

SEAL BEACH MUTUAL NO. TWELVE**MUTUAL COUNCILS****Physical Property Council Bylaws****1. ARTICLE I - NAME**

This organization shall be known as the Leisure World Seal Beach Physical Property Council.

2. ARTICLE II - PURPOSE

2.1. For the establishment of a personal relationship between the Mutuals, so that vital communications necessary to the best interests of the stockholders of Leisure World Seal Beach may be expedited.

2.2. To discuss physical property matters relating to the best interests of Leisure World. However, any collective opinion reached by the Council shall be considered as policy only when approved by the Boards of Directors of said Mutuals.

3. ARTICLE III – MEMBERSHIP

3.1. Membership in the Council shall consist of one Official Representative and any other representatives for each Mutual selected by procedures determined by each Mutual.

4. ARTICLE IV – OFFICERS

4.1. The officers of the Council shall be a President, a Vice President and a Secretary.

4.2. Each officer shall serve until replaced by a duly elected officer.

4.3. The President shall have all of the general powers and duties usual to the office including presiding at all meetings of the Council, appointing all committees and serving as an ex officio member of all committees.

4.4. The Vice President shall assume the duties of the President in the absence of the President and shall perform other duties assigned to the Vice President by the President.

4.5. The Secretary shall perform all duties usual to the office.

5. ARTICLE V – MEETINGS**5.1. ANNUAL MEETING**

5.1.1. The Annual Meeting shall be conducted immediately prior to the first regular or special meeting of the Council held after June 30 of each year.

5.1.2. The business of the meeting shall be:

5.1.2.1. To elect officers for the coming year and

5.1.2.2. To set a schedule of regular meeting for the coming year.

5.1.3. A Nominating Committee consisting of at least three Official Representatives of the Council shall be appointed by the President prior to June 15th of each year. The Nominating Committee's report

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shall be included in the agenda for the Annual Meeting. Nominations from the floor are permitted during the Annual Meeting.

5.2. REGULAR MEETINGS

5.2.1. Regular Meetings shall be held in accordance with the schedule of meetings as determined during the Annual Meeting and, if necessary, as revised by the Council during the year by resolution.

5.3. SPECIAL MEETINGS

5.3.1. Special Meetings may be called:

5.3.1.1. By the President,

5.3.1.2. By the Vice President if the President is unable to act,

5.3.1.3. By the Secretary if the President and Vice President are unable to act, or

5.3.1.4. The Official Representatives of any three Mutuals if the officers are unwilling to act. Each Official Representative of each Mutual shall be notified of a Special Meeting at least three days in advance of the meeting.

6. ARTICLE VI – VOTING

6.1. Each Mutual shall have one vote only on each question arising at any regular or special meeting of the Council.

6.2. The vote is to be cast by the Official Representative or duly appointed substitute.

7. ARTICLE VII – QUORUM

7.1. A quorum shall exist at any meeting when three-fourths of the Mutuals are represented by a duly designated representative.

7.2. Attendance is determined by a roll call of the Official Representatives of the Mutuals. Any substitute for an absent Official Representative is to be identified during the roll call.

7.3. Meetings may proceed without a quorum. However, no official business may be conducted.

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