

Open Board Position

Purpose:

Discuss rules for filling open board positions and decide whether to fill the position.

Background:

PRP No. 16 Elections and Voting Section N describes the procedure for filling open board seats. The Bylaws indicate that the seat "may" be filled by the board and this interim director shall serve until the annual meeting in October.

If the Board chooses to fill the position, the Association mails a solicitation for candidates to all members and publishes announcements in the newsletter and on the website. The potential candidates have a minimum of two weeks to apply. They submit their biography and position statement at least seven days before the designated regular board meeting. This would mean probably May would be the earliest Board meeting that a position could be filled.

Candidates shall meet the same requirements as for annual elections. At the board meeting the candidates are announced and voted for separately in an order determined by random drawing of names. A vote is taken by show of hands. The GM tallies and announces the results. If a candidate receives a majority affirmative vote, they immediately join the board. If no candidate receives a majority vote, then the topic is included on the NEXT regular board meeting agenda to determine whether to solicit further candidates or vote to leave the position open.

Summary:

The Association may solicit candidates from the eligible membership to fill the open board seat vacated by Robert Adams who has sold his property in LHCC. The Board may also decide not to fill the position.

Attachments:

Bylaws Article IV BOD Selection and Term of Office, Section 3 Vacancy due to Removal, Resignation or Death

PRP 16 Elections and Voting, Section N

Pat Majewski, Board President

March 22, 2022

LHCC Bylaws (2021 approved changes)

Article IV. Board of Directors Selection and Term of Office

Section 3. VACANCY DUE TO REMOVAL, AND RESIGNATION OR DEATH

In the event of the removal, resignation or death of a Director, his/her successor may be appointed by a majority affirmative vote of the remaining Directors and shall serve only until the next annual membership meeting. The time the appointed successor serves as a Director shall not count for the purpose of term limits. The rest of the remaining vacated term shall be filled by vote of the membership at the annual meeting of the Members and shall count as a term of office for the purpose of term limits.

SECTION N. OPEN BOARD OF DIRECTOR POSITIONS BETWEEN ELECTIONS

Upon receipt of a Board Member's resignation, the Association shall solicit the membership for an interim Director by mailing a solicitation for candidates to all Association Members and publishing announcements in the Lake Holiday Community Newsletter and on the Association's website. A minimum of two weeks following the mailing to Members shall be available for qualified candidates to apply, by submitting their biography/position statement, which must be received at least (7) seven calendar days before the designated regularly scheduled Board meeting. Once a candidate has submitted his/her biography/position statement, the LHCC Office will verify eligibility.

Candidates shall meet the same requirements as established for annual elections.

If there are one or more vacancies, each will be voted on separately, using the following process:

1. The open position to be filled is announced, as well as the candidates for it. Each candidate shall be voted for separately in an order determined by random drawing of names.
2. In keeping with the Virginia Property Owner's Association Act, a vote is taken for the candidate by a show of hands of those Directors present, or by voice via telephone.
3. The General Manager tallies and announces the results.
 - a. If a candidate receives a majority affirmative vote, he/she immediately joins the Board.
 - b. If there are no additional open positions, voting is complete.
 - c. If there are any additional open positions, the process returns to Step No. 1, above, for the next position.
 - d. If no candidate receives a majority affirmative vote, then the topic is included on the next Board of Directors Regular Meeting Agenda to determine whether to solicit further candidates to fill the vacancy or vote to leave the position open.

SECTION O. FILLING OPEN DIRECTOR POSITIONS AT ANNUAL MEETING

Positions of less than three years may be open if a Director left the Board during the preceding year. After all votes have been tallied and verified by the Vote Administrator at the Annual Meeting, the open three-year terms are filled first, then any additional open positions. Total votes (highest to lowest) determine the order of election. No candidate may run for an open Director position that exceeds the maximum term limit as defined in the Bylaws.

In the event that after the Annual Meeting the number of vacant Board positions has not been filled, those positions will remain vacant until the Board decides to either:

1. Fill the position(s) by the Board voting for an interim Director (refer to Section N), or
2. Leave the position(s) vacant until the next Annual Meeting.