

**AMERICANA GARDENS HOMEOWNERS ASSOCIATION
SUMMARY/INDEX OF CHANGES
FOR
SECOND RESTATED CC&RS AND SECOND RESTATED BYLAWS**

NOTE: *This summary outlines the changes that the Board feels are significant. This document should not be solely relied upon when making your decision on how to vote. It is incumbent upon you to review the restatements and compare them to the current governing documents (CC&Rs & Bylaws). Copies of the current governing documents may be requested from the community manager.*

CC&RS			
Article & Section Reference	<u>RESTATED CC&Rs</u> Summary of Provision	Article & Section Reference	<u>CURRENT CC&Rs</u> Summary of Provision
Article 1	Definitions	Article I	Definitions
Article 1, Sections 1.1 and 1.2	Includes definitions for Annual Budget Report and Annual Policy Statement. <i>These are terms defined in California law.</i>	Article I	No similar provision.
Article 1, Sections 1.24 and 1.27	Includes definitions for General Delivery/Notice and Individual Delivery/Notice. <i>These are new terms defined in California law.</i>	Article I	No similar provision.
Article 2	Membership and Voting Rights in Association	Article II	Membership and Voting Rights In Association
Article 3	Property Rights, Easements and Obligations of Owners	Article III	Property Rights and Obligations of Owners
Article 3, Section 3.2(D)	Notice to owner of intent to impose disciplinary action (e.g., suspension) must be made at least ten (10) days prior to action being taken. References <i>Civil Code</i> Section 5855 which contains appropriate time frame for notification.	Article 17	Contains outdated references to Code Sections. Allows for the suspension of voting rights. <i>This is out of conformance with California law.</i>
Article 4	Powers and Duties of the Association	Article IV	Powers and Duties of the Association

Article & Section Reference	<u>RESTATED CC&Rs</u> Summary of Provision	Article & Section Reference	<u>CURRENT CC&Rs</u> Summary of Provision
Article 4, Section 4.1	Sets forth Directors' standard of care and limitation of liability.	Article IV	No similar provision.
Article 4, Section 4.2	Addresses issues upon which Directors cannot vote due to a conflict of interest.	Article IV	No similar provision.
Article 4, Section 4.4(B)	Includes legally required procedure to provide proposed Rules to Owners for review prior to adoption by Board. <i>This is due to a change in California law.</i>	Article IV, Section 2(A)	Contains outdated procedure.
Article 5	Covenant for Maintenance Assessments to Association	Article V	Covenant for Maintenance Assessments to Association
Article 6	Use Restrictions	Article VI	Use Restrictions
Article 6, Section 6.4	Satellite dishes and antennae that are one meter or less in diameter may be installed in accordance with the procedures adopted by the Board. <i>This is in accordance with current law.</i>	Article VI, Section 4	Prior written approval required for installation on Common Area.
Article 6, Section 6.17	References Code of Conduct which may be adopted by the Board for conduct of Owners, their tenants, guests, family members, invitees, etc.	Article VI	No similar provision.
Article 6, Section 6.18	Addresses hard surface flooring.	Article VI	No similar provision.
Article 7	Architectural Control	Article VII	Architectural Control

Article & Section Reference	<u>RESTATED CC&Rs</u> Summary of Provision	Article & Section Reference	<u>CURRENT CC&Rs</u> Summary of Provision
Article 7, Section 7.3(B)	If a plan is disapproved, the disapproval must include a description of why the plan was disapproved. <i>This is in accordance with current law.</i>	Article VII, Section 3(B)	Does not require a description of why the plan was disapproved. <i>This is contrary to current law.</i>
Article 7, Section 7.10	Unless a longer period is authorized by the Board, improvements must be completed within 180 days.		No similar provision.
Article 8	Leasing of Units	Article VIII	Leasing of Units
Article 9	Maintenance Responsibilities	Article X	Maintenance Responsibilities
Article 9, Section 9.9	Each Owner has the obligation to routinely and diligently inspect the elements and components of the Unit, Exclusive Use Common Area and Common Area for which the Owners are obligated to maintain, to ensure they are in good condition and operating properly.	Article X	No similar provision other than general maintenance obligation.
Article 10	Insurance	Article XIV	Insurance
Article 10, Section 10.1(D)	Updates requirements for Fidelity Bond/Insurance.	Article XIV, Section 1(D)	Includes out of date requirements.
Article 10, Section 10.4	Only the Board may make claims to the Association's insurance policies. <i>This is common practice</i>	Article VIII	No similar provision.
Article 11	Destruction of Improvements	Article XIII	Destruction of Improvements
Article 12	Condemnation	Article XV	Condemnation

Article & Section Reference	<u>RESTATED CC&Rs</u> Summary of Provision	Article & Section Reference	<u>CURRENT CC&Rs</u> Summary of Provision
Article 13	Partition Prohibited	Article XI	Partition Prohibited
Article 14	Protection of Mortgagees	Article XVI	Protection of Mortgagees
Article 15	Enforcement	Article XVII	Enforcement
Article 15, Section 15.1(a)	Removes language allowing for suspension of voting rights. <i>This is due to a change in the law.</i>	Article XVII, Section 1(A)	Provides for suspension of voting rights. <i>This is contrary to California law.</i>
Article 16	Amendments	Article XII	Amendments
Article 16, Section 16.2	Allows the Board to amend the Declaration without membership approval for limited purposes.	Article XII	No similar provision.
Article 17	General Provisions	Article XVIII	General Provisions
Article 17, Sections 17.1 and 17.2	Addresses General Delivery/Notice and Individual Delivery/Notice - methods of providing documents and information to Owners. <i>This is in accordance with current California law.</i>	Article XVIII	No similar provision.
Article 17, Section 17.3	Addresses how Owners are required to deliver documents to Association. <i>This is in accordance with current California law.</i>	Article XVIII	No similar provision.

