

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.
- B. To represent the interests and concerns of CEPOA members to government and other entities.

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. Membership is based on the calendar year.
 - B. Payment of the prescribed dues, payable annually by December 31st
 - C. Dues for a member joining on or after June 1st shall be 50% of the annual amount.
- 2. Contributions may be called for when deemed necessary by the Board of Directors.
- 3. The Bylaws shall be posted on the CEPOA website (www.cepoalososos.com).
- 4. All members shall immediately notify the Vice President of any change of contact information. Any member failing to do so shall be deemed to have waived his/her right to any notice by these Bylaws.
- 5. The CEPOA Board may appoint or grant Associate Memberships by a majority vote of the Board of Directors. An Associate Member can attend meetings, social functions and serve on committees as directed by the President, however an Associate Member may not vote on matters of CEPOA business.

ARTICLE IV – ADMINISTRATION

- 1. The administration of CEPOA shall be vested in a Board of Directors (“Board”) consisting of three (3) resident members.
- 2. The Board shall consist of the President, Vice President, and Secretary/Treasurer . 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 (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 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 or designee 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 Vice President shall act for the President when the President is absent or otherwise unable to fulfill assigned responsibilities. The Vice President shall serve as Membership Chairman and shall maintain all membership records in cooperation with the Secretary/Treasurer.
3. Secretary-Treasurer
 - a. The Secretary/Treasurer shall maintain 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 for the conduct of essential correspondence of CEPOA.
 - b. The Secretary/Treasurer shall oversee the collection and depositing of all monies and dues and shall ensure true and accurate records of all such monies received and dispensed; 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.

- c. Work with the President to prepare the annual budget for board approval.
4. Duties may be assigned to any officer by a majority vote of the Board.
5. Officers shall assume office on the day following their election and serve a term of two years or until their successor is selected.

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, debit card, or online bill pay. The Board shall specify who shall be signers on any CEPOA accounts. 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 Ad Hoc Committees.

1. Standing Committees
 - A. The Architectural Advisory Committee.
 - a. The Architectural Advisory Committee shall be composed of three members, with one member designated as Chairman. All members shall be appointed by the Board of Directors. At least one member must be resident in tract 1342. At least one member must be resident in tract 306, 307, or 310.
 - b. The term of office shall be two years. The Chairman or delegate shall represent the committee at Board meetings.
 - c. The duties of the Architectural Advisory Committee shall be to review all building plans, including but not limited to new construction, additions, and remodeling, to ensure that such plans 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), and to make recommendations to the CEPOA Board and the appropriate county department(s) (e.g. Building, Planning)
 - B. The Nominating Committee shall be composed of three (3) members, appointed by the Board following the Annual meeting. The terms of office shall expire at the conclusion of the next Annual meeting. 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 Annual meeting.

- C. Additional Standing Committees may be established by CEPOA as needed.
- 2. Ad Hoc Committees
 - A. Ad Hoc 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 Ad Hoc Committees shall be specified at the time of their creation and shall be in accordance and compliance with the stated purpose of CEPOA.
 - C. The tenure of Ad Hoc Committees and members shall be determined by the Board at the time of the committee's 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 or by ballot. All members shall be notified of the meeting and agenda item(s) two weeks prior to the meeting.
- 2. The Annual Meeting shall be held in September for the purpose of conducting CEPOA business and election of officers.
- 3. Board of Directors Meetings shall be open to the general membership; members auditing the meeting may not vote.
- 4. Any meeting may be held by video conference or other electronic means at the discretion of the Board of Directors.

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. Election shall be by majority vote of the members present and voting (see Article X) and by ballots received prior to the time of the meeting.

ARTICLE X – VOTING RIGHTS

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

ARTICLE XI – CONDUCT OF MEETINGS

1. The proceedings of annual and general 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.
2. The Board of Directors shall make decisions by consensus or, when necessary, majority vote.

ARTICLE XII – AMENDMENTS

1. Amendments to these Bylaws may be proposed by the Board of Directors.
 - A. All changes shall be approved by two-thirds (2/3) majority vote of the members present and by ballots received prior to the time of the meeting.
 - 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 express written approval of the Board.
2. A copy of the Articles of Incorporation, the Bylaws, all amendments, and minutes of the 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.
4. Required notices to members may be made by electronic mail and by posting to the CEPOA website.