

BYLAWS  
OF  
TANGLEWILDE RECREATION CENTER

ARTICLE I

The Tanglewilde Recreation Center is a nonprofit corporation, organized and existing under and by virtue of the laws of the State of Washington, with respect to nonprofit, nonstock corporations. It has been formed and shall exist for the sole purpose of providing educational and recreational programs and facilities to the members of the corporation as hereinafter defined, and to others in accordance with the provisions of the bylaws hereinafter set forth, and as such bylaws may be lawfully amended hereafter from time to time.

ARTICLE II

Trustees- Officers

The business and affairs of the corporation shall be managed by a Board of Trustees consisting of ~~seven~~ **five (5)** of the members of the corporation. The trustee shall be elected at each annual meeting for a term of three (3) years each. They will serve until their respective successors have been elected and have qualified, but provision shall be made for the election of approximately one-third (1/3) of the Board of Trustees each year. The Trustees at their first meeting following each election shall elect a president, vice president, secretary, and a treasurer; **provided however, that these officers may be elected at the annual meeting if a majority of voting members present are in agreement.** The offices of secretary and treasurer may be combined in the discretion of the Trustees, ~~however.~~ These officers may be elected from the members of the Board or any other member of the corporation not a member of the Board may be elected as an officer of the corporation.

Meetings of the Board shall be provided over by the president, or in ~~his~~ **their** absence by the vice president. ~~If the president or vice president presiding shall not be a member of the Board of Trustees, he shall not have a vote at any Trustees meeting except in the case of a tie.~~ **Four Three (3)** members of the Board shall constitute a quorum to consider and do business.

Any vacancies occurring in the Board of Trustees, in any of the offices, shall be filled by the Board, the appointee to such office to hold office until the next annual meeting of the members and until **their** ~~his~~ successor is elected and qualified. **Any vacancy on the Board may be filled by a majority of the Trustees then in office, whether or not the number of Trustees then in office is less than a quorum.** The president, or in **their** ~~his~~ absence, the vice president, shall preside at all meetings of the members. The president shall have such powers and duties as are conferred upon him by the Board consistent with the provisions of these bylaws. The treasurer shall sign and issue all checks of the corporation and keep necessary financial records. All checks will be countersigned by a designated Board member. The secretary shall make a recording of the meetings of the members and of the Board of Trustees, and shall perform such other duties as may be required by the Board. The treasurer shall maintain such separate funds and accounts as may be required by the Board of Trustees. The treasurer shall render an accounting to the Board and to the members of the corporation whenever called upon to do so, and at least once each year at the annual meeting of the members. **The Board of Trustees may contract for bookkeeping services to**

**handle duties of the treasurer described herein, consistent with other provisions of these bylaws and any policies adopted by the Board.**

### ARTICLE III

#### Powers and Duties of Trustees

The Board of Trustees shall have complete control and management of the affairs of the corporation and of all its properties, both real and personal. It may, if it sees fit, employ a manager for any and all of its properties, programs and facilities, and fix the compensation of such a manager. The Board of Trustees may incur indebtedness, if necessary, for the maintenance and operation of the corporation, as properties and facilities, and shall prescribe rules and regulations for the use of all said properties and facilities and for the maintenance and operation thereof.

#### Members

The adult occupants of single family homes on the various lots or otherwise described parcels of land located within and being part of the Tanglewilde Addition to Thurston County, as such Addition is hereinafter described, and the owners of other lots or parcels of land separately described in hereafter made a part of the aforesaid Tanglewilde Addition, shall constitute the membership of this corporation under the terms and conditions of its bylaws as they may exist from time to time, and under any rules or regulations lawfully adopted by the Board of Trustees for the operation of the business of the said corporation.

The Tanglewilde Addition to Thurston County consists of: single family residence fronting on the following streets: Husky Way between Kinwood and Trailblazer, all of Bobcat, and the following one-block cul de sacs off Husky Way and Bobcat: Thunderbird and Thunderbird Court, Ram and Ram Court, Trojan, Penguin, Grizzly, Gator Court and Husky Court, all of 4th Way, 4th Court, Warrior, Viking, Bulldog, 5th Court, sixth Avenue, Cougar, Wildcat, Logger and Spartan, 5th Avenue, Titan Drive and the one-block cul de sacs Titus, Laker, and Titan Court; all houses on Seahawk north of lot 1 of Tanglewilde Division nine; all of Ranger Drive from Pacific Avenue to 3<sup>rd</sup>; School Way south of Husky Way; Choker south of Husky Way and Trailblazer south of 4th Court as these streets are developed and open for traffic on June 1, 1983.

