

ORIGINAL

BYLAWS
OF
TIMBERLINE PARK OF ASSOCIATION OF LOT OWNERS

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BYLAWS
OF
TIMBERLINE PARK OF ASSOCIATION OF LOT OWNERS

ARTICLE I

NAME AND LOCATION

The name of the corporation is the TIMBERLINE PARK ASSOCIATION OF LOT OWNERS, hereinafter referred to as the "Association". The principal office of the corporation shall be located at 1800 - 112th Avenue N.E., Suite 210W, Bellevue, Washington 98004, and the registered agent shall be Gary Randall. Meetings of members and directors may be held at such places within King County as may be designated by the Board of Directors.

ARTICLE II

ASSENT

All present and future owners, tenants and more occupants in the subdivision are subject to the rules and regulations of the Bylaws. The mere act of occupancy of any of the dwellings in the subdivision constitutes ratification of these Bylaws.

ARTICLE III

DEFINITIONS

§1 "Association" shall mean and refer to the TIMBERLINE PARK ASSOCIATION OF LOT OWNERS, its successors and assigns.

§2 "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may be brought within the jurisdiction of the Association.

§3 "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owner.

§4 "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area and Tracts E,F,G,H, and I.

§5 "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is part of the Properties, including contract sellers, but excluding those having interest merely as security for the performance of an obligation.

§6 "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the office of King County Records, recording #8412140443.

§7 "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE IV

ASSOCIATION MEETINGS

§1 Annual meeting: The regular annual meeting of the members shall be held in mid October at the hour of 7:30 p.m., upon a minimum of thirty (30) days notice to members.

§2 Special meetings: Special meetings of the members may be called at any time by the president or by the Board of Directors or upon written request of 1/4 of all members who are entitled to vote.

§3 Notice of Meetings: Written notice of each meeting of the members shall be given by or at the direction of the secretary or such person delegated by the secretary by mailing or delivering a copy of such notice to each member not less than ten days nor more than fifty days before such meetings to each member entitled to vote at the address appearing on the books of the Association for each member, except as to the annual meeting of the Association which requires a minimum of thirty (30) days notice. Notice of meetings shall specify the place, date, hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

§4 Quorum: A quorum consists of the presence or proxies of 40% of the total votes entitled to be cast for any action except as otherwise provided in the Articles of

Incorporation, or the Declaration or by these Bylaws. If a quorum is not obtained at the meeting, the members present at the meeting have the power to continue the meeting upon a minimum of three days notice. At the continued meeting a quorum constitutes 25% of the votes entitled to the cast or proxies entitled to be cast for any action except as otherwise provided in the Articles of Incorporation, the Declaration or by these Bylaws.

§5 Proxies: At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing, and must be witnessed or acknowledged, and filed with the secretary before the meeting is commenced. Every proxy shall be revocable and shall automatically cease upon conveyance of the Lot by the member.

§6 Voting by Mail: The Board may decide that voting of the members shall be by mail with respect to any particular election of the Board or with respect to adoption of any proposed amendment to the Declaration or Bylaws, or with respect to any other matter for which approval by owners is required by the Declaration or Bylaws, in accordance with the following procedure:

(a) In case of election of Board members by mail, the existing Board members shall advise the secretary in writing of the names of proposed Board members sufficient to constitute a full Board and of a date at least 50 days after such advice is given by which all votes are to be received. The secretary within 5 days after such advice is given shall give written notice of the number of Board members to be elected and the names of all the nominees to all members entitled to vote. The notice shall state that any such owner may nominate an additional candidate or candidates, not to exceed the number of Board members to be elected, by notice in writing to the secretary at the specified address of the principal office of the Association, to be received on or before a specified date 15 days from the date the notice is given by the secretary. Within 5 days after such specified date the secretary shall give written notice to all owners of a membership, stating the number of Board members to be elected, stating the names of all persons nominated by the Board and by the members on or before said specified date, stating that each owner may cast a vote by mail and stating the date

established by the Board by which such votes must be received by the secretary at the address of the principal office of the Association, which shall be specified in the notice. Votes received after that date shall not be effective. All persons elected as Board members pursuant to such an election by mail by receipt of the number of votes required by applicable law shall take office effective on the date specified in the notice for receipt of such votes.

