

Hidden Meadows Ranch Homeowners Association

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First Amendment to the Bylaws

June 13, 2017

Dear Fellow Owner:

At the Board Meeting that took place on April 27, 2017, the written ballots which were cast by the members of Hidden Meadows Ranch Homeowners' Association ("Association") concerning the proposed First Amendment to the Association's Bylaws were opened and tabulated. After tabulation, it was determined that the necessary membership approval was obtained to adopt the First Amendment to the Bylaws. Among other things, the First Amendment to the Bylaws requires sitting directors and candidates for election to the Board of Directors to be members of the Association in "good standing" as defined in the First Amendment to the Bylaws. The First Amendment to the Bylaws also provides that directors' terms of office shall now be staggered as described in the First Amendment to the Bylaws. The First Amendment to the Association's Bylaws was approved by the affirmative vote of Members representing a majority of the voting power of the Association.

A copy of the First Amendment to the Bylaws of Hidden Meadows Ranch Homeowners' Association, which is now effective, is enclosed for your records. Please take this opportunity to review the First Amendment to the Association's Bylaws and file it with your other important Association documents.

The Board of Directors wishes to thank the membership for returning their written ballots and enabling the Association to adopt the First Amendment to the Association's Bylaws.

Very truly yours,

Board of Directors
Hidden Meadows Ranch Homeowners Association

BOD/lb

**FIRST AMENDMENT
TO
BYLAWS
OF THE
HIDDEN MEADOWS RANCH HOMEOWNERS' ASSOCIATION**

The Bylaws of the Hidden Meadows Ranch Homeowners' Association ("Bylaws") are amended by this instrument pursuant to the affirmative vote of Members representing a majority of the voting power of the Hidden Meadows Ranch Homeowners' Association ("Association").

AMENDMENT

The original language of Article 7, Directors, Section 7.2, Number and Qualifications of Directors, of the Bylaws is deleted in its entirety and is now replaced and amended to read as follows:

Section 7.2. Number and Qualifications of Directors. The Board shall consist of five (5) directors until changed by amendment to this section of the Bylaws. Directors shall be Members of the Association in "good standing." In order to be eligible for election to the Board, a Member must be in "good standing" with the Association. In addition, remaining in "good standing" with the Association shall be a continuing qualification for a sitting director's continued service on the Board. To be in "good standing" with the Association, a Member must (i) be current in the payment of all assessments or in full compliance with the terms of any Board-approved payment plan; (ii) be in full compliance with the Association's Governing Documents and have no unresolved violations of the Association's Governing Documents as determined by the Board in accordance with due process and the disciplinary hearing procedures of the Association's Governing Documents or as provided by law, and (iii) not be subject to any suspension of membership rights or privileges as a result of any disciplinary proceeding conducted in accordance with due process and the disciplinary hearing procedures of the Association's Governing Documents or as provided by law. In addition to the conditions set forth in Section 7.4(1) of these Bylaws, the Board, by a majority vote of the directors who meet all qualifications to be a director, may declare vacant the office of any director who fails to remain in "good standing" with the Association.

The original language of Article 7, Directors, Section 7.3, Election and Term of Office, of the Bylaws is deleted in its entirety and is now replaced and amended to read as follows:

Section 7.3. Election and Term of Office. At the first annual meeting of Members, five (5) directors shall be elected for a term of one (1) year. At the first annual meeting of Members to occur after the adoption of the First Amendment to the Bylaws of the Hidden Meadows Ranch Homeowners' Association, five (5) directors shall be elected as follows: the three (3) directors receiving the greatest number of votes shall be elected to a term of two (2) years, and the other two (2) directors will be elected to a term of one (1) year. At each annual meeting of Members thereafter, directors shall be elected to a term of two (2) years each to replace those directors whose terms are then expiring. There shall be no limit to the number of consecutive terms to which a director may be reelected. Any director may resign effective on giving written notice to the

president, the secretary, or the Board, unless the notice specifies a later time for the effective date of such resignation. Each director shall hold office until his or her term expires and a successor has been elected and qualified or until the director's death, resignation, or removal.


(1) The incorporator of the Association shall have the right to elect its initial directors.

All other provisions of the Bylaws which are not expressly amended as stated above shall remain in full force and effect.


CERTIFICATION

The undersigned President and Secretary of the corporation known as Hidden Meadows Ranch Homeowners' Association hereby certify that the above and foregoing *First Amendment to the Bylaws of Hidden Meadows Ranch Homeowners' Association*, consisting of two (2) pages, was approved by the affirmative vote of Members representing a majority of the voting power of the Association on April 27, 2017 and now constitutes the *First Amendment to Bylaws of the Hidden Meadows Ranch Homeowners' Association*.

HIDDEN MEADOWS RANCH HOMEOWNERS' ASSOCIATION,
A California nonprofit mutual benefit corporation

By 

Carl Benjamin Redding Jr.,
Association President

By 

Judith McDowell Francello,
Association Secretary

Date 6/8/17

Date 6/8/17