

**CONSTITUTION AND BYLAWS  
OF  
BONITA CREEK LAND AND HOMEOWNERS' ASSOCIATION**

**ARTICLE I-NAME**

The name of this Association shall be Bonita Creek Land and Homeowners' Association.

**ARTICLE II- PURPOSE**

The mission of the Association is to preserve the beauty and natural resources of the Bonita Creek area and to operate the Bonita Water Company to best serve its customers. Examples of this mission include:

**Section 1 Volunteer Efforts**

Organization of volunteer efforts to address conservation and other ecological issues that are important for the preservation and enjoyment of the natural environment at Bonita Creek.

**Section 2 Services**

Improvement of government and private services to the community, including fire protection and the grading of county roads.

**Section 3 Relationship with Agencies**

Development of a mutually beneficial working relationship with federal, state, municipal and other funding agencies.

**Section 4 Communication**

Accurate and timely reporting of information to all Association members by the following methods: teleconference, e-mail, mail, telephone and website. Information to be communicated includes: Board of Directors Agenda, meeting minutes, community actions, as well as county, state or federal agency communications.

**A. Website**

1. Website content shall be determined by the Board of Directors.
2. Current Updating of the Website is necessary.
3. Any Association member in good standing may submit a subject for consideration by the Board of Directors to be included in the next update of the Website.
4. Water Company information shall be included: water alert stage, water issues impacting the community – i.e. burst pipes, meters.

**ARTICLE III- ADMINISTRATION**

The governance of this Association shall be vested in a Board of Directors consisting of not less than five nor more than seven members, all of whom must be property owners in Bonita Creek and Association members in good standing. Members of the Board are to be elected at the annual meeting and serve a two-year term. The preceding members of the Board will work to ensure a successful transition of the Board of Directors. Immediately following the annual meeting, the newly elected Board of Directors shall

meet one or more times for the purpose of organization. Notice of Board of Directors' meetings shall be given by e-mail, mail, website or by direct contact not less than ten days before the time of the meeting.

#### Section 1 Board Meetings and Quorum

The Board of Directors shall meet when deemed necessary. A majority of the Board shall constitute a quorum.

#### Section 2 Directors

The Board of Directors shall consist of not less than five members: the President (who will chair the Board), Secretary and Treasurer. Additionally, a Vice President and three Directors at Large may be elected to the Board. The Directors at Large shall have special responsibilities within the Association. There shall be a limit of two (2) consecutive terms in the same office **with the exception of the office of Treasurer.**

#### Section 3 Items for Consideration

The Board of Directors shall submit items not in conflict with this constitution and bylaws that are to be voted on. Any item for discussion may be added to the next Board of Directors meeting Agenda if presented in writing and signed by no less than three (3) Association members in good standing. Such request must be submitted to each Board member two (2) weeks prior to next scheduled Board meeting to be included on Agenda.

#### Section 4 Board Member Replacement

The Board of Directors shall elicit volunteers and make recommendations for appointment for absent or unexpired terms. The Board's appointment shall then be ratified by Association members. In the event the Annual meeting is not eminent within six (6) months, ballots shall be mailed to all Association members. The Board may elect to use the nomination process available at the meeting to elect Board Members to fulfill absent or unexpired terms. The majority of votes cast by the Association members shall constitute ratification or election to the Board.

#### Section 5 Delegates

The Board of Directors may elect delegates to any organization or convention in which representation from the Association is desirable. Such delegates shall not commit the Association to any policy, action or expense without the written consent of the Board of Directors.

#### Section 6 Media Authorization

No Board member or member of this Association shall release any matter to the news media concerning this Association without written authorization from the Board of Directors. The Board of Directors shall approve a written copy of all news releases.

