

**FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS
OF BLUE LAKE SPRINGS HOMEOWNERS ASSOCIATION**

DRAFT 2/14/2020

NOTICE

If this document contains any restriction based on race, color, religion, sex, gender, gender identity, gender expression, sexual orientation, familial status, marital status, disability, veteran or military status, genetic information, national origin, source of income as defined in subdivision (p) of Section 12955, or ancestry, that restriction violates state and federal fair housing laws and is void, and may be removed pursuant to Section 12956.2 of the California *Government Code*. Lawful restrictions under state and federal law on the age of occupants in senior housing or housing for older persons shall not be construed as restrictions based on familial status.

FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS OF BLUE LAKE SPRINGS HOMEOWNERS ASSOCIATION

This FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS OF BLUE LAKE SPRINGS HOMEOWNERS ASSOCIATION (the "First Amendment") is adopted on the date set forth at the end of this document by Blue Lake Springs Homeowners Association ("Association").

This First Amendment is made with respect to that certain AMENDED AND RESTATED BYLAWS OF BLUE LAKE SPRINGS HOMEOWNERS ASSOCIATION as originally adopted on March 21, 2009 (the "Bylaws").

NOW, THEREFORE, notwithstanding anything to the contrary in the Bylaws, the Bylaws are hereby amended as follows (words with a strike through are deleted and in ***bold italics*** are added):

1. Article 2, Section 2.20 ("Member in Good Standing"), is hereby amended to read as follows:

2.20 Member in Good Standing. "Member in Good Standing" shall mean a Member of the Association who is current in the payment of all ~~Assessments and Additional Charges~~ ***regular or special Assessments*** imposed in accordance with the Governing Documents and who is in compliance with all of the provisions of the Governing Documents. A Member shall be deemed to be in Good Standing unless, after notice and an opportunity for hearing, pursuant to the Declaration, the Board has found the Member to be not in Good Standing and has so notified the Member in accordance with *Civil Code* section 4363(h)-~~5855~~.

2. Article 2, Section 2.26 ("Total Voting Power"), is hereby amended to read as follows:

2.26. Total Voting Power. "Total Voting Power" shall mean the total number of votes of all Members entitled to vote at a particular time, calculated on the basis of one vote for each Lot, ~~excluding any Lots as to which an Owner is not then a Member in Good Standing.~~

3. Article 3, Section 3.4 ("Voting Rights; Joint Owners"), is hereby amended to read as follows:

3.4 Voting Rights; Joint Owners. Only Members ~~in Good Standing~~ shall be entitled to vote on any issue or matter presented to the Members for approval or Membership vote. Members ~~in Good Standing~~ shall be entitled to cast one vote for each Lot owned. In the event more than one person owns a given Lot, the vote for such Lot shall be exercised by the

Member, as set forth in Section 3.1, but in no event shall more than one vote be cast with respect to any Lot.

4. Article 3, Section 3.5 ("Record Date for Voting"), is hereby amended to read as follows:

3.5 Record Date for Voting. ~~The record date for determining Members entitled to vote shall be ten (10) days prior to the date on which the ballots shall be mailed.~~ **Consistent with Corporations Code section 7611(c), the Board may fix a date not more than sixty (60) days before the date of any mailing or delivery of ballots as the record date for determining Members entitled to vote and only** ~~Only~~ ~~Members in Good Standing as shown in the records of the Association as of the record date for voting shall be entitled to vote in such vote or election.~~ **If no record date for voting is set by the Board, Members on the day of the mailing or delivery of ballots who are otherwise eligible to vote shall be entitled to vote in such vote or election.**

5. Article 4, Section 4.2 ("Voting by Members"), is hereby amended to read as follows:

4.2 Voting by Members. All membership votes, including any vote pursuant to a written request of Members as described in *Corporations Code* section 7510(e), shall be by "secret ballot" pursuant to *Civil Code* sections ~~4363.03~~ **5100 through 5145**, provided, however, that in the case of a membership vote on any matter not specified in *Civil Code* section ~~4363.03(b)~~ **5100(a)**, the deadline for returning a secret ballot may be a reasonable time that may be less than thirty (30) days. Voting by the method described in *Corporations Code* section 7513 shall not be permitted.

