

**BYLAWS  
OF  
KINGSGATE HIGHLANDS, DIVISIONS NUMBER ONE  
AND NUMBER TWO, HOMES ASSOCIATION**

**ARTICLE I**

Definitions

Section 1. The words "said property" as used in these Bylaws shall have the meaning assigned thereto in the Articles of Incorporation.

Section 2. The words "dwelling house site" as used in these Bylaws shall have the meaning assigned thereto in the Articles of Incorporation.

Section 3. The word "membership" shall have the meaning assigned thereto in the Articles of Incorporation.

**ARTICLE II  
(Revised 3-6-67)**

Rights and Privileges

Section 1. The rights and privileges of membership and the right to enjoy and use the properties and facilities of the Association shall be restricted and limited to the members. The terms and conditions of membership henceforth shall be as follows:

- (a) One membership shall exist for each dwelling house site in said property. A membership shall exist for each site whether or not improved with a dwelling and specifically shall exist for each such site while owned by the developers of said property or their successors.
- (b) A dwelling house site shall mean a platted lot in said property but if one or more fractional platted lots are devoted to a single dwelling house, the actual dwelling house site composed of such fractional lot or lots shall be deemed a dwelling house site.
- (c) The voting power of any membership shall be exercised by concurrence of all parties in interest in any dwelling house site. Owners as joint tenants or tenants in common shall exercise together a single vote, but the Bylaws may prescribe that a contract purchaser of record in the absence of a contrary written notice to the Secretary of the Association may exercise such membership vote without the concurrence of the vendor. A mortgage, lien claimant or titleholder for security only shall not be deemed a party in interest or be entitled to a membership right or vote.
- (d) Each membership shall be entitle to one vote, the intention being that there shall be one voting membership for each dwelling house site in said property.

- (e) The privileges, rights, duties and obligations of membership in respect to Association property and activities shall be as prescribed in the Bylaws. The privileges, rights, duties and obligations of spouses, children, guests, tenants and others shall be as defined in the Bylaws.
- (f) Subject to the power of the Association to restrict or terminate membership rights, privileges or obligations, the membership with respect to an owner of record or purchaser of by contract of record of a dwelling house site in said property shall remain in effect so long as said owner or purchaser remains an owner or purchaser of a dwelling house site within said property. Upon transfer of a dwelling house site, the transferee shall automatically acquire membership rights, privileges and obligations, and shall become fully subject to the power of the Association to collect funds for the expenses of the Association pursuant to Article V, paragraph (h) of the Articles of Incorporation, regardless of whether the membership of the transferor had been terminated for any reason. Notwithstanding this paragraph, the Association may assess and collect from the transferee any charges and assessments, which were due and unpaid by the transferor at the time of transfer, and restrict privileges of membership for nonpayment. No membership or obligation to pay charges and assessments of the Association may be terminated, except as expressly set forth herein, or in the Articles of Incorporation of the Association or resolutions of the Board of Trustees adopted from time to time.
- (g) A membership delinquent in the payment of charges, assessments or dues levied by the Association in its regular course of operations shall be subject to such limitations, restrictions, sanctions, penalties, suspension and termination as may be prescribed from time to time in regulations governing assessments and dues prescribed by the Board of Trustees.
- (h) No membership shall be transferable except as an incident to the transfer of the dwelling house site to which it is appurtenant.

### **ARTICLE III**

#### **Voting**

Section 1. The voting power of the membership of this corporation shall be as set forth in the preceding article concerning membership.

### **ARTICLE IV**

#### **Property Rights**

Section 1. Each member shall be entitled to the use and enjoyment of the recreational facilities in Tract 3. Any member may delegate his rights of enjoyment of Tract 3 and facilities to the members of his family, his tenants or contract purchasers, who reside on the property. Such member shall notify the Secretary in writing of the

identity by name and the eligibility of any such person to whom such privileges are delegated.

## **ARTICLE V**

### **Corporate Powers**

Section 1. A Board of Trustees shall manage the affairs of this corporation. The number of trustees shall be eight. By amendment of the Bylaws, the number of trustees may be reduced to not less than five or increased to not more than fifteen.

Section 2. Five members of the Board of Trustees shall constitute a quorum.

## **ARTICLE VI**

### **Election of Board of Trustees**

Section 1. Unless otherwise provided by the Bylaws of this corporation, the trustees, other than those named in the Articles of Incorporation, shall be elected at the annual meeting of the membership, and shall hold office until their successors are elected. Vacancies in the Board of Trustees shall be filled by vote of the remaining trustees as contemplated by Article VII.

Section 2. Members of the Board of Trustees may be elected and removed by a majority vote of the membership.

Section 3. The term of office of members of the Board of Trustees shall be two years; four to be elected each year at the annual membership meeting.