Bylaws

Article & Section Reference	<u>RESTATED BYLAWS</u> Summary of Provision	Article & Section Reference	<u>CURRENT BYLAWS</u> Summary of Provision
Article 1	Name and Location	Article I	Name and Location
Article 2	Definitions	Article I, Section 3	No Separate Article
Article 2, Section 2.2 & 2.3	Adds definitions for Election Operating Rules and Good Standing	Article I, Section 3	No similar provision.
Article 3	Membership	Article II	Membership
Article 3, Section 3.3	Allows for suspension of membership rights and privileges.	Article II, Section 5	Allows for suspension of voting rights. <i>This is contrary to California law.</i>
Article 4	Membership Voting	Article III	Membership Voting
Article 4, Section 4.3	All Members are eligible to vote.	Article III, Section 3	Only Members in good standing can vote. <i>This is contrary to California law.</i>
Article 4, section 4.6	Cumulative voting is prohibited.	Article III, Section 4(D)	Cumulative voting is permitted.
Article 4, Section 4.5	Allows Board to determine whether proxies will be used at any election. <i>Due to the secret ballot election requirements, use of proxies is not as common due and may not be desirable. However, the proxy language is included in the event the Board determines to use proxies.</i>	Article III, Section 5	Allows for proxy voting.
Article 4, Section 4.8	Directors may be elected by acclamation.	Article III	No similar provision.
Article 5	Meetings of Members	Article IV	Membership Meetings

Article & Section Reference	<u>RESTATED BYLAWS</u> Summary of Provision	Article & Section Reference	<u>CURRENT BYLAWS</u> Summary of Provision
Article 5, Section 5.2	The Board may determine not to hold an annual meeting if Directors are elected by acclamation and there are no other matters to be voted on.	Article IV, Section 2	The annual meeting shall be held once a year.
Article 5, Section 5.10	The Board may a “record date” requiring Membership in the Association as of the date ballots are mailed to be eligible for voting. <i>This is consistent with current California law</i>	Article IV	No similar provision.
Article 5, Section 5.11	A meeting of the Members may be conducted by electronic transmission.	Article IV, Section 1	No similar provision.
Article 6	Board of Directors	Article V	Board of Directors
Article 6, Section 6.6	Vacancies on the Board may be deemed to exist for death, resignation, excessive absences from Board meetings, delinquency in assessments or egregious behavior.	Article V, Section 11	Does not refer to vacancies resulting from death or egregious behavior.
Article 6, Sections 6.8	Unless authorized by the Board, no individual Director is authorized to act outside of Board meetings or to direct management, vendors, committees, etc. Directors are required to adhere to a Code of Conduct.	Article V	No similar provision.
Article 7	Board Meetings	Article VI	Board Meetings

Article & Section Reference	<u>RESTATED BYLAWS</u> Summary of Provision	Article & Section Reference	<u>CURRENT BYLAWS</u> Summary of Provision
Article 7, Section 7.6	Except for emergency meetings, notice of open Board meetings shall be given to members at least 4 days prior to the meeting and notice of executive session meetings shall be given to members at least two (2) days before the meeting. Notices must contain the agenda. <i>This is pursuant to current California law.</i>	Article VI, Section 3	Does not address notice of executive session meetings.
Article 7, Section 7.7	Directors may participate in meetings via teleconference. Members can attend the portion of a teleconference meeting that is open to Members and at least 1 Board member or designated representative must be physically present, unless gathering in person is unsafe or impossible as defined in Civil Code Section 5450(a).	Article VI	No similar provision.
Article 7, Section 7.12	Only emergency action can be taken without a Board meeting, if all Board members consent in writing to take the action. <i>This is pursuant to California law.</i>	Article VI, Section 10	Any action that can be taken by the Board can be taken without a meeting by unanimous written consent. <i>This is not in conformance with California law.</i>
Article 8	Officers	Article VII	Officers
Article 9	Committees	None	No Separate Article
Article 10	Association Records and Documents	Article VIII	Miscellaneous
Article 10, Section 10.3(B)	The Assessment and reserve funding disclosure summary must be prepared annually. <i>This is required by current California law.</i>	Article VIII	No similar provision.

Article & Section Reference	<u>RESTATED BYLAWS</u> Summary of Provision	Article & Section Reference	<u>CURRENT BYLAWS</u> Summary of Provision
Article 10, Section 10.3(D)	An Annual Policy Statement shall be prepared within 30 to 90 days before the end of the fiscal year and shall include designation of person to receive documents from Members, statement regarding secondary addresses for Members, location where General Notices will be posted, assessment collection policy, monetary fine schedule and enforcement policy, summary of dispute resolution proceedings, etc. <i>This is required by current California law.</i>	Article VIII, Section 6	A statement of the Association's policies and practices in enforcing its remedies for default in assessment payments must be distributed to Members not less than 30 days, nor more than 90 days prior to the beginning of the Association's fiscal year.
Article 10, Section 10.4	Delivery of the Annual Budget Report and Annual Policy Statement, or summary of those documents must be sent to the Members by Individual Delivery within 30 to 90 days before the end of the fiscal year. <i>This is required by current California law.</i>	Article VIII, Section 6	Does not include required delivery method.
Article 11	Indemnification	Article IX	Indemnification
Article 12	Amendments	Article X	Amendments
Article 13	General Provisions	None	No Separate Article