Members represented at the meeting, entitled to vote and voting on any matter (other than the election of Directors) shall be the act of the Members, unless the vote of a greater number is required by California law or by the Governing Documents. In the case of Director elections, the candidates receiving the highest number of votes up to the number of Directors to be elected, shall be elected to the vacant Director positions.

ARTICLE 5

MEMBERSHIP MEETINGS

Section 5.1. Place of Meeting. All meetings of members shall be held at the offices of the Association within the Project or at such other reasonable place within the County and at such time as may be designated by the Board in the notice of the meeting.

Section 5.2. Annual Meetings of Members. The annual meeting of Members shall be held once a year or as determined by the Board of Directors on a date, time and place as determined by the Board.

Section 5.3. Special Meetings. Special meetings of Members may be called at any time by the President or by a majority of a quorum of the Board. Additionally, the Board may call a special meeting of Members upon receipt of a written request for a special meeting for authorized purposes. Any such written request shall be signed by Members representing at least five percent (5%) or more of the Voting Power of the Association.

(A) **Notice of Special Meeting.** Notice of special meetings shall be given in the same manner as for annual meetings of Members. Notices of special meetings shall specify the place, day and hour of the meeting and the general nature of the business to be transacted.

(B) **Procedures for Calling Special Meetings Requested by Members.** If a special meeting is called by Members other than the Board of Directors or the President, the request shall be submitted by such Members in writing, specifying the general nature of the business proposed to be transacted, and shall be delivered personally or sent by registered mail or other facsimile transmission to the President, any Vice President, or the Secretary of the Association. The officer receiving the request shall, within twenty (20) days after receiving the request, cause notice to be promptly given to the Members entitled to vote, in accordance with the provisions of this Section, that a meeting will be held, and the date, time and purpose for such meeting, which date shall be not less than thirty-five (35) nor more than ninety (90) days following the receipt of the request.