6. Article 4, Section 4.4 ("Voting and Election Rules"), is hereby amended to read as follows:

4.4 Voting and Election Rules. The Board shall adopt Rules governing membership voting and elections of directors in conformity with *Civil Code* section ~~4363.03~~ **5105**. **Election Rules adopted pursuant to *Civil Code* section 5105 shall not be amended less than ninety (90) days prior to an election.**

7. Article 5, Section 5.3 ("Qualification of Directors"), is hereby amended to read as follows:

5.3 Qualification of Directors. Only persons who satisfy all of the following qualifications shall be eligible to be elected to or serve on the Board: (i) is a Member in Good Standing or in the case of a Member in Good Standing

that is not a natural person, an officer, director, principal, or authorized representative of the entity, (ii) ~~is~~ **has been** a Member **for at least one year** ~~entitled to vote as recorded and set forth in Section 3.5,~~ (iii) is ~~over~~ **at least** eighteen (18) years of age, (iv) has not been found by a court of competent jurisdiction to be of unsound mind, and (v) ~~has not been convicted of a felony~~ **does not have a criminal conviction that would, if elected, prevent the Association from purchasing the fidelity bond coverage required by Civil Code section 5806 or terminate the Association's existing fidelity bond coverage.** Co-Owners of one or more Lots may not serve on the Board at the same time.

8. Article 5, Section 5.6 ("Publication of Deadline for Nominations"), is hereby amended to read as follows:

5.6 Publication of Deadline for Nominations. The date and time of the deadline for nominations **and the procedure for submitting a nomination** shall be published ~~provided to the Members by general delivery (and by individual delivery if so requested by a Member)~~ at least ~~fifteen (15)~~ **thirty (30)** days in advance of the **nomination** deadline in an Association newsletter, or if there is no such newsletter, notice shall be given in one (1) or more of the following manners: (i) by posting a notice in one (1) or more prominent places within the Development, (ii) by mailing or delivering a notice to each Lot, or (iii) by other means reasonably designed to provide actual notice to the Members.

9. Article 5, Section 5.8 ("Notice of Known Candidate Names"), is hereby amended to read as follows:

5.8 Notice List of Known Candidate Names. ~~The~~ **A list of the** names of all persons known by the Board to be qualified candidates for election to the Board as of the published deadline for nominations shall be ~~set forth on the ballot for election of directors~~ **prepared and distributed as set forth in Civil Code section 5115(b) and in the Rules described in Section 4.4 ("Voting and Election Rules").**

10. Article 7, Section 7.2 ("Records and Minutes"), is hereby amended to read as follows:

7.2 Records and Minutes. The Board shall cause to be kept a complete record of all its acts and the corporate affairs, including ~~an accurate and current record of the Members setting forth their names and addresses~~ **a membership list described in Civil Code section 5200(a)(9)**, adequate and correct books and records of account, and minutes of the proceedings of the Members, the Board, Committees of the Board, and any other committee appointed by the Board having decision-making authority.

11. Article 10, Section 10.2 (Member Access to Minutes, Books, and Records”), is hereby amended to read as follows:

10.2 Member Access to Minutes, Books, and Records. To the extent required by Civil Code ~~section 1365.2,~~ **sections 5200, 5205, and 5210, 5215, 5220, 5225, and 5230,** and subject to a requesting Member's compliance with all applicable prerequisites and any applicable limitations (including but not limited to Corporations Code section 8332 concerning protection of constitutional rights of other Members, Corporations Code section 8338 concerning use of memberships lists, and Civil Code section 4365(e) ~~5215~~ concerning withholding or redacting certain records), the Association shall make available for inspection and copying by any Member “Association records” and “enhanced Association records” (as defined in the statute **Civil Code section 5200**) maintained by the Association. This provision does not require the Association to create or maintain any records not otherwise required by law to be maintained. The Board may adopt and publish reasonable Rules and regulations establishing procedures relating to a Member's inspection and obtaining copies of Association records, consistent with the provisions of Civil Code section 1365.2.

Defined Terms. Capitalized terms used in this First Amendment and not otherwise defined herein shall have the meanings given in Article 2 of the Bylaws and the Blue Lake Springs Homeowners Association Conditions, Covenants and Restrictions, recorded on February 1, 1995, as Document No. 9 95 001232, in the Official Records of Calaveras County, State of California.

