

Proposed revision to be voted on at Annual meeting 2017

CABRILLO ESTATES PROPERTY OWNERS ASSOCIATION BYLAWS

ARTICLE I – NAME AND LOCATION

The name of the association shall be the Cabrillo Estates Property Owners Association ("CEPOA"). The address of the Association is P.O. Box 6031, Los Osos CA 93412-6031.

ARTICLE II – PURPOSE

- A. To preserve, promote and enhance the value and desirability of the properties within Cabrillo Estates. To this end, we seek to assure compliance with the provisions of the original Declaration of Restrictions which became amendments to the Land Use Element ("LUE") and the Land Use Plan ("LUP") of the County of San Luis Obispo in 1984.
- B. To represent the interests and concerns of CEPOA members to government and other entities responsible for the community infrastructure, including schools, streets, transportation, traffic control, fire and police protection, sewers, surface drainage, communications, environmental issues, and any and all other entities whose authority relates to the welfare of ~~CEPOA~~Cabrillo Estates.
- C. To monitor and take appropriate action on matters which relate to the general good of CEPOA members including, but not limited to, preservation of views, impact of adjacent tracts and legislation of significance to the membership.

The purpose of CEPOA shall include any and all other matters for the general good of the membership and the community at large and any other purpose stated in the Articles of Incorporation.

ARTICLE III – MEMBERS AND DUES

1. All property owners in the Cabrillo Estates subdivision, comprised of San Luis Obispo County, California, Tracts numbered 306, 307, 310, and 1342 are eligible for membership in CEPOA, subject to the following:
 - A. Payment of the prescribed dues, payable annually on September 15th. Dues become delinquent on December 31st. This affords a member good standing for the period following of January 1st through December 31st.
 - B. Dues for a ~~new~~ member joining after June 1st shall be 50% of the annual amount.
2. Contributions or Donations may be called for when deemed necessary for the benefit of ~~the Association~~CEPOA when voted for and approved by a majority during a meeting of the Board of Directors.

~~3. Each member shall be given a copy of the Bylaws including any revisions or amendments membership approved, by notifying the board in writing. Offsetting the cost of printing and mailing would be appreciated. The Bylaws shall be posted on the CEPOA website (www.cepoalososos.com).~~

4.3. All members shall immediately notify the ~~Second~~ Vice President of any change of address. Any member failing to do so shall be deemed to have waived his/her right to any notice by these Bylaws.

5.4. The CEPOA Board may appoint or grant Associate Memberships by a majority vote of the Board of Directors. An Associate ~~m~~Member can attend meetings, social functions and serve on committees as directed by the President, however an ~~A~~Associate ~~m~~Member may not vote on matters of ~~Association-CEPOA B~~business.

ARTICLE IV – ADMINISTRATION

1. The administration of CEPOA shall be vested in a Board of Directors (“Board”) consisting of ~~eight-three (3)~~ resident members.
2. The Board shall consist of the President, ~~First Vice President, Second~~ Vice President, ~~and Secretary/~~Treasurer ~~and three Directors~~. The immediate past President shall be an ex-officio member of the Board.
3. The Board shall meet not less frequently than every three months. A majority (~~five-two (2)~~ members) of the Board shall constitute a quorum. Board action shall require the vote of a majority of those present except where otherwise specified in these Bylaws.
4. The Board shall fill vacancies for unexpired terms of office. Selection of the replacement shall be confirmed by a majority vote of the Board.
5. The Board may appoint one or more persons to represent CEPOA at conventions or meetings, to organizations, or for any other specific purpose. The prerogatives of such representatives shall be limited by the scope of the duties assigned them and shall not commit CEPOA to any action, expense, or policy unless expressly so authorized in writing by the Board.
6. CEPOA shall not endorse any private or corporate concern or proposition without ratification by vote of the majority of the membership.
7. The Board shall have the power to conduct, manage and control the business of CEPOA and to make rules and regulations ~~not in~~consistent with the laws of the State of California, the County of San Luis Obispo or the Bylaws of CEPOA.

