

## **MEMORANDUM**

**To:** Members of the Rocky Ridge Properties Owners' Association  
**From:** Tyler O'Neal, as the Inspector of Elections for the Board of Directors election culminating on August 30, 2025  
**Date:** May 29, 2025  
**Subject:** 2025 Board of Directors Election

The purpose of this memorandum is to provide information with respect to the 2025 election of 4 seats on the Board of Directors for the Rocky Ridge Properties Owners' Association, as contemplated by California law and the Election Procedures referenced below in this memorandum. This memorandum constitutes the "Candidates Notice" referenced in the attached Election Procedures.

**Background:** Note the following:

- Four director seats are up for election to the Association's Board of Directors in August of 2025. Each of the 4 candidates finishing among the top 4 vote getters in the election will serve for a two year term (i.e., through the Board meeting on the Saturday of Labor Day weekend in 2027).
- The Board adopted Election Procedures for this election in the Spring of 2025. A copy of the adopted procedures (as revised to clean up a few typographical errors) is attached to this memorandum.
- The incumbent candidates holding the seats that are up for election in 2025 are Laura Bertone (unit 45), Gail Gabiati (unit 39), Frank Pagliaro (unit 60) and Bruce Shepherd (Unit 2). As of May 6, 2025, each of these incumbents had duly filed (and they were the only candidates that had filed) to run for one of the Board seats.
- Accordingly, at the Board's meeting on May 6, 2025, the Board announced a "Reminder Date" of May 14, 2025 by which (per the adopted Election Procedures) any additional candidates could give notice of his or her intention to run for a Board seat. Absent any additional candidates surfacing prior to the May 14, 2025 deadline, the adopted Election Procedures would have permitted the Board to elect the candidates by "acclamation" in accordance with California law and the Association's by-laws.
- Before expiration of the May 14, 2025 deadline, a fifth candidate (Stacy Conner, the owner of the single-family residence at the bottom of the Rocky Ridge hill) duly noticed her intention to run for a board seat.
- California law dictates that in such circumstances, the Board seats must be filled through a secret ballot election. Given that election by acclamation no longer is available, the Board has cancelled the June 3 Board meeting (the sole purpose of the June 3 meeting had been to implement the potential election by acclamation).

### **Further Mechanics Applicable to 2025 Election: Eligible Voters, Candidate Statements, Ballot Materials:**

- The Inspector of elections shall prepare a list of members that are eligible to vote in the election. The list shall be prepared as of a date no earlier than June 16, 2025. Members may contact the property manager to confirm their respective notice addresses. Members also may verify/correct their respective address (which address will be used for purposes of the distribution of election materials) by email on or prior to July 2, 2025 to (i) rrpoea@sbcglobal.net, with a copy to (ii) bruce.shepherd@outlook.com.
- The five candidates for the Board seats that are subject to the election are Laura Bertone, Stacy Conner, Gail Gabiati, Frank Pagliaro and Bruce Shepherd.
- As per the adopted Election Procedures, each candidate shall have until 7/2/2025 to submit a candidate statement of up to 350 words. The Inspector of Elections for the election, Tyler O'Neal (with assistance from the property management team) shall circulate to the members of the Association the candidate statements duly submitted by the candidates.
- The property manager also shall circulate Ballot materials prior to the election (as per California law).
- The deadline for completion and submission of ballots shall be 5 minutes after the August 30 meeting of the members of the Association. In order to be counted as part of the election, ballots must be returned to the Inspector of Election at the following address: Rocky Ridge Property Manager, PO Box 432, Tahoe City, CA 96145. Ballots also may be returned in person prior to the above-referenced deadline in the August 30 meeting.

## REVISED NOTICE OF ANNUAL ELECTION OF DIRECTORS (AND OF TIMELINE AND PROCEDURES FOR THE ELECTION)

Date of this Revised Notice: **May 28, 2025**

The governing documents for the Rocky Ridge Properties Owners' Association call for annual elections for a portion of the 7 seats on the Association's board of directors. The directors are elected through a vote of the homeowners (each homeowner also is a member of the Association). Each director serves a term of 2 years. Four director seats are up for election in 2025; these seats are held by Laura Bertone, Gail Gabiati, Frank Pagliaro and Bruce Shepherd. The seats for the other 3 current directors (Steve Dohrmann, Matt Howarth and Jim Naylor) are up for election in 2026. This notice is the "**2025 Election Notice**" referred to below. The election will be handled as follows (actions to be taken by specified dates shall be completed by 5:00 pm on such dates in calendar year **2025**):

