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December 30, 2016

Hon. Michael A. Latin (Ret.)  
ADR Services, Inc.  
1900 Avenue of the Stars, Suite 250  
Los Angeles, CA 90067

VIA E-MAIL ([judgelatin@adrservices.org](mailto:judgelatin@adrservices.org)) AND CONFIRMED BY U.S. MAIL

Dear Judge Latin,

As you know, I represent ROBE. I am writing to you in advance of the January 10, 2017 annual meeting of the Palos Verdes Homes Association (“Homes Association.”) We are writing to you about four matters pertaining to the annual meeting.

First, ROBE has not heard back from you regarding its December 9, 2016 inquiry. If you have made a report regarding this matter as you indicated you would via your December 12, 2016 email to me, would you please share the report with ROBE?

Second, we have heard many reports from members that they never received a ballot by mail. We have been directing them to the PVHA during normal business hours to obtain a replacement ballot. Unfortunately, the office has been closed since before Christmas and per a posted sign will not re-open until January 4<sup>th</sup>, which is the date the ballots must be received **by mail** – which is impossible. In past years, ballots could be dropped off at the PVHA office up until the Friday before the Annual Meeting, and even brought in person to the Annual Meeting. Effectively, instead of the voting ending on January 4<sup>th</sup> (as promised), PVHA ended the election before Christmas without notice for anyone needing a new ballot. Given these circumstances, it seems essential that the newly adopted resolution prohibiting such hand delivery be modified to align with past PVHA practices and general corporate law whereby ballots are accepted at the Annual Meeting.

Third, at the annual meeting, if a quorum is met, ROBE will ask you, in your capacity as inspector of the election, to verify that each candidate is properly on the ballot. On May 24, 2016, the Homes Association passed Resolution No.



177 pertaining to nomination for a board election. Resolution No. 177 states, in pertinent part:

“A member can be nominated for the Board by a petition delivered to an officer of the corporation, signed within 11 months preceding the next time directors will be elected representing the following number of votes: one-twentieth of 1 per cent of voting power, but not less than 100.”

Resolution No. 177 does not distinguish between incumbents (termed out resident board members) and non-incumbents in making this requirement; the present Board Members have no greater “standing” than any other candidate who wishes to qualify to run for the boards. We are confident that each non-incumbent satisfied the petition requirement. We will ask you to verify that each incumbent candidate timely provided a petition supported by at least 100 member signatures.

Fourth, in the event that no quorum is reached, as inspector of elections, ROBE will ask you to hold the election open and allow additional time for a return of ballots. Such a procedure is authorized by the Homes Association By-Laws that authorize the meeting to be adjourned “from day to day” until a quorum is reached. (By-Laws, Art. 5). Additionally, we expect that PVHA will send out another ballot mailing to all members who have not returned a ballot, as has been done in the past; as many as three mailings were done per election in the past.

ROBE will make these requests at the annual meeting. However, your reply in advance to these issues might make for a more orderly and civil discussion at the annual meeting and may leave Homes Association members with more trust in the process.

We look forward to hearing back from you and wish you and your family a Happy New Year.

Very truly yours,

Jeffrey Lewis