Hereafter the adult occupants of a single-family home on any lot, parcel or tract of any of the above described land within the Tanglewilde Addition aforesaid or the owner of any lot, parcel **or** tract of sufficient size and dimension to sustain a residence shall be entitled to membership in this corporation by agreement to conform to and abide by the rules, regulations and bylaws of the corporation lawfully enacted and adopted heretofore and hereafter from time to time, and by agreement to pay in full the periodic charges, costs or assessments which hereafter may be lawfully levied against him for the operation, maintenance, improvement or extension of the educational and recreational programs of this corporation, and of its properties, both real and personal, used or held in connection therewith.

### ARTICLE V

#### Meetings

An annual meeting of the membership shall be held on the fourth Wednesday in February of each year. Each member shall have one vote but not to exceed two votes for the adult occupants of any residence or owners of any undeveloped lot or parcel. All questions shall be determined by a majority vote of the members at the meeting. Members may issue proxies to other members, but if a proxy is issued, a notice of the proxy must be given to the secretary at least one week prior to the annual meeting. The Trustees shall meet at such times as called together by the president. A meeting of the Trustees may be called at any time by three or more Trustees. Notice of Special or Annual meetings shall be sent **or provided** to members at their last known address and published **on the webpage and/or other electronic media** in newspapers printed in the English language and of general circulation in northern Thurston County once a week for two successive weeks (in each instance on any day of the week) immediately prior to **the at least two weeks prior to the annual or special meeting** shall convene.

***Except as otherwise restricted by these bylaws and applicable state laws and regulations, annual meetings, special meetings, and meetings of the Board of Trustees may be conducted by telephonic, video, or other conferencing processes, if: The meeting notice states the conferencing process to be used and provides information explaining how members may participate in the conference directly or by meeting at a central location or conference connection and the process provides all members the opportunity to hear or perceive the discussion and to comment. The Board of Trustees may adopt policies and procedures for governing the conduct of such meetings. A Board member shall be considered present at any meeting of the Board if during the meeting he or she is present via telephone or web conferencing with the other board members participating in the meeting.***

## ARTICLE VI

### Assessments, Charges and Other Levies

~~It shall be the purpose of the corporation to furnish to the members thereof and to others, from time to time designated by the bylaws of the corporation, educational and recreational programs and facilities. Dues shall be fixed or assessments and charges shall be levied by the Board of Trustees or by the membership, as the case may be, at such amount as will pay all of the actual cost of such programs and of the maintenance and operations of the properties and facilities of the corporation. The dues, assessments, charges, etc., shall be fixed by the Board of Trustees from time to time. If a majority of the members are not satisfied with the amounts thereof as fixed by the Board, such levies may be fixed and determined by a majority of the members represented by any meeting especially called for such purpose upon written notice as above provided in these bylaws. All dues, charges, assessments or other levies shall be deemed delinquent if not paid within thirty (30) days following the due date designated by the Board.~~

~~The Board of Trustees, in fixing the dues, charges, assessments or other levies, shall provide for the due date thereof and notify each member of such amount and such date.~~

***It shall be the purpose of the corporation to furnish to the members thereof and to others, educational and recreational programs and facilities. These may include, but are not limited to, fees and charges for swimming lessons, pool memberships, day use fees, pool rentals, and park facility rentals, etc. Fees for such programs and use of facilities shall be fixed by the Board of Trustees at such amount as will pay the estimated actual cost of such programs and of the maintenance and operations of the properties***

***and facilities of the corporation. All fees and charges levied will be used for these express purposes and no others, unless a majority of members present at the annual meeting, or a special meeting called expressly for the purpose of considering novel expenditures, votes it so.***

#### ARTICLE VII

##### Expenditures

All expenditures of the corporation shall be entirely within the control and discretion of the Board of Trustees; Provided, however, that no expenditure ***not previously approved in the budget, as adopted or amended,*** involving in excess of ~~TWO THOUSAND (\$2,000) DOLLARS~~ ***TEN THOUSAND (\$10,000) DOLLARS*** shall be made for any single purpose unless all members are given not less than five (5) days written ***or electronic*** notice in advance of any meeting of the Trustees wherein any such expenditure is to be authorized.

The provisions of this article shall never be construed so as to preclude any expenditures for reoccurring charges for operation or maintenance of the real and personal properties of the corporation.

#### ARTICLE VIII

##### Alterations and Amendments

No alterations or amendments to the bylaws of this corporation shall be made except by a vote of two thirds (2/3) of the members present at any regular meeting or special meeting of the members.

The foregoing bylaws were adopted at the regular annual meeting of the members of the ~~company~~ ***corporation*** held on the ~~22nd~~ ***23rd*** day of February ~~1984~~ ***2022***.