

Proposed Resolution for 2021 Annual Meeting Election Process

Rich Cober and Mark Westerfield are in agreement on the following procedures to be used for the upcoming 2021 Annual Meeting. We ask that the Board review this proposed resolution and vote on it at the upcoming meeting. Some activities included in the resolution would need to be completed before the scheduled March 2021 Board meeting and by adopting these procedures now, any modifications could be discussed and approved at the March 2021 meeting.

1. Decide on date for the 2021 Annual Meeting.
2. Approve use of the ***Election Runner*** app as the exclusive means by which owners will vote for the 2021 Annual Meeting.
3. Send out a test vote to all owners around the end of February, so they can see how the system works and we can determine if there are any unforeseen issues. This would be simply a test vote with Candidate #1, Candidate #2 as options.
4. Prior to sending out the test vote, we will send out an email to all owners via the HOA email list to explain what we are doing and to weed out any renters from the list. (The explanatory email will ask the recipient to affirm that they are an owner and not a renter.)
5. The test vote to all owners will help advertise the date and time of the annual meeting and encourage attendance and participation at the Annual Meeting. The timing of the test ballot is intended to allow us to report to the Board by the March 2021 meeting.
6. The Bylaws only allow votes from owners “present in person or represented by proxy at a meeting ...” so we cannot send out the actual ballot for the Annual Meeting to all owners. We can make this clear in the annual meeting notice and in the email that precedes the test vote.
7. For the Annual Meeting vote, we will need to have a specific time when we “take the roll” of attendees for the purpose of voting. Our proposal is that at the time we close the nominations, we then call the roll of everyone who is on the Zoom call at that time, and that becomes the list of attendees who will receive a ballot by email and who can then submit a vote. Any person in attendance who is missed with the call of the roll, can speak up at that point. We can explain this rule when the meeting begins so that someone cannot attend for 1 minute and then leave and expect to vote.
8. We can take nominations from the floor during the annual meeting, as we usually do, but we will need a little bit of time to then add those names to the ballot before we send it out.
9. Mark Westerfield and Rich Cober are authorized by the Board to jointly resolve any unexpected issues that arise -- with the bias being in favor of allowing an owner to vote. For example, an owner who says they were on the Zoom annual meeting, but the call was dropped, and they could not log back in at the time the roll of voters was determined.
10. The ballot would be sent out the night of the annual meeting as soon as it is ready.
11. Because the election must occur at the annual meeting, instead of adjourning the annual meeting, we would need to recess with the sole remaining business to be the electronic voting and declaring the winners of the election.

12. The voting will remain open for approximately 48 hours, to allow some time to resolve any unforeseen issues with voting or to deal with specific voter issues. We can end the election around 5:00PM the second day after the Annual Meeting so that we can announce the election results that night. For example, if the Annual Meeting is on a Tuesday, the election would remain open until 5:00 PM on Thursday with the results announced on Thursday night.
13. The list of owner emails will be used to create a list of all potential voters. This will be used for the test vote. This will allow the voter list to be created electronically in advance of the Annual Meeting. On the night of the Annual Meeting, the list of voters will be edited to eliminate all those owners who did not attend the Annual Meeting. (This should allow us to be able to send out the ballot fairly soon after the meeting ends, but this will still require some time and we need to allow for time if there are issues with getting the list correctly entered into the system.)
14. All voters who received a ballot (for the test vote or the actual vote for the Annual Meeting) will receive an email reminder (or two) while the vote is in progress, if they have not voted. The system does this automatically.
15. The transmittal email that goes out with the actual ballot will include a notice that any owner who wants to vote but for some reason is having issues doing so should contact Rich Cober and myself to resolve the situation.
16. When an owner submits a vote, they will receive a confirmation email back from the system confirming that their vote was received.
17. All voters who received a ballot will also receive a notice when the voting time closes. The system sends this out automatically. This notice also has a link that allows the voters to click to see the results.
18. A list of owners who voted will be prepared after the voting closes and emailed out to the owners on the HOA email system.
19. No voting data would be available to anyone while the voting is in progress.
20. If an owner wants to vote but for some reason cannot attend via Zoom, we would include in the notice of the annual meeting that the meeting is via Zoom only and if they do not have access to Zoom for some reason, they need to make other arrangements with a friend or family member so they can attend and provide us with an alternative email address.
21. We are required to mail out a notice of the annual meeting to all owners via USPS mail. We should include in that mailing an explanation of the virtual voting process and the need for owners to send us their email address if they have not yet done so, or if they did not receive the test ballot.
22. If there are issues – such as a physical disability or no email address -- we could then work with them to provide an email via a friend or family member who could then help them with the voting process. To the greatest extent possible, votes will be entered via the voting app, with no paper or manual option. However, if all else fails, Rich Cober and Mark Westerfield will work with the owner to accommodate their needs.
23. The system will automatically lock out an owner after a vote has been entered for a particular Lot.

24. Under the Covenants, if there are co-owners, then under the Covenants, they have to work out their vote between themselves, so they would do the same with the virtual voting process. Otherwise, the first person to vote for a Lot will be the vote that is counted. (For example, a couple would probably receive two emails for the ballot, one to each email address, but they would each have the same lot number, login and password, so whoever votes first for that lot would be the one and only vote for that Lot number.)
25. Lot numbers will be tied to the email address and passwords we send out, so other owners cannot simply submit votes for other owners.
26. If an owner owns more than one property, the owner would receive two ballots, sent to the same email address(es) but with different Lot numbers and passwords.
27. The Bylaws require that the Board approve a form for proxy attendance at the Annual Meeting and owner votes. We ask the Board to approve the attached proxy form.
28. The proxy form will designate the person who acts as the proxy. The proxy form will need to be submitted to the Board email address prior to the time the Annual Meeting is set to begin.

**PROSPERITY HEIGHTS HOME OWNERS' ASSOCIATION
DESIGNATION OF PROXY**

I, _____, am the owner or co-owner of the property referenced below.

By my signature below, I hereby appoint the person designated below to serve as my proxy for the 2021 Annual Meeting of the Owners/Members of Prosperity Heights Home Owners Association, Inc., including any adjournments of the Annual Meeting.

This proxy is effective as to quorum and all questions and matters on which I would be entitled to vote if personally present at the 2021 Annual Meeting. This proxy is revocable at any time for any reason with written notice to the Board.

I hereby ratify and confirm all acts that my proxy shall lawfully perform by virtue of this designation. By signing this document, I certify that I am the authorized person to sign this proxy on behalf of all individual owners, corporate owners or partnership owners for the above named property.

An electronic signature shall be deemed as a valid signature as if an original.

To be valid, this proxy must be signed by a witness, and the witness must provide his/her address, on the form below.

Person Designated as Proxy: _____

Email for Designated Proxy: _____

Name of Owner: _____

Address of Owner: _____

Signature of Owner: _____

Name of Witness: _____

Address of Witness: _____

Signature of Witness: _____

TO BE EFFECTIVE, THIS FORM MUST BE SIGNED BY THE OWNER AND A WITNESS AND ALL FIELDS ON THIS FORM MUST BE FILLED OUT. THE FORM MUST BE RETURNED TO AND RECEIVED BY THE BOARD OF DIRECTORS ON OR BEFORE THE DATE AND TIME ANNOUNCED FOR THE ANNUAL MEETING. THE FORM MAY BE RETURNED BY EMAIL ADDRESSED TO board@prosperityheights.org.