

PALOMAR ESTATES EAST RESIDENTS' ASSOCIATION INC

(PEERA is a Mutual Benefit Corporation)

BYLAWS

Revised: June 25, 2016 final

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ARTICLE I - NAME

The name of the organization is Palomar Estates East Residents Association, Inc. (PEERA), a non-profit Mutual Benefit Corporation, hereinafter referred to as the Association.

The official address of the Association is 650 S. Rancho Santa Fe Road, San Marcos, CA 92078.

ARTICLE II – DEFINITIONS

For the purpose of these Bylaws the following definitions apply.

- (a) “Homeowner” means a person who has a tenancy in a mobilehome under a rental agreement.
- (b) “Additional resident” means a person (other than a homeowner) who resides in a mobilehome and is listed on an addendum to the rental agreement pertaining to that mobile home. .
- (c) “Mobilehome unit” means a mobile home occupied by a homeowner regardless of whether an additional resident as defined also resides in that mobilehome.

ARTICLE III - PURPOSE AND OBJECTIVES

The purpose and objectives of PERRA are to encourage the Park owner and Park management to maintain and administer the Park in a manner that best serves the needs of the community by co-operating with the Park management in facilitating compliance with the rules and regulations (R&Rs), assisting with annual inspections, and proposing maintenance work and capital improvements for inclusion in management budgets.

The Association also provides support services focused on helping and protecting the retirement community residents through educational events and other senior support functions so its residents can lead an independent life style.

ARTICLE IV - OPERATION AND FISCAL YEAR

The operational and fiscal years of this Association shall be from January 1st through December 31st.

ARTICLE V — MEMBERSHIP AND DUES

Section 1. The following occupants of each mobilehome unit are eligible for membership of the Association upon payment of yearly dues in the amount stipulated by the Executive Board.

- (a) A homeowner; and
- (b) an additional resident, if there is one

Section 2. Association dues shall be five dollars (\$5.00) per year per mobilehome unit. It shall require a 2/3 vote of the Executive Board, with a majority present, to change the amount of the dues.

Section 3. Dues will be due on January 1st of each year.

Section 4. Membership in the Association is non-transferable and non-assignable.

ARTICLE VI - EXECUTIVE BOARD

Section 1. The Executive Board, hereinafter referred to as the Board, shall consist of between seven (7) and thirteen (13) members as necessary to conduct the business of the Association, the number to be determined by the Board, and they shall serve without compensation.

Section 2. The officers of the Board shall be the Chair, the Vice-Chair, the Secretary, and the Treasurer, and such other officers as the Board may deem necessary. [NOTE: It is to be understood that "Chair" and "Vice-Chair" may refer either to a male or female.] With the exception of the offices of Treasurer and Secretary, where two members of the Board occupy the same mobile home unit only one of them may hold an office on the Board at any time.

Section 3. The remaining Board members shall be designated Members-at-Large. Their duties shall be determined by the Board at its first meeting following the annual election.

Section 4. Members of the Board shall be elected in accordance with Article VIII – Election of Board Members and Officers. Board members shall serve two- year terms from the time elected. An election shall be held each year. Approximately half of the members of the Board will be elected each year.

Section 5. The Board Chair, the Vice-Chair, the Secretary and the Treasurer will be elected by ballot at the annual election meeting of the Association. The Board Chair and Vice-Chair shall not serve more than one full term (2 years) in those positions.

Section 6. The officers and members-at-large shall assume their duties at the beginning of the fiscal year.

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Section 7. A homeowner or additional resident shall have been a member of the Association for at least 6 months to be eligible for election to the Board.

Section 8. Simultaneous Board Service. No person may serve on both the Social Club Board and the PEERA Board at the same time.

Section 9. When a vacancy occurs on the Board, the Board Chair shall fill the vacancy by appointment, with a 2/3 vote approval of the Board, and the appointee shall serve the unexpired term.

Section 10. Removal from the Board. A Board member may be removed by a petition signed by at least twenty percent (20%) of the membership and an affirmative vote by 2/3-majority of the Board.

Section 11. The following rules shall govern removal from the Board:

- (a) There must be adequate justification for the removal, such as but not limited to: (1) missing three consecutive Board and/or membership meetings; (2) repeated violations of Bylaws; (3) conflict of interest; (4) disregard for the safety and well-being of residents; or (5) repeated disruption of Board and/or general meetings.
- (b) The offender and all Board members shall be apprised of the motion to remove and of the specifics of the charges at least one (1) week prior to the Board meeting at which the removal shall be voted upon.
- (c) The appropriate charges shall be presented in detail at a Board meeting, either regular or special, and an adequate discussion period allowed.
- (d) A secret ballot shall be required for any removal vote unless the target Board member resigns.
- (e) An affirmative vote for removal shall be effective immediately, and the removed Board member may never serve on the Board again.

