

BY-LAWS OF TEMPO LAKE GLADE ASSOCIATION

ARTICLE I.

MEMBERSHIP

Section 1. Any person, partnership, firm or corporation who owns a lot or lots in Tempo Lake Glade, an addition to Thurston County, Washington, shall be eligible for active membership in the corporation. All persons, partnerships, firms or corporations who are buying lots on contract shall be construed to be the owner of said lots insofar as eligibility for membership in this association is concerned.

Section 2. The corporation shall issue membership certificates which shall show the name of the member to whom said certificate is issued and will contain a description of the lot that is owned by said member.

Section 3. The owner of each membership certificate shall be entitled to one vote for each such membership certificate issued in his name on the books of the corporation. Nothing contained herein shall prevent one person, partnership, firm or corporation from owning more than one such membership certificate.

Section 4. The interest of the holder of each membership certificate shall be equal to that of the holder of any other membership certificate.

Section 5. Membership may be terminated by dropping, expulsion, or for non-payment of dues. In the event of the non-payment of dues by a member, the unpaid dues of said member shall constitute a lien against the property owned by said member.

Section 6. Dues shall be paid by each member of the corporation in such amounts and at such times as may be determined from time to time by the Board of Trustees.

Section 7. Membership certificates shall be assignable

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only upon the sale or contract of sale of the lot described therein, in which event the owner of such certificate shall assign the same to the purchaser of said lot.

Section 8. Upon the termination of a membership of any member by dropping or expulsion or for the non-payment of dues, the interest of such member in the corporation and its property shall absolutely cease and be terminated, and he shall have no further interest in said corporation or in its assets.

## ARTICLE II.

### MEETINGS OF MEMBERS

Section 1. The annual meeting of the members of this corporation for the election of trustees and for the transaction of such other business as may properly come before such meeting shall be held on the second Saturday of May each year at such place as the board of trustees shall designate. The first annual meeting of the members shall be held on the 16th day of September, 1961.

Section 2. Special meetings of the members may be called at any time by the president or upon the majority vote of the board of trustees or upon the written request of fifty per cent of the active members of the corporation.

Section 3. Notice of the time and place of the annual meeting of the members shall be mailed at least ten days prior to the date of holding the same to each member at his last known address. Notice of the time and place and purpose of any special meeting of members shall be sent to each member at his last known address at least forty-eight hours prior to the date of such meeting. Such notice may be given by mail, messenger or telephone. Any member may waive notice of any meeting of the members, annual or special.

Section 4. Except as otherwise herein specified, the majority of the members shall constitute a quorum at any meeting

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of the members.

### ARTICLE III.

#### BOARD OF TRUSTEES

Section 1. The affairs of the corporation shall be managed by a board of trustees consisting of three members, who shall be elected from among the members of the corporation.

Section 2. Trustees shall be elected at the annual meeting of the members.

Section 3. The first board of trustees designated in the Articles of Incorporation shall serve until the 16th day of September, 1961 and until their successors are elected and qualified. The trustees elected thereafter shall take office upon election and shall serve until the next annual meeting of members and until their successors are elected and qualified or until death, resignation, or removal for cause.

Section 4. Any trustee may be removed from office by a two-thirds vote of the members of the corporation at a special meeting of the members called for such purpose.

Section 5. Any vacancy in the board of trustees caused by death, resignation, removal, or otherwise shall be filled by the board of trustees, and such appointee shall serve until the next annual meeting of the members and his successor has been duly elected and qualified.

Section 6. The board of trustees may, by resolution, fix a time and place for regular meetings of the board, which may thereupon be held without further notice. Special meetings of the board of trustees may be called at any time by the president or a majority of the board or upon one day's written or oral notice giving the time, place and purpose of the meeting. Any trustee may waive notice of time and place of any meeting.

Section 7. No compensation shall be paid to any trustee or any officer of the corporation for his services as such.

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Section 8. If the number of trustees shall be increased as permitted in the Articles of Incorporation, such additional trustee or trustees shall be elected at a special meeting of the members called for such purpose, unless such increase shall be provided for at an annual meeting of the members, in which event such additional trustee or trustees shall be elected by the annual meeting of the members in the same manner as the trustees previously provided for are elected.

Section 9. A majority of the board of trustees shall constitute a quorum. Any meeting at which a quorum is not present may be adjourned from time to time until a quorum is present.