#### Section 7 Authority

The Board of Directors has the authority to carry on routine matters within the general administration of the approved business of this Association. They do not have the power to execute any policy involving new or unapproved ventures, which may in any way involve any members financially or legally. **The Board of Directors is vested with the authority to engage in beneficial ventures for the Association membership or water customers subject to approval at a Board of Directors meeting.**

### Section 8 Committees

Committees shall be appointed by the Board of Directors. The President of the Association shall be an ex-officio member of all committees. The Chairperson of such committee may call meetings of committees at any time. No more than one (1) member from each property ownership may serve on a committee. A majority of a committee present shall constitute a quorum.

## ARTICLE IV- MEMBERS AND DUES

All property owners whose names appear on the title of property or the current tax records in Bonita Creek are qualified and eligible for membership in this Association, subject to the following:

### Section 1 Annual Dues

All Association members are required to pay annual dues by July 1 and bearing a postmark no later than June 30. The Board of Directors shall determine the amount of dues and send out invoices not later than May 20. Dues must be paid individually by check, cashiers check or money order for each lot owned.

### Section 2 Dues Allocation

The Association dues shall be the same amount for all lots.

### Section 3 Delinquent Dues (Moved from Miscellaneous Section)

Any member overdue in the payment of his/her dues shall lose his/her vote.

### Section 4 Special Fees

Additional fees that may be necessary from time to time will be determined and justified by the Board of Directors.

### Section 5 Association Membership

Although no property owner is obligated to join this Association, each owner's membership is important to the Association's effectiveness; therefore owners are strongly encouraged to join the Association.

## ARTICLE V-FINANCE

### Section 1 Financial Institution

The Board of Directors shall select one or more institutions through which all financial matters are to be carried out in the name of the Association.

### Section 2 Accounting/Tax Assistance

The Board of Directors shall select an accounting/tax organization for professional assistance in these areas.

### Section 3 Legal Assistance

Legal Assistance/Advice shall be obtained from a firm/attorney with experience in areas of concern.

#### Section 4 Annual Budget

Annual proposed budgets will be prepared by the Treasurer, with input from the Board of Directors, Committees and Association members, and be presented to the membership at the annual meeting.

#### Section 5 Disbursements

All disbursements will be made by check. The Board of Directors shall establish an account in the name of Bonita Creek Land and Homeowners' Association. Signatures of the President or the Treasurer are required on all disbursement checks. The President and the Treasurer are also required to sign and countersign on bank account signature cards.

#### Section 6 Disbursement Limit

All disbursements of \$500.00 or more shall be brought to the Board's attention, consideration and vote. The majority of votes of Directors present shall constitute a quorum for approval or non-approval. Upon approval, the Treasurer is authorized to make the disbursement.

#### Section 7 Bids for Goods and Services

Disbursement for goods or services with an estimated value over \$500.00 must be put to bid. At least two bids should be obtained if possible. The Board's attention, consideration and vote will be required once the bids have been presented and before disbursement by the Board is authorized and made by the Treasurer. In case of emergencies, the above process can be waived by Board approval.

#### Section 8 Reimbursement

There may come a time when a Board member may find it easier to make expenditures from their personal funds rather than from an Association check. In the event that this becomes necessary, receipts must be presented to the Treasurer and filed for reimbursement. The Treasurer will make these reimbursements within two weeks of presentation.

### ARTICLE VI- MEETINGS AND ELECTIONS

#### Section 1 Association Dues

All members are required to pay annual dues.

#### Section 2 Eligibility to Vote

Only members who have paid dues by July 1 shall have voting privileges. The Board of Directors shall determine the amount of dues and send out invoices not later than May 20th.

#### Section 3 Voting Procedure

- A. Ballots will be mailed to each Bonita Creek Homeowner's Association member in good standing as of July 1 of each year.
- B. Ballots postmarked August 10<sup>th</sup> or earlier shall be received by the accountant for the Association at his/her office.
- C. No ballots shall be opened except by the three (3) member nominating committee in the view of the accountant at his/her office or other agreed upon location.

- D. An assembly line process shall be used with one committee member opening each ballot and making a record of vote on personal tally.
- E. Ballot is then passed to second committee member who will likewise record the vote on a personal tally before passing to third committee member.
- F. Third committee member records the vote on a personal tally prior to stacking the ballot on the table in front of the accountant.
- G. Tallies shall then be compared to confirm voting outcome.