ARTICLE VII - GOVERNING BODY

Section 1. The governing body of the Association shall be the Board.

Section 2. Policy, procedures and business affairs of the Association shall be directed by the Board, which shall be subject to these Bylaws and the Standing Rules of the Association.

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Section 3. The Board shall normally meet monthly, or as business of the Board and Association dictates, and shall have no fewer than four general membership meetings per year in accordance with Article XI, section 3. It shall meet at a time and place that are agreeable to the majority of the members, or as designated by the Board Chair.

Section 4. A majority (51%) of the Board members shall constitute a quorum.

Section 5. The Board shall keep a written record of all proceedings, and the minutes of the open sessions and all general meetings shall be posted on the PEERA bulletin Board in the main clubhouse, and shall also be open to inspection by the membership at all times.

Section 6. Residents may attend open sessions of the monthly Board meetings: however, they may not address the Board unless they have notified the Board Chair in advance of the meeting that they wish to do so. They may not participate in any discussion unless they have been recognized by the Chair.

ARTICLE VIII - ELECTION OF BOARD MEMBERS AND OFFICERS

Section 1. The election of Board Members shall be held annually at the November general meeting of the Association membership. This meeting shall be designated as the Annual Election Meeting. Each mobile home unit shall have only one vote and only members in good standing may vote.

Section 2. Any member of the Association who is unable to attend the annual election meeting may vote by absentee ballot. Absentee ballots may be obtained from the Nominating Committee Chair, provided that only one absentee ballot shall be issued to any mobilehome unit. The absentee ballot must be submitted to the Nominating Committee Chair prior to the election meeting and that chair shall give all absentee ballots, unopened, to the Election Committee Chair prior to or at the Annual Election Meeting.

Section 3. Nominating committee. In September, at least sixty days prior to the annual election meeting, the Board Chair shall appoint a nominating committee of three (3) persons from the general membership, one of whom may be a Board member.

Section 4. It shall be the duties of the Nominating Committee to:

(a) Obtain a slate of persons willing to be elected to the pending vacant offices and/or positions, on the Board.

(b) Prepare the written ballot which the election committee will distribute to all members in good standing.

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(c) Submit the slate of nominees to the Board no later than the October meeting of the Board for its information.

(d) Post the slate of nominees on the PEERA bulletin board in the main clubhouse at least fourteen (14) days prior to the general meeting. This slate shall also be posted on the in-park TV channels and website.

(e) Prepare the absentee ballots and distribute them to all members (one per mobile home unit) in good standing who request one.

(f) Receive completed absentee ballots prior to, or at, the election meeting.

(g) Hand the completed, unopened ballots, including absentee ballots, to the election committee chair either prior, or at, the election meeting.

Section 5. Additional nominations by a member in good standing of the Association may be presented to the Nominating Committee Chair in writing no later than five (5) days prior to the Annual Election Meeting, provided the proposed nominee has given his/her consent, and be posted on the in-park TV channels, the park website and the PEERA bulletin board.

Section 6. Election committee. No later than seven (7) days prior to the annual election, the Board Chair shall appoint an election committee chair. (the nomination chair may also act as the election committee Chair). At the annual election meeting the Board Chair shall ask the nominating committee chair to read the slate of nominees to serve the upcoming term (2 years). The Board Chair shall turn the meeting over to the election committee chair to conduct the election, after which the meeting shall be turned back to the Board Chair. The election committee shall:

(a) Distribute the ballots at the door to all members (one per mobilehome unit), in good standing.

(b) Call for nominations from the floor. Any member in good standing may nominate another member in good standing, with the nominee's prior permission.

(c) Tally those ballots together with the absentee ballots that have been received.

(d) Inform Chair and Board members of the results of the election no later than two (2) days following the election. They shall also make the results known to all members of the association by posting on the PEERA bulletin board in the clubhouse and also on the in-park TV channels and website.

Section 7. Election of officers and board members-at-large shall be by printed ballot at the Annual Election Meeting.

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Section 8. The new Board shall take office on the following January 1, the beginning of the new fiscal year.

ARTICLE IX - DUTIES OF BOARD MEMBERS

Section 1. Each officer shall have such powers and perform such duties as normally pertain to his/her office, except as otherwise provided by these Bylaws, or the Standing Rules, or by resolution of the Board. Specifically, the duties of the officers shall be as follows.

Section 2. **Board Chair.** The Board Chair shall be the principal officer of the Board of the Association and shall have general supervision and direction of all Board business. He/she shall preside at all meetings of the Board and of the general membership. He/she shall be an ex-officio member of all committees with the exception of the Nominating Committee.

Section 3. **Vice-Chair.** In the absence of the Board Chair, the Vice-Chair shall exercise all powers of the Board Chair. As part of his/her normal duties, the Vice-Chair shall oversee and submit the “wish list” to management regarding capital improvements and maintenance by March 31st.