ARTICLE V – DUTIES OF THE OFFICERS

1. The President shall preside at all meetings of CEPOA and the Board, shall make an annual report to CEPOA members, shall appoint committees where authorized subject to ratification of the Board, and shall be an ex officio member of all standing and special committees with the exception of the Nominating

Committee. The President shall represent CEPOA at Los Osos Community Services District ("LOCSD") and its subcommittees and shall designate a representative to Los Osos Community Advisory Council ("LOCAC").

~~2. The First Vice President shall act for the President when absent or otherwise unable to fulfill assigned responsibilities. The First Vice President shall serve as Program Chairman.~~

~~3.2.~~ _____ The ~~Second~~ Vice President shall act for the President when ~~both the~~ President ~~and the First Vice President are absent~~ is absent or ~~are~~ otherwise unable to fulfill assigned responsibilities. The ~~Second~~ Vice President shall serve as Membership Chairman and shall maintain all membership records in cooperation with the Secretary/Treasurer.

~~4.3.~~ _____ The Secretary/Treasurer shall keep a true and accurate record of the proceedings of all meetings of CEPOA and its Board, shall maintain a file of the Articles of Incorporation, the Bylaws, and other records pertinent to the official and legal needs of CEPOA, its Board and committees. The Secretary/Treasurer shall be responsible ~~share responsibility~~ for the conduct of essential correspondence of CEPOA.

The Secretary/Treasurer shall oversee the collection and depositing of all monies and dues and shall maintain true and accurate records of all such monies received and dispensed; shall keep a true and correct list of the names and addresses of the members in cooperation with the ~~Second~~ Vice President; shall account for all funds of CEPOA, receive all bills and pay out funds of CEPOA with the approval of the Board; shall make a report at each meeting of the Board and of CEPOA; and shall prepare and submit true and accurate financial reports as required by the United States Internal Revenue Service and California State Franchise Tax Board.

~~5.4.~~ _____ ~~Responsibilities and duties among Directors will be divided such that one Director will represent CEPOA to LOCSD and its subcommittees, a second Director to represent CEPOA to LOCAC and its subcommittees, and act as an alternate member of the Architectural Advisory Committee, with the third Director will perform the duties of Emergency Response Team Chairman.~~ Other duties may be assigned ~~to Directors~~ by a majority vote of the Board.

ARTICLE VI – FINANCE

1. Disbursements of funds of CEPOA shall be made only after approval of the Board. All disbursements shall be made by check. The Board shall establish a name or names by which checks shall be signed and/or countersigned. No money shall be expended for other than legitimate CEPOA purposes. The Board shall select a bank through which all CEPOA financial transactions are to be conducted.

2. The fiscal year shall be January 1st through December 31st.

ARTICLE VII – COMMITTEES

There shall be two types of committees: Standing Committees and Special Committees.

1. Standing Committees

A. The **Architectural Advisory Committee** shall be composed of ~~four~~three members, with one member designated as Chairman. All members shall be appointed by the ~~B~~board of Directors and confirmed by a majority vote of the general membership. ~~Two members shall have the primary responsibility of approvals for tracts 306, 307, and 310, while the other two members shall have the primary responsibility of approvals, including assurance of compliance with the existing CC&R's, for tract 1342. At least one member must be resident in tract 1342. At least one member must be resident in tract 306, 307, or 310.~~ The term of office shall be three years. ~~Any two members of the committee may act for the committee. The President will be an alternate member of the Architectural Advisory Committee.~~ The Chairman or his delegate shall represent the committee at all Board meetings.

a. The duties of the Architectural Advisory Committee shall be to review all building plans (new construction, additions, remodeling, landscaping, etc.) to ensure that they conform to all requirements as defined in the County of San Luis Obispo "Land Use and Local Coastal Plan, Estero Section, with regard to Cabrillo Estates (tracts 306, 307, 310, and 1342).

