

BYLAWS OF THE RIVIERA HOMEOWNERS ASSOCIATION

ARTICLE I

NAME

The name of this association is the RIVIERA HOMEOWNERS ASSOCIATION.

BOUNDARIES

The Riviera shall consist of the section in the City of Torrance commonly known as Hollywood Riviera: Pacific Coast Highway and Redondo Beach boundary on the north, Hawthorne Boulevard on the east, the Palos Verdes Estates border on the south and the Pacific Ocean on the west.

ARTICLE II

PURPOSES AND POLICIES

Purposes:

To be a non-profit organization dedicated to civic service to the Riviera community, Torrance, and the South Bay in general.

To foster improvement of property in this community following general principles set forth by the Deed Restrictions.

To counsel and advise residents of this community in protection of their property interest in the community.

Policies:

To maintain a non-commercial, non-sectarian and non-partisan approach to all problems.

To maintain observers at meetings of boards, committees and chambers of local governmental bodies so that the members of the Association may be informed as to the actions of those bodies.

To support and execute community improvements projects and other civic functions.

ARTICLE III

MEMBERSHIPS AND DUES

Section I

- a) Any resident or property owner within the boundaries of the Association shall be eligible for membership in this Association.
- b) Membership shall be of three classes: Property owners, upon payment of the prescribed dues, shall be termed "Active Members" and shall be entitled to vote; persons other than property owners, residing in the community, shall,

upon payment of the prescribed dues, be admitted as “Associate Members” without voting power.

- c) Past Presidents and other persons who have contributed to the Association in a distinguished way, may, upon majority vote of the Board of Directors (hereafter referred to as “Board”), be accorded “Honorary Life Membership”. Such honorary status will not be restricted to the residence or ownership requirements of Active or Associate Membership referred to above.

Section 2

Dues for each calendar year shall be set by the Board.

Section 3

A paid membership shall entitle Active and Life members to one vote in the affairs of the Association as qualified by the provisions of Article VII, Section 4.

ARTICLE IV **OFFICERS**

Section 1

- a) The Officers of this Association shall be:

- President
- First Vice President
- Second Vice President
- Secretary
- Treasurer
- Immediate Past President
- Newsletter Editor

- b) The officers and the Directors (not to exceed 4) appointed by the Board shall comprise the Board.

Section 2

- a) Officers and Directors shall hold office for a term of two years and until the election and qualification of their respective successors, provided that any person chosen to fill a vacancy shall be appointed by the President with the approval of the Board to serve only during the unexpired portion of the term of such officer and until a successor is elected. Any officer who is absent for two Board meetings or three total meetings (including Board and general membership) within any 12 month period, may be removed by vote of the Board.
- b) No person shall be allowed to be an officer for more than eight consecutive years without taking a minimum of one year off the board.

- c) Any member of the board who does not abide by the bylaws, or who interferes with or obstructs the Association's business in any way may be removed by a majority vote of the board.

Section 3

The President shall preside at all meetings of the members and of the Board; shall countersign all checks and fiscal instruments; shall perform such other duties as customarily pertain to the office of President or as directed by the board not inconsistent with the provisions of these Bylaws; shall conduct the correspondence of the Association as required; shall serve as publicity agent for the Association; shall be responsible for the distribution of notices of elections and other important Association functions.

Section 4

The First Vice President shall have and exercise all the powers, duties and authority of the President during the absence or disability of the latter; shall be program chairman.

The Second Vice President shall be chair of the Membership Committee.

Section 5

The Secretary shall keep a record of the proceedings of the meetings; shall maintain an accurate set of the Bylaws and Standing Rules of the Association.

Section 6

The Treasurer shall have custody of all funds, securities, valuable papers and other assets of the Association, and shall be responsible for the disbursement of those funds through checks, drafts, or other fiscal instruments which shall be countersigned by the President. No performance bond shall be required. The accounts shall be audited at least once a year by an auditor appointed by the Board. The auditor shall submit a report at the March meeting of the board and at the April general meeting.

Section 7

All officers specified in Section 1 of this Article must be members of the Association at the date of election and eligible to vote under terms of Article III, Section 1(b).

ARTICLE V **MEETINGS**

Section 1

General membership meetings of this Association shall be in October, December, February, April, and June unless otherwise voted by the Board. At least one general meeting a year is mandatory. Board meetings of this Association shall be in September, November, January, March, and May unless

otherwise voted by the board. A quorum of the Board must be present at any meetings for official business of the Association to be conducted. Members shall be informed in advance of the regular meetings of the Association by whatever means is deemed suitable. Special meetings may be called by notice through the U.S. mails at least seven days before the meeting.

Section 2

The Board shall meet during the month before each regular meeting; special meetings may be called at the discretion of the President or a majority of the Board. A majority of the officers shall constitute a quorum.

ARTICLE VI
BOARD OF DIRECTORS

Section 1

Members of the Board shall be as prescribed in Article IV, Section 1.

Section 2.

The Board shall have general supervision of the affairs of the Association between the regular meetings; shall fill by appointment all committee chairs and vacancies in office; shall create such committees as are deemed necessary to conduct the work of the Association, and shall be responsible for the reconciliation of the accounts of the Treasurer at the end of each Treasurer's term.

Section 3.

Recommendations by the Board for the obligation of funds other than operating expenses, and for establishment of policies outside the scope of these Bylaws shall be subject to confirmation by the Association assembled in general or special meetings.

ARTICLE VII
NOMINATIONS AND ELECTIONS

Section 1

Before or at the January Board meeting, a Nominating Committee consisting of three members shall be appointed by the President to nominate at the March meeting of the Board, at least one member for each vacancy for which elections are being held.

Section 2

At the general membership meeting in April, the Nominating Committee shall place its nominations before the members and the President shall call for nominations from the floor. when the nominations are closed, tellers shall be appointed by the President, ballots shall be distributed, votes taken and tallied by the tellers, and the results announced. All elections shall be by ballot unless

there be but one candidate for each office when, by unanimous consent, the ballot may be dispensed with and a voice vote taken. A plurality vote shall elect.

Section 3

Nominations and elections shall be filled in odd or even years (as noted), and in the following order, each succeeding position being filled before proceeding to the next in order:

Even years

- a) President
- b) First Vice President
- c) Treasurer
- d) Director 2 (Landscape Chairperson)
- e) Director 4 (Mailing Chairperson)

Odd years

- f) Second Vice President
- g) Secretary
- h) Newsletter Editor
- i) Director 1 (Hospitality Chairperson)
- j) Director 3 (City Council Liaison)

Section 4

Proxy votes are invalid; all votes must be by the member present at the meeting.

Section 5

The immediate Past President shall confirm the newly elected Board at the close of the elections at the April general meeting; the new Board shall take over the affairs of the Association on the first of July following the April election.

Section 6

Irrespective of the number of parcels of property owned, no member shall have more than one vote.

ARTICLE VIII

AMENDMENTS

These Bylaws may be amended by a two-thirds majority vote at any general membership meeting, providing that the amendment has been read at the previous meeting. With the exception of the number of directors, any change must be ratified by the general membership. These Bylaws may be amended at any Board meeting by a two-thirds majority vote if notice has been given the Board members at least 24 hours before the meeting that such amendment will be voted upon.

ARTICLE IX

PARLIAMENTARY AUTHORITY

Robert's Rules of Order, revised, shall be the authority on all points not covered by these Bylaws and Standing Rules.

Adopted: 7 September 1995

Ratified: 5 October 1995

Secretary's original signed by President (Don Lee) and Secretary (Benson Black)