## **ARTICLE VII**

### **Vacancies**

Section 1. Vacancies on the Board of Trustees shall be filled by a majority of the remaining trustees though less than a quorum and each trustee so elected shall hold office until his successor for the unexpired term is elected at the next annual meeting or at a special meeting called for the purpose. If any trustee at any time tenders his resignation to the Board of Trustees, the Board of Trustees shall have power to elect his successor to take effect at such time as the resignation becomes effective.

## **ARTICLE VIII**

### **Powers of Board of Trustees**

Section 1. The Board of Trustees shall have power:

- (a) To call special meetings of the membership whenever it deems is necessary, and it shall call a meeting at any time upon written request of the membership

- who have the right to vote at least one-third of all the votes of the entire membership.
- (b) To appoint and remove at pleasure all officers, agents, and employees of the corporation, prescribe their duties, fix their compensation and, if desired, to require from them security of a fidelity bonds for faithful performance of the duties to be prescribed to them.
  - (c) To conduct, manage and control the affairs and business of this corporation, in accordance with Article V of the Articles of Incorporation, and to make and enforce rules and regulations not inconsistent with the articles and Bylaws of the corporation.
  - (d) To establish, levy and assess, and to collect charges and assessments and fix the rate per square foot or other measure of method of calculating same.
  - (e) To exercise for the corporation all powers, duties and authorities vested in or delegated to this corporation or which it may lawfully exercise.
  - (f) No sale or mortgage of Tract B shall be made without the advance written notice or concurrence of two-thirds of the membership.

## **ARTICLE IX**

### Duties of Trustees

Section 1. It shall be the duty of the Board of Trustees:

- (a) To cause to be kept a complete record of all of their minutes and acts, and of the proceedings of the membership, and present a full statement at the regular annual meeting of the membership, showing in detail the assets and liabilities of this corporation, and generally the condition of its affairs. A similar statement shall be presented at any other meeting of the membership when required by one-third of the membership.

## **ARTICLE X**

### Trustees Meeting

Section 1. The annual meeting of the Board of trustees shall be held immediately following the adjournment of the annual meeting of the membership.

Section 2. A regular meeting of the Board of Trustees shall be held monthly at a time designated by the President, provided that the Board of Trustees may, by resolution, change the day and hour of holding such regular meetings.

Section 3. If the day for the annual or regular meeting shall fall upon a holiday, the meeting shall be held at the same hour on the first day following which is not a holiday, and no notice thereof need be given. Notice of such annual meeting and such regular meeting is hereby dispensed with.

Section 4. Special meetings of the Board of Trustees shall be held when called by the President, the Vice President, or Secretary or Treasurer, or upon the written request of any three trustees. Written notice of each special meeting of the Board of Trustees shall be delivered personally to the trustees, or given or sent to each trustee, at least three days

before the time for holding said meeting, by letter, postage thereon fully prepaid, addressed to the trustee. Each trustee shall register his address with the Secretary, and notices of meetings shall be mailed to him at such address.

Section 5. The transactions of any meetings of the Board of Trustees, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice if a quorum be present, and if either before or after the meeting each of the trustees not present sign a written waiver of notice, or a consent to holding such meeting, or an approval of the minutes thereof. All such waivers, consents or approval shall be filed with the corporate records and made a part of the minutes of the meeting.

Section 6. Every act, or decision, done or made by a majority of the trustees present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Trustees. In the absence of a quorum, the majority of the trustees present may adjourn from time to time until the time fixed for the next regular meeting of the Board.

## ARTICLE XI

### Meetings of Membership

Section 1. The regular annual meeting of the membership shall be held on the second Monday of February in each year, at the hour of 8:00pm. If the day for the annual meeting of the membership shall fall upon a holiday, the meeting shall be held at the same hour on the first day following that, which is not a holiday.

Section 2. Special meetings of the membership for any purpose may be called at any time by the Board of Trustees or by any two of more members thereof, or upon written request of one-third of the membership.

Section 3. The Secretary shall give notices of annual and special meetings in writing to the membership. Notice may be given to the membership either personally, or by sending a copy of the notice through the mail, postage thereon fully prepaid to the address thereof appearing upon the books of the corporation. The address of each member shall be registered with the Secretary and notices of meetings shall be mailed only to such registered address. In the absence of a registered address on file with the Secretary, no notice need be given or mailed. Written notice of each meeting shall be given or mailed at least three days before the time of holding such meeting. Notice of each annual or special meeting of the membership shall specify the place, the date, and the hour of the meeting, and in the case of special meetings also the nature of the business to be transacted.

Section 4. The vote, acquiescence or consent of the membership may be waived, authorized, consented to or ratified in writing before or after any meeting or in lieu of a meeting of the membership. All such waivers, consents, concurrences, ratification's and approvals shall be filed in the corporate records. A majority of the membership shall constitute a quorum. In the absence of a quorum, any meeting of the membership may be adjourned from time to time by a vote of those present.