B. The **Nominating Committee** shall be composed of ~~five~~three (3) members, ~~two of whom shall be~~ appointed by the ~~President Board and three of whom shall be elected by the membership at the first general meeting at the first Board meeting~~ following the ~~A~~annual meeting. The terms of office shall expire at the ~~time conclusion~~ of the next ~~A~~annual meeting.

a. The Nominating Committee shall select one or more nominees for each office, secure the nominees' acceptance and notify the Secretary of the nominations in sufficient time for the names to be included in the announcement and agenda for the ~~a~~Annual meeting.

~~D.C.~~ Additional Standing Committees may be established by CEPOA as needed.

2. Special Committees

A. Special Committees may be created by the Board. Committee memberships shall be determined by the President subject to ratification by the Board.

- B. Duties and responsibilities of Special Committees shall be specified at the time of their creation and shall be in accordance and compliance with the stated purposes of CEPOA.

The tenure of special Committees and members shall be determined by the Board at the time of their creation.

ARTICLE VIII – MEETINGS

1. **General Meetings** of the membership of CEPOA shall be called by the Board as needed as prescribed by these Bylaws. Major policy and procedural matters, the election of Officers and amendments to these Bylaws shall be authorized by votes cast by members in attendance, by absentee ~~or ballot~~, or by written proxy. All members shall be notified of the meeting and agenda item(s) two weeks prior to the meeting.
2. The **Annual Meeting** shall be the yearly general meeting of CEPOA at which officers shall be elected and installed. Other CEPOA business may also be transacted.
3. **Special Meetings** may be called by the Board to consider or discuss a particular issue or problem. Recommendations or items requiring action which may arise from such a meeting shall be directed to the Board and/or the membership for appropriate action.
4. **Board of Directors Meetings** shall be open to the general membership; members auditing the meeting may not vote.
5. **Special Events** of a social or recreational nature shall be announced from time to time. Business shall not be conducted at such events unless the special event is scheduled concurrently with a general meeting.

ARTICLE IX – ELECTION OF OFFICERS

The election and installation of officers shall take place at the Annual meeting. Balloting shall be from the list of candidates submitted by the Nominating ~~Committee~~ augmented by nominations from the floor. Election shall be by majority vote of the members present and voting (see Article X) and by absentee ballots mailed and received prior to the time of the meeting.

ARTICLE X – VOTING RIGHTS

All voting of CEPOA business by the regular general ~~membership~~ shall be on the basis of one vote per parcel.

ARTICLE XI – CONDUCT OF MEETINGS

The proceedings of all meetings shall be conducted according to Roberts Rules of Order, Newly Revised where not in conflict with the Bylaws and/or Articles of Incorporation of CEPOA.

ARTICLE XII – AMENDMENTS

1. These Bylaws may be amended by majority vote of the Board at any Board meeting provided that:
 - A. All changes shall be sustained by two-thirds (2/3) majority vote of the members present at the next general or special meeting of CEPOA including absentee ballots.
 - B. Two weeks written notice of the proposed changes has been given the membership.

ARTICLE XIII – MISCELLANEOUS

1. Members of CEPOA who furnish information, express personal opinions to the Media, whether Governmental, Civic or other agencies, shall specify they are not authorized to speak for or represent CEPOA. The President or his/her designee shall be the official spokesperson for CEPOA and shall be responsible for representing its' positions and policies. Other persons may speak on behalf of CEPOA upon receiving expressed written approval of the Board.
2. A copy of the Articles of Incorporation, the Bylaws, all amendments, and minutes of the ~~b~~Board of Directors and general meetings shall be available for inspection at every general meeting.
3. The membership roster of CEPOA shall be solely for the personal use of the members and shall not be distributed beyond the membership, in whole or in part.