

Dear Owners,

The Board would like to reply to the question of ballots being anonymous raised at the November 20, 2014 Annual Meeting. The Board checked with our Association attorney, Mark Connelly, Esq. of Cronin, Bisson and Zalinsky, PC; who has specialized in Condo Law for over 25 years. He was asked, "At an Annual Meeting is it against the condo laws or the bylaws to number the ballots?" He responded, "No there is no State Law."

Enclosed are the sections of the NH Condo Law and our Association Bylaws which address voting.

Because only unit owners who have a zero balance on their account 3-days prior to the Annual Meeting date are allowed to vote (see Bylaws II.7. Voting Requirements pg.3), the Board felt it would be a public embarrassment to only hand a ballot to owners signing in at the Annual Meeting who meet this criteria. We coded each ballot with the unit number to know whose ballot was legal and therefore could be counted. This way every unit owner entering the Annual Meeting could be given a ballot, eliminating potential embarrassment.

In past Annual Meetings, only those unit owners who were current with their account were handed a ballot. Unit owners who were not current were not handed a ballot. Again, something the Board felt was a potential public embarrassment.

Because this new process raised questions, the Board would like to ask owners' opinion on how the ballots are handed out at the 2015 Annual Meeting. Please reply to this email with your suggestion:

1. Hand out a ballot to all owners attending the Annual Meeting. Ballots must be labeled with unit number or indicated in some way as valid or legal.
2. Only hand out a ballot to owners attending the Annual Meeting whose account has a zero balance 3-days prior to the meeting. Ballots can then be anonymous.

Thank you for your time and perspective in responding. The Board will comply with the majority.

Regards,

Leslie Benoit, Chris Connor, Ann Crossley, Helen Skaleris and Stewart Warren - 2015 BOD members

II. The board of directors shall make copies of the minutes of board meetings available to the unit owners within 60 days of the board meeting or 15 days of the date such minutes are approved by the board, whichever occurs first. The unit owner shall be responsible for any copying costs, except that, if the association chooses to make the minutes available electronically, there shall be no charge to the unit owner.

**356-B:38. Quorums.**

I. Unless the condominium instruments otherwise provide, a quorum shall be deemed to be present throughout any meeting of the unit owners' association until adjourned if persons entitled to cast more than 33 ⅓ percent of the votes are present at the beginning of such meeting. The bylaws may provide for a larger percentage, or for a smaller percentage not less than 25 percent.

II. Unless the condominium instruments specify a larger majority, a quorum shall be deemed to be present throughout any meeting of the board of directors if persons entitled to cast ½ of the votes in that body are present at the beginning of such meeting.

**356-B:39. Voting.**

I. The bylaws may allocate to each unit depicted on site plans and floor plans that comply with RSA 356-B:20, I and II, a number of votes in the unit owners' association proportionate to the undivided interest in the common areas appertaining to each such unit.

II. Otherwise, the bylaws shall allocate to each such unit an equal number of votes in the unit owners' association, subject to the following exception: each convertible space so depicted shall be allocated a number of votes in the unit owners' association proportionate to the size of each such space, vis-a-vis the aggregate size of all units so depicted, while the remaining votes in the unit owners' association shall be allocated equally to the other units so depicted.

III. Since a unit owner may be more than one person, if only one of such persons is present at a meeting of the unit owners' association, that person shall be entitled to cast the votes appertaining to that unit. But if more than one of such persons is present, the vote appertaining to that unit shall be cast only in accordance with their unanimous agreement unless the condominium instruments expressly provide otherwise, and such consent shall be conclusively presumed if any one of them purports to cast the votes appertaining to that unit without protest being made forthwith by any of the others to the person presiding over the meeting. Since a person need not be a natural person, the word "person" shall be deemed for the purposes of this paragraph to include, without limitation, any natural person having authority to execute deeds on behalf of any person, excluding natural persons, which is, either alone or in conjunction with another person or persons, a unit owner.