- (1) **Inspector**. The Board of Directors has appointed Tyler O'Neal to serve as the Inspectors of Elections with respect to the 2025 director election, and Tyler has accepted such appointment.
- (2) **Compliance with Association Rules and California Law**. The Association and the Inspector have established this timeline for the election which (a) will permit ballots to be tabulated, and results announced, at the annual meeting of the members of the Association at the Rocky Ridge Beach Clubhouse at **11:00 a.m. on Saturday 8/30**, and (b) to the best of the Board's knowledge, will comply with the requirements of the Association's Election Rules and the provisions of California law.
- (3) **Nomination of Candidates**. Owners who are current in their assessment payments may nominate themselves to run for a director seat by contacting the Property Manager, Bill ("Yates") Bauder (by email to [rrpoa@sbcglobal.net](mailto:rrpoa@sbcglobal.net), with an email copy to Bruce Shepherd (Board Secretary) at [bruce.shepherd@outlook.com](mailto:bruce.shepherd@outlook.com)) by **5/14**. The Association shall provide email or other written confirmation to each nominated candidate within 7 days after receipt of the candidate's nomination (unless the individual fails to qualify for candidacy, in which case the Association shall so inform the individual, with a brief explanation).
- (4) **Election by Acclamation**. **NOTWITHSTANDING THE FOREGOING**, the board may elect directors without member balloting if, as of a date between 5:00 pm on **4/14 and 5/7** (the "**Reminder Date**"), the number of candidates is the same or fewer than the board spots to be filled, subject to the following:
  - **Reminder Notice**: The Inspector shall provide notice (the "**Reminder Notice**") to the members that such situation applies as of the Reminder Date. The Reminder Notice shall be provided to the members by **5/7** and shall identify all candidates nominated as of the Reminder Date. The Reminder Notice further shall include a copy of this 2025 Election Notice.
  - **Noticed Board Meeting**: If as of **5/14**, the number of candidates still is the same or less than the number of board spots to be filled, then the board, in a noticed board meeting **between 5/14 and 6/9** (which notice identifies the candidates), may elect the candidates by acclamation (and without balloting or the other steps in section 5 below).
- (5) **Election**: If the seats are **not** filled through election by acclamation, then the following shall apply:
  - **Candidates Notice**. By **6/16**, the Inspector shall provide members with the following notice (the "**Candidates Notice**"):
    - The notice shall set forth the names of the eligible candidates timely nominated to run in the election;
    - The notice shall include a copy of this 2025 Election Notice;
    - The notice shall set forth the deadline for submission of ballots (as described below), and the address to which ballots must be returned to be counted in the election (i.e., the ballots should be mailed to PO Box 432, Tahoe City, CA 96145, Attn: Inspector of Elections – Board Election); and
    - A notice shall include a statement that (a) the Inspector has compiled a list of candidates, and that candidates may verify the accuracy of their individual information on that list, provided such verification is completed (by email to [rrpoa@sbcglobal.net](mailto:rrpoa@sbcglobal.net)) by **7/2**, and (b) the Association has compiled a list of members, and that members may verify the accuracy of their individual information on that list,

provided such verification is completed (by email to [rrpoa@sbcglobal.net](mailto:rrpoa@sbcglobal.net) with a copy to [bruce.shepherd@outlook.com](mailto:bruce.shepherd@outlook.com)) by **7/2**.

- **Candidate Statements.** Candidates shall have until **7/2** to provide a candidate statement of up to 350 words. The statement should be provided to Yates by email to [rrpoa@sbcglobal.net](mailto:rrpoa@sbcglobal.net), with a copy to Bruce Shepherd at [bruce.shepherd@outlook.com](mailto:bruce.shepherd@outlook.com). If timely submitted, the candidate statement shall be circulated to the members.
- **Ballots.** No earlier than **30 days after provision of the Candidates Notice**, and by a date (**7/31**) which is **at least 30 days before the** deadline set forth below for submission of ballots, Yates shall circulate ballots (along with any candidate statements) to the members in accordance with the voter list. The instructions accompanying the ballots shall inform members that to be counted, ballots must be returned before 5 minutes **after** the meeting on **8/30** is called to order. Additional instructions for return of ballots may be set forth in the cover letter distributing the ballots.
- **Counting of Ballots.** The ballots will be tabulated at the meeting by the Inspector (or his delegee, including William Bauder and/or Justin Fenley). The 4 candidates receiving the most votes will be elected as directors for the 4 seats.

**Announcement of Results.** The names of the elected candidates will be announced at the end of the **8/30** meeting of members, will be entered in the minutes of the Board, and will be announced to the members by general notice by **9/29**. The announcement of the tabulated results shall include a statement that the Inspector shall retain the ballots, the candidate list and the voter list for a period of one year, subject to any additional mandates set forth in the Election Rules or California law. The above represents a summary of the election process. The election process is subject to additional requirements set forth in California law and in the governing documents (including the Election Rules) of the Association.