

Reflection Lake Community Association

Board Policy

Board Vacancy

The RLCA Bylaws (2004) states that there are three for midterm Board vacancies actions.

1. **QUORUM.** Bylaw 5.11 required the Board to have a **quorum** of five Directors to conduct business. Some boards have chosen not fill a board vacancy, but have always maintain a quorum. This has happened in the last several decades, with the rationale that it is always better to have Directors elected by the owners.
2. **APPOINTMENT.** Vacancies can be filled by **Board Appointment**. Bylaw 5.5 "*vacancies on the Board of Directors may be filled by a majority of the remaining directors.*" And Bylaw 5.7 "*The Board of Directors shall appoint a successor, pursuant to the provisions hereof, to take effect when the resignation is effective.*" This has been common practice by past boards, and the appointee will stand for election in July.
3. **ALTERNATE.** Bylaw 5.2 states that there will be "*three alternates.*" Unfortunately, the bylaw does not state how, when or any details about the alternate. Alternates are not mentioned in our Covenants or RCWs, thus the need for a Board Policy to clarify the how alternates are implemented.
 - To be elected as an alternate you must run for a board position. No write-in will be considered unless they receive adequate votes to earn a board position.
 - An alternate must be current on their regular assessment or special assessment.
 - The alternate must agree to support the RLCA Articles of Incorporation, Bylaws, Covenant, Settlement Agreement, and Policies.
 - The appointed alternate(s) will complete the current year and may stand for election in July.
 - A majority of the board will approve the alternate as a director.

The RLCA Board will comply with the Bylaws if one of the three options is used to fill a vacant director's position. This policy will be effective immediately. The board may give preference to candidates for the board that attend board meetings and participate in committees.

APPROVED BY BOARD MOTIOM: See minutes April 1, 2025

Date: April 1, 2025

Abram Cosby



President's Signature