IV. (a) The votes appertaining to any unit may be cast pursuant to a proxy or proxies duly executed by or on behalf of the unit owner, or, in cases where the unit owner is more than one person, by or on behalf of all such persons. The proxy or proxies shall list the name of the person who is to vote. No such proxy shall be revocable except by actual notice to the person

presiding over the meeting, by the unit owner or by any of such persons, that it be revoked. Any proxy shall be void if it is not dated or if it purports to be revocable without notice as aforesaid. The proxy of any person shall be void if not signed by a person having authority, at the time of the execution thereof, to execute deeds on behalf of that person. Any proxy shall terminate automatically upon the adjournment of the first meeting held on or after the date of that proxy. The board of directors of the unit owners' association shall devise procedures to assure that all proxies voted at any meeting are valid and were duly executed by association members having the right to vote. Those procedures shall include one of the following:

(1) The board of directors shall deliver to the unit owners, together with their notice of meeting and agenda, proxy forms bearing a control number which the board of directors shall correlate to the list of all unit owners then entitled to vote. At the noticed meeting, the board of directors shall recover all proxies and compare them to the control list maintained for that purpose. Any proxies which are on a form other than that provided by the board of directors or which do not correlate with the control list maintained by the board of directors shall be disregarded for purposes of determining whether a quorum was present at the meeting and for purposes of casting any vote at that meeting; or

(2) The board of directors shall recover at any duly noticed meeting all original proxies delivered to any person for purposes of voting at that meeting. The board of directors shall then independently confirm the validity of those proxies by selecting a random sample of not less than 10 percent of all original proxies returned to the board of directors at the meeting and confirm with the granting owners in writing that the proxy was voluntarily given and duly signed.

(b) The board of directors shall retain all proxies delivered to the board of directors and all independent written confirmation of any such proxies for inspection by the unit owners for a period of not less than 3 years from the date of the subject owners' association meeting.

V. If 50 percent or more of the votes in the unit owners' association appertain to 25 percent or less of the units, then in any case where a majority vote is required by the condominium instruments or by this chapter, the requirement for such a majority shall be deemed to include, in addition to the specified majority of the votes, assent by the unit owners of a like majority of the units.

VI. Anything in this section to the contrary notwithstanding, no votes in the unit owners' association shall be deemed to appertain to any condominium unit during such time as the unit owner thereof is the unit owners' association.

#### **356-B:40. Officers.**

I. If the condominium instruments provide that any officer or officers must be unit owners, then any such officer who disposes of all of his units in fee and/or for a term or terms of more than one year shall be deemed to have disqualified himself from continuing in office unless

Condominium and performing all of the acts that may be required to be performed by the Unit Owners' Association in compliance with the Condominium Act. Except as to those matters which the Act, the Declaration or these Bylaws specifically require to be performed by the vote of the Unit Owners, the administration of the Condominium shall be performed by the Board of Directors (as more particularly set forth in Article III).

2. VOTING. Each Unit shall be entitled to one (1) vote in the Association, except for any Units owned by the Unit Owners' Association which shall not be entitled to any vote. Since a Unit Owner may be more than one (1) person, if only one of such persons is present at a meeting of the Association, that person shall be entitled to cast the vote appertaining to that Unit. But if more than one (1) of such persons is present, the vote appertaining to that Unit shall be cast only in accordance with the agreement of a majority of them, and such consent shall be conclusively presumed if any one of them purports to cast the vote appertaining to that Unit without protest being made forthwith by any of the others to the person presiding over the meeting. As applied to a person which is not a natural person, the word "person" shall be deemed for the purposes of this section to include, without limitation, any one (1) natural person having authority to execute deeds on behalf of such person which is not a natural person and which is, either alone or in conjunction with another person or persons a Unit Owner. Except where a greater number is required by the Condominium Act, the Declaration, or these Bylaws, a majority of the votes of the Unit Owners present, in good standing and entitled to vote is required to adopt decisions at any meeting of the Unit Owners' Association. If the Declarants own or hold title to one (1) or more Condominium Units, the Declaration shall have the right at any meeting of the Unit Owners' Association to cast the votes to which such Unit is entitled.

3. PLACE OF MEETING. Meeting of the Unit Owners' Association shall be held at the principal office of the Condominium or at such other suitable place as may be designated by the Board of Directors and stated in the notice of the meeting.

4. ANNUAL MEETING. The first annual meeting of the Unit Owners Association shall be held on a date to be determined by the Declaration, which date shall be within one (1) year after the formation of the Association by the recordation of the Declaration at Merrimack County Registry of Deeds. Notice of such meeting shall be given in accordance with the provisions of Section 6 of this Article II. At such meeting the persons designated by the Declarants shall resign as members of the Board of Directors, and all of the Owners, including the Declarants if the Declarants own any Unit or Units, shall elect a new Board of Directors. Thereafter, the annual meeting of the Association shall be held on the same date of each succeeding year, or on such other date within a thirty (30) day period prior to such date, as may be designated by the Board of Directors and reflected in the said notice. At such annual meetings the Board of