#### Section 4 Meetings

The annual meeting of the members shall be held the Saturday preceding Labor Day, if at all possible, at such time and place as the Board of Directors may direct. Special meetings may be held at such time and place and in such manner as determined by the Board of Directors.

#### Section 5 Notice of Annual Meeting

Notices of the annual meeting shall be sent at least thirty (30) days prior to the annual meeting to the last known address of each member as the name appears on the title or current tax records for all property owners.

#### Section 6 Meeting Leadership

The President or, in his/her absence, the Vice President, shall call meetings of the members to order and shall act as Chairperson. The Secretary of the Association shall act as Secretary at all meetings of the members. In his/her absence, the presiding officer may appoint any person to act as Secretary.

#### Section 7 Quorum

A majority of all members of the Association present at any meeting shall constitute a quorum.

#### Section 8 Special Meeting

Special meetings of the members of the Association may be called at any time by the Board of Directors and will be called by the Board of Directors upon petition of one third (33%) of the members entitled to vote.

#### Section 9 Order of Business

The order of business of all meetings of the members and the Board of Directors shall be as follows:

Call to order

Approval of minutes of the last meeting

Reports of Committees

Treasurer's Report

Old Business

New Business

Election results.

#### Section 10 Vote Allocation

There will be one vote per membership per lot. Where two (2) or more members own a lot they shall determine among themselves who is to cast the vote represented by said membership. Except for Association work, solicitations for money, service or sales of tickets will not be allowed without prior approval of the Board of Directors.

#### Section 11 Nominating Committee

Elections to the Board shall occur every year at an annual meeting on a staggered basis so that each Board member is elected for a two-year period. The Board of Directors shall solicit volunteers and then appoint a Nominating Committee consisting entirely of non-Board members or candidates. The Nominating Committee shall formulate a slate of proposed Directors for consideration. The Committee will also be responsible for preparing and mailing ballots describing the candidates and their background information as well as a statement of goals for presidential candidates. This shall be completed not later than July 10<sup>th</sup>. The Nominating Committee will record the results of the vote.

#### Section 12 Proxy Voting

Proxy voting shall be utilized only for the annual meeting and any special meeting where voting by the Association members is allowed. The proxy shall be valid only for one meeting. The following shall apply:

- A. Name of designated voter
- B. Date of meeting
- C. Signature notarized or witnessed by two (2) unrelated parties
- D. Proxy to be delivered to the Secretary prior to start of said meeting.

### ARTICLE VII-AMENDMENT

The Board of Directors may amend this constitution and bylaws at any annual or special meeting or by ballot sent to Association members' homes. Ratification by a majority of the respondents by ballot or a majority of the voting members of the Association present at any called meeting is needed for adoption. An absentee member may send a written vote to the Secretary prior to the regular or special meeting. Any amendment to this constitution and bylaws shall not in any way conflict with any property owner's specified or unspecified rights on property deed restrictions.

### ARTICLE VIII- MISCELLANEOUS

#### Section 1 List of Members

No list of member's names and addresses shall be disclosed to any agency, person or concern for commercial or real estate agency purposes by any member of the Board of Directors or Association member entrusted with such a list. Any use of such a list shall constitute disbarment of the member from the Association for a period of time determined by the Board of Directors.

#### Section 2 Address Change

All members shall be responsible to notify the Secretary of the Association of any address change as soon as possible.

### Section 3 Restricted Representation

No member of this Association or Board of Directors will appear before any government body or other groups to speak or represent this Association without written permission from the Board of Directors.

### Section 4 Membership Termination

Any Association member or member of the Board of Directors who violates any portion of this Constitution and Bylaws shall be subject to warning/censure or immediate termination of said membership or Board of Directors position. There shall be the right of appeal to the Board of Directors. Reinstatement shall be determined by the Board of Directors.

Amended September 3, 2011