5.2 ELECTION OF APPOINTED DIRECTORS POLICY

POLICY

This policy establishes a consistent process for (a) filling a Director vacancy by Board appointment and (b) placing that appointed seat on the ballot at the next Annual Meeting so the Members may elect a successor.

Authority and Governing Documents

Board-adopted policies must be consistent with the Association's Governing Documents.

In the event of a conflict, the Declaration and Bylaws control over policies and resolutions.

The Bylaws authorize the Board to fill Director vacancies (other than removal by Members) and provide that an appointee serves until a successor is elected.

Policy Statement

Any Director seat filled by Board appointment due to vacancy will be placed on the ballot at the next Annual Meeting of the Members so the Members may elect a successor. This policy implements the Bylaws provision that an appointed Director serves "until a successor is elected."

Nothing in this policy limits the authority of an appointed Director to serve with full rights and responsibilities prior to the Annual Meeting.

Procedure

Appointment:

When a vacancy occurs, the Board shall fill the vacancy by vote of a majority of the remaining Directors, as permitted by the Bylaws.

Ballot Placement:

The appointed seat shall be identified and placed on the ballot for the next Annual Meeting election so Members may elect a successor.

Expiring Terms:

This policy applies only to seats filled by appointment and does not alter the normal election of any Director seat already scheduled for election due to an expiring term.

Recordkeeping:

The minutes shall reflect:

- The vacancy and appointment,
- Identification of the seat to be placed on the next Annual Meeting ballot, and
- The election outcome.

Intent

This policy does not amend the Bylaws and is intended solely to provide a consistent procedure aligned with the Governing Documents.

Approved _Linda Clifford_ Date _3/16/2026_
CCPHA BOARD OF DIRECTORS