(b) In the case of a vote by mail relating to any other matter, the secretary shall give written notice to all owners of each membership which notice shall include a proposed written resolution setting forth a description of the proposed action, and shall state that such persons are entitled to vote by mail for or against such proposal and stating a date not less than 20 days after the date such notice shall have been given on or before which all votes must be received and stating that they must be sent to the specified address of the principal office of the Association. Votes received after that date shall not be effective. Any such proposal shall be adopted if approved by the affirmative vote of not less than a majority of the votes entitled to be cast on such question, unless a greater or lesser voting requirement is established by the Declaration or Bylaws for the matter in question.

(c) Delivery of a vote in writing to the principal office of the Association shall be equivalent to receipt of a vote by mail at such address for the purpose of this section.

§7 Order of Business: The order of business at all meetings of the members shall be as follows:

- (a) Roll call.
- (b) Proof of Notice of meeting or Waiver of Notice.
- (c) Reading of minutes of preceding meeting.
- (d) Reports of officers.
- (e) Reports of committees.
- (f) Election of Board members at annual meeting only.
- (g) Unfinished business.
- (h) New business.

ARTICLE V

BOARD OF DIRECTORS, SELECTION, TERM OF OFFICE

§1 Number: The affairs of the Association shall be managed by the Board of Directors. The Board of Directors shall consist of minimum three and maximum of five members. The number of directors shall be fixed by these Bylaws and may be increased or decreased from time to time in a manner specified herein. Each director shall be elected to a specific position and will hold such position as Officer of the Association simultaneously with the position of director. There shall be an election in April 1987 for Board of Directors for a six month term. Thereafter, all subsequent elections for Board of Directors shall be held during the annual meeting of the membership for a term of office of one year.

§2 Removal: Any director may be removed from the Board, with or without cause, by a majority vote of the members entitled to vote of the Association. The members shall elect a successor to fill the vacancy thus created. Automatically upon removal, in the event of death, incapacity, sale of the Lot, resignation of a director, the successor shall be selected by a majority vote of the remaining members of the Board and shall serve the unexpired term of the predecessor.

§3 Compensation: No director shall receive compensation for any service rendered to the Association, however, any director may be reimbursed for actual and reasonable expenses incurred in the performance of the duties of that office.

§4 Action Taken Without a Meeting: The director shall have the right to take any action in the absence of a meeting of the Board, which they could take at a meeting by obtaining the written approval of all directors. Any action so approved shall have the same effect as though taken at a meeting of the directors. Any Board member may waive notice of a meeting of the Board of Directors.

§5 Residence: All directors are required to be owners, entitled to vote, and have a principal place of residence in Timberline Park unless affirmatively waived by a vote of three fourths of the total members.

ARTICLE VI

NOMINATION AND ELECTION OF DIRECTORS

§1 Nomination: Beginning April 1987 nominations for election to the Board of Directors shall be made by a Nomination Committee. Nominations may also be made from the floor at the April 1987 meeting and thereafter at the annual meeting. The Nominating Committee shall consist of a Chair, who shall be a member of the Board of Directors, and two or more members of the Association. The Nomination Committee shall be appointed by the Board of Directors prior to each meeting to serve from the close of the annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board as in its discretion is needed, but not less than the number of vacancies that are to be filled. Such nominations must be made from among members.

§2 Election: Election to the Board of Directors shall be by secret written ballot. Each office shall be filled upon a plurality vote, if a quorum has been attained.

ARTICLE VII

MEETING OF DIRECTORS

§1 Regular Meetings: Regular meetings of the Board of Directors shall be held bi-monthly without notice, at such place and hour as may be fixed by resolution of the Board.

