

# Proposed Clarification of By-Laws Regarding Voting and Quorums

**Recommended by the Board of Directors on Jan. 30, 2019 and approved by resident vote in March 2019.**

The proposed changes only affect the wording in part 2 and 3 of the amendments made on March 31, 2011. The full document is available on eNeighbors, in Documents, SJC By-Laws, Amendments 03-05-2011.

## 2. Election of SJC Board of Directors

a. A nominating committee made up of committee chairs and the current Board members not up for election shall submit a list of candidates to the Board by December 31. The President of the Board will chair this committee.

### b. Board candidates

I. Any homeowner (in good standing) desiring to be considered for election should submit a letter of intent to the Board Secretary or President along with a completed application form by November 1.

II. Any current Board member wishing to be reelected shall submit a letter of intent by November 1 to the Board Secretary or President – no new application necessary.

c. Board rotation — the Board members will serve two-year terms based on a rotation to protect Board continuity. Two board of director positions begin in odd numbered years and three positions begin in even numbered years.

d. Voting — the Board will be elected by a vote of homeowners with each residence having one vote for each vacancy.

I. Board members are elected by receiving a plurality of votes for the Board vacancies. There must be a quorum of either proxies and/or attendance to elect Board members (i.e., if there are two open positions, it goes to the top two vote-getters).

II. In cases where no candidates have demonstrated an interest in running for the board, the current Board will appoint replacements to fill vacancies.

## 3. Quorums and Approval Percentages

a. Meetings with Homeowners — to permit the conduct of any official business, any meeting of Homeowners shall be considered official providing that a quorum of at least 20% of all those Homeowners eligible to vote are present to vote at such meeting (including those who have voted by proxy or who have delegated their proxy to be voted by the SJC Board or another person). A mail-in vote shall be considered official if at least 20% of eligible Homeowners cast their vote by mail.

b. Board meetings — to permit the conduct of any official business of the Board, a quorum shall require at least 50% of the active Board members to be present at such meetings.

c. Approved Percentage — any item to be voted on by Homeowners shall be approved if more than 50% of those voting in a meeting, by proxy, or by mail vote to approve such proposal unless the SJC Covenants or applicable laws require a greater percentage.