Section 4. **Secretary.**

Under the direction of the Board Chair, the Secretary shall:

- (a) Attend to all correspondence and shall be responsible for keeping minutes of all meetings.
- (b) Keep attendance records that shall include the names of all Board members present at meetings.
- (c) Keep a current list of Board members and the list shall be posted on the PEERA bulletin board in the clubhouse. The list shall also be provided to the owners, operators and managers of Palomar Estates East and to the City Clerk of the City of San Marcos, as required.
- (d) Cause the minutes of each open Board meeting and each general meeting to be posted on the PEERA bulletin board in the clubhouse within 14 days following each meeting.

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Section 5. **Treasurer.**

(1) The Treasurer shall:

(a) Receive all monies and deposit same in the Palomar Estates East Residents Association bank account(s). The Treasurer shall pay all bills of the Association as directed by the Board. He/she shall keep an accounting of all transactions and of the financial condition of the Association.

(b) Prepare and submit a financial report at each board meeting, and shall post the report on the PEERA bulletin board in the clubhouse immediately after each meeting, where it shall remain posted until a succeeding report is prepared.

(c) Inform the Board of the status of the Association's bank account(s) at each Board meeting, including details of income received and expenses incurred.

(2) Subject to paragraph (3) below, all checks or orders for the payment of monies from the Association bank account(s) shall be signed by two officers. In the absence of such a determination, said checks or orders shall be signed by the Treasurer and the Board Chair.

(3) Where two officers reside in the same mobilehome unit only one of them may sign a check or order referred to in paragraph (2) above.

(4) All Treasurer accounting records shall be audited by a person qualified in finance appointed by the Chair. The audit shall be conducted within thirty 30 days after the fiscal year end or within 10 days of a change in Treasurer for any reason. Audit results shall be posted on the PEERA bulletin board and remain there until the succeeding audit.

ARTICLE X —COMMITTEES

Section 1. The Board Chair shall have the power to appoint committees as necessary to conduct the business of the Association. To fulfill this obligation, he/she shall appoint a Board member as the Board Representative to the committee. The Board Chair may also appoint the committee chairs. Either the committee chair or the Board Representative shall select the committee members, presenting the list of committee members at the next Board meeting. The committee shall elect its own chair if he/she is not appointed by the Board Chair. The Board Representative shall attend all committee meetings.

Section 2. Each committee shall keep a record of its meetings and actions, and the Board Representative, or committee chair in the Board Representative's absence, shall report same to the Board at each Board meeting.

Section 3. Committees of the Association shall be listed in the Standing Rules along with a description of their duties and responsibilities.

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Section 4. Temporary committees may be appointed by the Board Chair to handle specific needs for limited lengths of time. The Secretary shall maintain a record of such committees.

ARTICLE XI - GENERAL MEMBERSHIP MEETINGS

Section 1. A regular general membership meeting shall be held in November for the purpose of electing Board members. This shall be known as the Annual Election Meeting. Any other business deemed pertinent shall also be conducted at this meeting. Notices of the meeting, and of all general membership meetings, shall be posted on the PEERA bulletin board in the clubhouse, listed in The Breeze when possible and the in-park TV channels, website and served to all members via a flyer delivered at each space at least two (2) days prior to the meeting. All meetings will be held in the clubhouse, unless specifically stated otherwise in all publicity.

Section 2. Special membership meetings may be called at any time as deemed necessary by the Board or by a signed petition submitted by 20% of the members to the Board.

Section 3. The Board shall normally call no fewer than four general membership meetings a year.

Section 4. Any member of the Association who is unable to attend a general membership meeting may vote by absentee ballot. Absentee ballots may be obtained from the Board Chair, provided that only one absentee ballot shall be issued to any mobilehome unit. Absentee ballots must be submitted to the Board Chair prior to the meeting.

Section 5. A quorum shall consist of members present at the general membership meeting, plus applicable absentee ballots. A simple majority of members present is required for passage of most motions placed before the membership. A 2/3 vote of members present is required for revision of these Bylaws and for certain other motions, including the absentee ballots. The Board Chair shall inform the members present when the 2/3 vote is required.

Section 6. Each mobile home unit in attendance shall have only one vote.

Section 7. Voting on all matters coming before a general membership meeting, including the election of Board members, shall be by ballot or by direction of the Board Chair due to special circumstances or needs.

ARTICLE XII - RULES OF ORDER

Robert's Rules of Order shall govern the Association in all particulars not herein provided.

ARTICLE XIII - AMENDMENTS

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Section 1. These Bylaws shall become effective upon their being signed by at least 2/3 of the members of the Board and by a 2/3-approval vote of members present at a general membership meeting, including absentee ballots.

Section 2. They may be amended or revised, in whole or in part, and new Bylaws adopted by the vote or written consent of 2/3 of the members of the Board and by a 2/3 vote of members present at a general membership meeting, or by the written consent of 2/3 of the Association membership, including absentee ballots.

END