§2 Special Meetings: Special meetings of the Board of Directors shall be held when called by the president of the Association or by any three directors, after not less than three days notice to each director.

§3 Quorum: The majority of the directors shall constitute a quorum for the transaction of business of the Board. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VIII

POWERS AND DUTIES OF BOARD OF DIRECTORS

§1 Powers: The Board of Directors shall have power to:

- (a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties forwith the infraction thereof;
- (b) Suspend the voting rights and right to use the recreational facilities and amenities of a member during any period in which such member shall be in default in payment in any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 120 days for infraction of published rules and regulations;
- (c) Exercise on behalf of the Association all power, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of the Articles, the Declaration, or these Bylaws;
- (d) Declare the office of a member of Board of Directors to be vacant in the event such member shall be absent from two consecutive regular meetings of the Board of Directors; and
- (e) Employ a manager, an independent contractor, or such other employees as they deem necessary and to prescribe their duties.

§2 Duties: It shall be the duty of the Board of Directors to:

- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting when such statement is requested in writing by 20% of the members who are entitled to vote;

(b) Supervise all officers, agents and employees of this Association and to see that their duties are properly performed;

(c) As more fully provided in the Declaration, to:

1. Fix the amount of the annual assessment against each Lot at least thirty days in advance of each annual assessment period;

2. Send written notice of each assessment to every Owner at least thirty days in advance of each annual assessment period;

3. Foreclose the lien against any property for which assessments are not paid within thirty days after due date or to bring an action at law against the owner personally obligated to pay the assessment.

(d) Issue, or cause an officer to issue upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain adequate liability and hazard insurance on the property owned by the Association;

(f) Cause all officers or employees having fiscal responsibilities to be bonded, as in its discretion it deems appropriate;

(g) Cause Common Areas to be maintained.

ARTICLE IX

OFFICERS AND THEIR DUTIES

§1 Enumeration of Officers: The officers of this Association shall be president, vice-president, secretary, treasurer, chair of the architectural control committee. The Board of Directors may increase the numbers of officers by resolution of the Board, however, these additional officers are not directors. Each of the five officers shall at all times be members of the Board of Directors and thus hold dual capacity positions.

§2 Election of Officers: Election of officers shall take place at the April 1987 meeting and thereafter at the annual meeting of the membership in the same fashion as provided in these Bylaws for that of director. The office of vice-president may be combined with any one other office except that of president. The office of secretary and treasurer may be combined. The positions of president, secretary, and chair of the architectural control committee must be filled at all times.

§3 Term: Officers of this Association shall be elected annually at the annual membership meeting unless they resign or are removed or otherwise disqualified to serve, except those officers/directors elected at the August 1986 and April 1987 meetings, who shall serve terms of approximately six months.

§4 Special Appointments: The Board may appoint such other "special" officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board, from time to time determine and authorize.

§5 Resignation and Removal: Any officer may be removed in the same manner as removal of a member of the Board of Directors. Any officer may resign at any time upon giving written notice to the Board, the president or the secretary. Resignation shall take effect on the date of receipt of the notice or any later date specified in the notice, unless otherwise specified, acceptance of such resignation shall not be necessary to make it effective.

§6 Vacancies: A vacancy in any office may be filled in the same manner as filling a member of the Board of Directors.

§7 Multiple Offices: Except as previously specified in Article VIII, no person shall simultaneously hold more than one of any office except in the case of "special" offices created pursuant to §4 of this Article.

§8 Duties: The duties of the officers are as follows:

PRESIDENT

(a) The president shall be the executive officer and shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and

promissory notes; shall enforce all regulations relating to the administration of the Association, and shall have all powers and duties usually vested in the presidency of non-profit associations.

VICE-PRESIDENT

(b) The vice-president shall act in place instead of the president when the president is absent, unable or refuses to act, and shall exercise and discharge such other duties as may be required by the Board.

SECRETARY

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board. The addresses of the members shall be open to inspection at reasonable times and places to all members.