Section 10. The board of trustees shall have the following powers and duties:

- (a) To authorize the expenditure of funds of the corporation.
- (b) To approve budgets.
- (c) To make, execute and deliver contracts on behalf of the corporation.
- (d) To elect all officers of the corporation.
- (e) Subject to the final will of the membership, to manage, control and operate the affairs of the corporation.
- (f) To conduct all lawful business on behalf of the corporation not inconsistent with the Articles of Incorporation, these by-laws, or the laws of the State of Washington.
- (g) Subject to the provisions of these by-laws, to fix the duties and authority of the officers and employees of the corporation.

#### ARTICLE IV.

##### OFFICERS

Section 1. The board of trustees shall at their first



meeting elect the following officers to serve until the first annual meeting of the members: president, vice president, secretary and treasurer, provided that the office of secretary and treasurer may be combined in one and one person may be elected to hold both offices. Thereafter the board of trustees elected at each annual meeting of the members shall promptly after their election meet and elect officers to fill the offices above set forth for the period of one year and until their successors are duly elected and qualified.

Section 2. Any officer may be removed from office by the majority vote of the board of trustees.

Section 3. Any vacancy in any office may be filled by the board of trustees for the unexpired term.

Section 4. None of the officers provided for in Section 1 of this article shall receive any compensation for their services as such.

Section 5. All of the officers provided for in Section 1 of this article shall be elected from among the trustees.

Section 6. In addition to the officers named in Section 1 of this article, the board of trustees may create such other offices as it may deem advisable and fill the same.

Section 7. The president shall preside at all meetings of the board of trustees and of the members, and he may call meetings of the board of trustees and of the members at any time. He shall sign all contracts and other instruments on behalf of the corporation and shall discharge such other duties and may perform such other acts as these by-laws or the board of trustees may prescribe. The president shall be the chief executive officer of the corporation. He shall see that all orders and resolutions of the board are carried into effect. He shall have the general power and duties of supervision and management usually vested in the office of president of a corporation.

Section 8. In the absence of the president or in the event of his inability to act, the vice president shall have the powers and perform the duties of the president.

Section 9. The secretary shall counter-sign all contracts and other instruments on behalf of the corporation, and he shall keep a register of the membership. He shall keep minutes of all meetings of the board of trustees and of the members and shall perform such other duties as the board of trustees may prescribe. He shall keep in safe custody the seal of the corporation, and when authorized by the board, affix the same to any instrument required.

Section 10. The treasurer shall receive, collect and account for all monies received by the corporation. He shall collect membership fees and dues and shall install a proper system of accounting. He shall present a complete financial statement at the annual meeting of the members and at such other times as may be required by the board of trustees. He shall perform such other duties as the board of trustees may prescribe.

#### ARTICLE V.

##### CORPORATE FUNDS

Section 1. The board of trustees may, in its discretion, create and build up a surplus fund to carry on the purposes of the corporation. The amount of such surplus fund shall be left to the discretion of the board of trustees.

Section 2. The use and expenditure of the corporate funds shall be vested in the board of trustees.

Section 3. In the event that the corporation is at any time dissolved voluntarily or involuntarily, all assets of the corporation, after all indebtedness has been paid, shall be distributed among all of the members in good standing at the date of dissolution in the proportion that such members have contributed to the corporation.

ARTICLE VI.

POWERS OF THE CORPORATION

Section.1. This corporation shall not engage in business or trade for profit nor enter into any agreement or combination in restraint of trade or fix or establish the price of any commodity or limit or regulate the production or distribution of any commodity, but shall have the powers now or hereafter vested in it by the Articles of Incorporation and the laws of the State of Washington.

ARTICLE VII.

AMENDMENTS

Section 1. The Articles of Incorporation may be altered, modified, enlarged or diminished by the members in accordance with the laws of the State of Washington.

Section 2. These by-laws may be modified, added to or amended at any meeting of the members upon a majority vote of all the members at any annual meeting or at any special meeting of members called for such purpose, and in the call for which meeting the proposed change or changes are specifically set forth.



STATE OF WASHINGTON  
COUNTY OF THURSTON

} ss.

On this day personally appeared before me Byron E. Perkins, Loralee Perkins, Albert W. Pierce, Arthur M. Ritchie, and Edna B. Ritchie, to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged that they signed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

Given under my hand and official seal this 7th day of June, 1961.

By \_\_\_\_\_  
Notary Public in and for the State of  
Washington, residing at Olympia therein.

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