

Section 1. Number

- A. The Corporation shall have seven (7) directors who are members of the corporation, as defined by Article 3, and collectively shall be known as the Board of Directors.
- B. There shall be no less than two (2) full-time resident directors on the Board.
- C. There shall be no less than two (2) part-time resident directors on the Board.

Section 2. Powers

- A. The activities and affairs of this Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

Section 3. Duties

- A. It shall be the duties of the Board of Directors to:

- (1) Conduct, manage, and control the affairs and business of this Corporation relating to Article 2 of these Bylaws, and to make rules and regulations not inconsistent with the laws of the State of California, or the Bylaws of this Corporation.
- (2) Supervise all officers, agents, and employees of the corporation to assure that their duties are performed properly.
- (3) Appoint and remove, employ and discharge, and except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all providers, agents, and employees of the corporation.
- (4) Meet at regularly specified times and places.

D. Duties

- (1) **President:** the president shall:

- (a) be the chief executive officer of the Corporation.
- (b) be subject to the control of the Board of Directors, supervise and control the affairs of the Corporation and the activities of the officers.
- (c) perform the duties and have the powers incident to the office and such other duties and powers which may be prescribed from time to time by the Board of Directors.
- (d) preside at all meetings of the Board and of the membership.

- (2) **Vice President:** the vice president shall:

- (a) perform the duties of, have the powers of, and be subject to all the
- (b) restrictions on, the president in the event of his or her absence, inability, or refusal to discharge the duties of his or her office.
- (c) have other powers and perform such other duties as may be
- (d) prescribed by the Board of Directors and in general for performing all duties incident to the office.

- (3) **Secretary:** the secretary shall:

- (a) be responsible for all minutes of membership and Board meetings.
- (b) be responsible for all records relating to the Corporation, including members' names and addresses, Corporation seal, past, present, amended Bylaws.
- (c) for seeing that all notices of meetings and other matters are given in accordance with the Bylaws or as required by law.
- (d) for the distribution of the Homeowners' Newsletter.
- (e) in general, for performing all duties incident to the office of secretary, or which may be assigned from time to time by the Board of Directors.

- (4) **Assistant Secretary:** the assistant secretary shall:

- (a) perform the duties of, have the powers of, and be subject to all restrictions on, the secretary, in the event of his or her absence, inability, or refusal to discharge the duties of his or her office.
- (b) have other powers and perform such other duties as may be

prescribed by the President, Secretary, or Board of Directors, and in general for performing all duties incident to the office.

(5) **Treasurer:** the treasurer shall:

(a) keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

(b) be responsible for all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such depositories as shall be selected by the Board of Directors.

(c) disburse the funds of the Corporation as directed by the Board, upon reasonable notice, and account of all transactions as treasurer and of the financial condition of the corporation.

(e) prepare and certify the financial statement.

(f) in general, perform all duties incident to the office of treasurer and have such other powers, and perform such other duties as may be prescribed by the Board of Directors.

(6) **Assistant Treasurer:** the assistant treasurer shall:

(a) perform the duties of, have powers of, and be subject to all the restrictions on, the treasurer, in the event of his or her absence, inability, or refusal to discharge the duties of his or her office.

(b) have other powers and perform such other duties as may be prescribed by the President, Treasurer or Board of Directors, and in general for performing all duties incident to the office.