

QUESTIONS AND ANSWERS REGARDING THE SAN LORENZO VILLAGE HOMES ASSOCIATION RECALL ELECTION

Ms. Carr...was blindsided by this petition, without recourse.

Recall is a process that allows members of an organization an opportunity to initiate and express their viewpoints and to cast their votes accordingly. The process is statutory. The petition to recall Ms. Carr was circulated openly throughout the community; nothing was hidden or secretive. A member recall election is a process governed by statute which permits members of an association to end the term of a Director early: it is a fundamental part of the democratic process. Board Members are elected by homeowners similar to how we elect all of our local, state, and federal representatives. You may recall that in 2003, voters in California recalled the governor. In our case, homeowners signed the recall petition, and it is their right to ask for a recall of any Board Member.

Where are the checks and balances in this process? In reviewing the Sterling Davis Act and its overview of the Ethics Code it appears that an "executive committee" should be formed prior to any recall to review and discuss the allegations or alleged breach of conduct that has occurred by a Board member(s) prior to any recall. Was this committee formed? Was Ms. Carr given the opportunity to address these allegations prior to a public recall?

The above information is quoted from the CODE OF CONDUCT FOR SAN LORENZO VILLAGE HOMES ASSOCIATION DIRECTORS & COMMITTEE MEMBERS adopted by the Board on May 20, 2010. The Ethics Code provides one process for the Board to sanction a Director. This information is no way relevant to a Member-initiated recall under the Davis-Stirling Act and Corporations Code. The "checks and balances" come from the political process and from the votes cast by the membership.

No one else but the "Committee to Recall Brenda Carr" has come forward, and Mr. Barros seems to be the only named member of this committee on the petition.

No one else is required to come forward and be individually identified. Over 500 Association members signed the recall petition, which more than met the minimum number of signers to make the petition official and to legally require a recall election. The signatures were verified by three staff members, as required, to determine that each signer was a homeowner as required by our governing documents and applicable statutes.

The Association Board has had its problems for several years prior to Ms. Carr being a Director. In recent years, two of its members have resigned.

Being a Board Member for this Association is an act of volunteerism. It has gotten much more complicated and time consuming in the last ten years. As such, Board Members may resign for a variety of personal reasons (e.g., change in physical health, an increase in workload at their job, disagreement of Board's priorities and increase in family responsibilities, etc.). Board Members who resign are often doing so as an act of responsibility, knowing that they cannot or do not want to devote enough time to their duties as a Board Member to fairly and adequately represent the membership of the Association.

As I understand it, Ms. Carr was told she would not be allowed to participate on any committees because she did not tow the party line.

All Board members are free to volunteer for any committees. In fact, Ms. Carr asked the Board to appoint her as the representative for the Alameda County Climate Action Plan. However, she has yet to attend any of the meetings, nor provide written comments on any of the written materials sent to her.

Why the Board doesn't take minutes at work sessions

A Work Session is used to explore matters of interest to Board members for the purpose of deciding whether or not such matters should be placed on a regular monthly Board meeting for formal action. At a work session, those present generally receive informal reports and information from staff. The Board does not take minutes of a work session because no Board action is taken. The purpose of a work session is to allow Board members an opportunity to learn about and explore specific issues in depth without the pressure to take a position (i.e., vote) on any issue. Work session notices are posted ahead of time and the sessions are open to the membership. In fact, the membership is invited and encouraged to come and hear the presentations and resulting Board discussion. When these items come before the Board for action at a regular meeting, the members are again allowed to comment and the issues are again discussed by the Board and a formal vote taken, all of which is recorded in official Board minutes. While we don't record the discussions at the work sessions, we do document that the session occurred and which Directors were present.

SLZ has about 6000 property owners, but each gets 2 votes. now if 5% of the membership is required for a recall petition, does that mean 5% of 6000 or 5% of 12000?

Per the October 21, 2010 minutes posted on the website: **Petition to Recall Director Brenda Carr-Nshimba** We, the undersigned members representing 5% or more of the voting power of the San Lorenzo Village Homes Association, hereby petition the Board of Directors to (i) distribute notice and ballots to the membership for the recall of Director Carr as provided for in Sections 7511 of the Corporations Code and 1363.03 of the Civil Code, including an election to fill the seat for the remainder of Director Carr's term if the recall is successful, and (ii) to set the earliest reasonable date, time and place for a special meeting at which to tally the recall / re-election ballots. **Each signature below represents both voting interests for each property.** Thus, each signature counts for two votes and the necessary number of signatures required is 5% of 5714 homes or 286 signatures.

If the HOA wants to act like a government agency with their CC&Rs, fines, liens, etc., they should obey the "open meetings" laws. I say ... invite the A.G. to make the call....Shouldn't the HOA be held to the same standard?

Homeowner Associations are in fact held to very stringent standards. Although the Brown Act does not apply, we must and do abide by the Davis-Stirling Act and follow those open meeting laws. In the past 22 years, three homeowners have taken us to court on issues regarding the Davis-Stirling Act. In EVERY case the courts have ruled in the Association's favor. Plus, at least three homeowners have written complaints to the Attorney General and these complaints were never pursued by the AG's office because of lack of sufficient evidence.

The Association has too many parties

Every year the Board meets to determine what the budget and priorities are for the year. This information is always sent to homeowners prior to adoption by the Board asking for comments and input and offering opportunities for conversation before the Board adopts the budget. For the past three years, two of the Board's top priorities have been (1) to improve civic engagement and involvement of members in Association governance; and (2) strengthen the sense of community and connection within the Village. Thus, activities such as Meet and Greet the Board, Earth day clean up, a Halloween parade, and other social activities are part of fulfilling those priorities. In almost every case, the Board has received extensive positive feedback from participants, and almost no negative feedback from others. No one has appeared before the Board expressing dissatisfaction with the expenditures associated with these events. The Board welcomes any comments – positive or negative – on these issues prior to budget adoption in April, 2011.

What is the cost of this election? Thus far we have incurred approximately \$5500 in costs. Depending on how many times the attorney is contacted, and the number of folks that will be returning their ballot these costs will increase.