TREASURER

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of accounts; cause an annual audit of the Association books to be made at the completion of each fiscal year; and shall prepare an annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting; and make available to the membership the books at the annual meeting. The treasurer shall be prepared to make a report on the condition of the treasury at each meeting of the Board of Directors.

CHAIR OF ARCHITECTURAL CONTROL COMMITTEE

(e) The chair shall have the authority to call meetings of the Committee and the authority specified and reasonably necessary to carry out the duties contained in the C.C.R's and Articles. The chair shall cause to be prepared by the Committee a list of proscribed conduct, and activities and limitation upon changes regarding landscaping; noise; painting; remodeling; use of any structure; fence; permanent objects; parking and storage, within the Plat, including the Common Areas, and may set reasonable fines and penalties and informal appeal procedures for violation of the rules set by the Committee with the advice and consent of the Board.

ARTICLE X

COMMITTEES

\$1 The Association shall appoint an Architectural control Committee, as provided in the Declaration and a Nominating Committee as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose and set the terms and duties of said committees as it deems appropriate.

\$2 All committee meetings shall be subject to the call of the chair of the respective committee or of the president of the Association.

ARTICLE XI

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, upon written request of at least 48 hours notice during reasonable times, be subject to inspection by any member. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall be available for inspection in the same manner by any member and copies may be provided at reasonable cost upon a member's request.

ARTICLE XII

ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay the Association's annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid in full within thirty days after the due date, then the assessment shall bear interest from the date of delinquency at the rate of 12% per year and the Association may bring an action at law against the Owner personally obligated to pay the assessment or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of the Lot owned by the member.

ARTICLE XIII

CORPORATE SEAL

The Association shall determine whether a corporate seal is necessary, and if it is deemed necessary, it shall be in circular form having the title of the Association within the seal.

ARTICLE XIV

AMENDMENTS

§1 These Bylaws may be amended for purposes not inconsistent with the Covenants, Conditions, and Restrictions, and the Articles of Incorporation, adopted at a regular or special meeting of the members for this purpose, upon a minimum of ten days notice, by affirmative vote of ~~60%~~ of the total members eligible to vote, and upon attaining a quorum at the meeting.

§2 In case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XV

INDEMNIFICATION

To the full extent permitted by the Washington Non-Profit Corporation Act, each member of the Board of Directors and each officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed in connection with any proceeding that the officer or director may be a party, or which the officer or director may become involved, by reason of having held such position, whether or not the person holds such position at the time such expenses or liabilities are incurred, except to the extent that such expenses and liabilities are covered by insurance, and except in such circumstances where the person is adjudged guilty of misfeasance in performance of the duties of the office; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approve such settlement and reimbursement as being in the best interest of the Association.

ARTICLE XVI

MISCELLANEOUS

§1 The fiscal year of the Association shall be a calendar year.

§2 Procedure: In all meetings of the members of the Association, and of the Board of Directors, Roberts Rules of Order of Parliamentary Procedure (Revised) shall be used to conduct the meetings unless otherwise provided in these Bylaws.

§3 All committee members, whether appointed or volunteer, are deemed to have resigned at the expiration of the term of the Board of Directors/Officers.

§4 It shall be the duty of the Board of Directors/Officers to take the initiative in determining the policies of the Association. It shall be the duty of the Board/Officers to take charge, control and manage all personal property belonging to the Association. They shall keep a record of their proceedings and make a report of their meetings at the next regular meeting of the general membership.

§5 It is the obligation of members to observe, promote, and cooperate with the purposes of the Bylaws and comply with provisions of the CCR's, and Articles of Incorporation.

IN WITNESS WHEREOF, we, being all the directors of Timberline Park Association of Lot Owners, have signed this Bylaws on the 17th day of October, 1986.

John E. Johnson

STATE OF WASHINGTON)) SS.
COUNTY OF)

Notary Public in and for the
State of Washington residing
at _____

My appointment expires _____