

SPRING CREEK HOMEOWNERS ASSOCIATION

Annual Meeting – October 7, 2017

Elections and Voting Procedures

Election of Board of Directors. The SCHOA Board of Directors consists of five members. Directors are elected to the Board for 2-year terms. Three Directors are elected in even-numbered years like 2016, and two in odd-numbered years.

Since there are two Board seats open this year, as an owner you are allowed **two (2) Director votes for each unit or lot** that you own (lock-off units in Harvest Dance do not constitute separate units for voting). You may cast all of your votes for a single candidate or divide them among candidates as you wish. If you cast more than your allowed number of votes, your ballot will not be counted. The voting rights for an owner with unpaid and delinquent assessments may be suspended.

Election and Reconfirmation of Architectural Committee Members. The AC consists of a total of five members, of which three are elected by the homeowners and the other two are appointed by the Board. AC Member elections are for 2-year terms, with the requirement that incumbents be reconfirmed by the homeowners for the 2nd year of their respective terms. One Member is elected in even-numbered years like 2016, and two in odd-numbered years. As a result, at this year's Annual Meeting two AC Member positions are open for election, and one incumbent stands for reconfirmation.

Since there is two AC Member position open for election, as a homeowner you are allowed to cast for the two open seats **(2) AC Member vote for each unit or lot** that you own. Since there is one AC Member incumbent subject to reconfirmation this year, you are allowed to cast for reconfirmation one **(1) vote for each unit or lot** that you own. The same provisions for casting votes as indicated above for Directors also apply to Architectural Committee Members.

Voting Procedures. Registration for the Annual Meeting will be 12:30PM – 1:30 PM on Saturday, October 7, 2017. You will be asked to sign your name on a homeowner listing to verify your attendance. Preprinted Ballots for Election for the Board of Directors and for the Architectural Committee (including reconfirmation of the carryover Member to the 2nd year of their respective terms) will be available at the meeting. If another homeowner has appointed you as Proxy to vote for their interests, you will be given their Ballots for Election as well.

At election time during the Annual Meeting the President will open the election for Board of Directors to any additional nominations from the floor (time does not permit the delivery of personal information on any such candidates or for candidate presentations); the same process will be followed for the election of a Member of the Architectural Committee. A short break will then be taken in order for homeowners to complete and cast their votes, including proxies, before proceeding with the rest of the meeting agenda. Results of the elections will be announced prior to the close of the meeting.

Proxy Form for Owners Not Attending Annual Meeting. The Association encourages all owners who may not be attending the Annual Meeting to complete, sign, and submit a Proxy Form which designates an individual who will be **present at the meeting** to act as your proxy. This is important in order to help assure that a quorum can be established at the meeting, and to enable all homeowners to be represented. Completion of a Proxy Form is not necessary for those homeowners who attend the meeting, as you will be voting in person.

Again this year **electronic** Proxy Forms will be used. Your electronic Proxy Form must be completed fully, including the name of the proxy you designate, and signed electronically in order to be valid and counted. Your Proxy Form may be accompanied, at your choice, by one or more of the accompanying ballots, indicating instructions for how votes are to be cast by your proxy. You may provide other instructions, either written or oral, to the proxy that you designate. This could, for example, include an instruction that your proxy is to be used for the purpose of determining a quorum but not for voting.

If you will not be attending the Annual Meeting on October 7th, please complete and sign your electronic Proxy Form, following the procedures indicated on it. Please do so as soon as possible, but not later than the end of the day on Thursday, October 5th. If you wish to complete a Proxy Form manually instead of electronically, please contact Virginia Nowicki by email at vnowicki@springcreek ranch.com or by phone at 307-732-8102.

The Proxy Forms received will be counted at the beginning of the Annual Meeting for the purpose of determining a quorum, and then given to the individuals named as proxies.

Voting where a Unit or Lot is Owned by More than One Person. Each ballot for a particular unit or lot may be cast only as a whole; fractional votes are not allowed. If more than one ballot is cast for a particular unit or lot, or if a ballot contains fractional votes, none of the votes involved will be counted. If one owner, or that owner's proxy, casts a vote representing a unit or lot owned by several, it will be presumed that such owner or proxy was acting with the authority and consent of all such owners, unless an owner or owners representing a majority in interest have filed with the Association written notice to the contrary.

Number of Votes for Residential and Commercial Units. Under the Spring Creek Ranch CC&Rs, one vote is allocated to each residential unit or lot; the number of votes allocated to the commercial units is based on the assessed value of the commercial units relative to that for the residential units. There are 159 residential units and lots at SCR. For 2017, the assessed value of the residential units/lots was 90.0% of the total, and it was 10.0% of the total for the commercial units. This results in a total of 176 votes, with 159 (or 90.0%) held by owners of residential units or lots and 17 (or 10.0%) held by the owners of the commercial units.