**ARTICLE XII**  
(Revised 3-24-68)

Officers

Section 1. The officers of this Association shall be a President, a Vice President, who shall at all times be members of the Board of Trustees, and a Secretary, and a Treasurer, and such officers as the Board of Trustees may, from time to time, by resolution, create. The trustees shall be bonded.

Section 2. The officers of this corporation, except such officers as may be appointed in accordance with Sections 3 or 5 of this Article, shall be chosen annually by the Board of Trustees, and each shall hold his office for one year unless he shall sooner resign or shall be removed, or otherwise disqualified to serve.

Section 3. The Board of Trustees may appoint such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board of Trustees may from time to time, determine.

Section 4. Any officer may be removed from office either with or without cause by a majority of the trustees at time in office at any annual, regular or special meeting of the Board. Any officer may resign at any time by giving written notice to the Board of Trustees, or to the President, or the Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice, or at any later time specified therein and unless otherwise specified therein the acceptance of such resignation shall not be necessary to make it effective.

Section 5. The Board of Trustees shall fill a vacancy in any office because of death, resignation, removal, disqualification, or other cause.

Section 6. The same person may hold the offices of Secretary, of Assistant Secretary, and Treasurer.

**ARTICLE XIII**

President

Section 1. The Board of Trustees shall at their first regular meeting elect one of their members to act as President, and shall also at said meeting elect a Vice President.

Section 2. If at any time the President shall be unable to act, the Vice President shall take his place and perform his duties. If the Vice President, for any cause, shall be unable to act, the Board of Trustees shall appoint some member of the Board to act, in whom shall be vested for the time being all the duties and functions of the President.

Section 3. The president or the Vice President, or in the absence or inability to act of both the President and the Vice President, the trustee appointed as above provided:

- (a) Shall preside over all meetings of the members and of the Board of Trustees.
- (b) Shall sign as President all deeds, contracts and other instruments in writing, which have been first approved by the Board of Trustees.
- (c) Shall call the trustees together whenever he deems it necessary and shall have, subject to the advice of the Board of Trustees, general supervision, direction

and control of the business affairs of the corporation, and generally shall discharge such other duties as may be required of him by the Board of Trustees.

#### **ARTICLE XIV**

##### **Vice President**

Section 1. All duties and powers required by law, or by these Bylaws of, and all powers conferred by law or by these Bylaws upon, the President shall, in his absence, inability or refusal to act is performed by the Vice President.

#### **ARTICLE XV**

##### **Secretary and Assistant Secretary**

Section 1. The Board of Trustees shall elect a Secretary and it shall be the duty of the Secretary:

- (a) To keep record of all meetings and proceedings of the Board of Trustees and of the members.
- (b) To keep the corporate seal of the corporation and to affix it on all papers requiring the seal of the corporation.
- (c) To keep proper books.
- (d) To serve notices of meetings of the Board of Trustees and the membership required either by law or by the Bylaws of this corporation.
- (e) To keep appropriate records showing the membership of this corporation together with their addresses as furnished him by such membership.

Section 2. The Board of Trustees may appoint an Assistant Secretary who, in case of the absence, inability or refusal to act of the Secretary, shall perform the duties of the Secretary.

Section 3. The Assistant Secretary shall also perform such other duties as may be required of him by the Board of Trustees.

#### **ARTICLE XVI** (Revised 3-24-68)

##### **Treasurer**

Section 1. The Treasurer shall receive and deposit in such bank or banks as the Board of Trustees may, from time to time, direct, all of the funds of the corporation, which funds shall be withdrawn by such officers as the Board of Trustees shall, from time to time, designate.

## **ARTICLE XVII**

### **Books and Papers**

Section 1. The books, records and such papers as may be placed on file by the vote of the membership or the Board of Trustees shall at all times, during reasonable business hours, be subject to the inspection of any member.

## **ARTICLE XVIII**

### **Proxies**

Section 1. At all corporate meetings of membership, each member entitled to vote may vote in person or by proxy.

Section 2. All proxies shall be in writing and filed with the Secretary.

## **ARTICLE XIX**

### **Corporate Seal**

Section 1. This corporation shall have a seal in circular form having within its circumference the words:

**KINGSGATE HIGHLANDS, DIVISIONS NUMBER ONE  
AND NUMBER TWO, HOMES ASSOCIATION**

Washington

## **ARTICLE XX**

### **Compensation of Trustees and Officers**

Section 1. Members of the Board of Trustees and officers of the corporation shall serve without compensation, but this provision shall not preclude the Board of Trustees from authorizing payment to any person or firm for actual services rendered to the corporation even though also an officer or member of the Board.

## **ARTICLE XXI**

### **Discipline of Membership**

Section 1. The Board of Trustees by regulation may prescribe the terms, conditions and manner of charging interest, exaction penalties, applying sanctions, or providing for suspensions of membership or limitations of access to or the enjoyment of the privileges of the Association properties to assure compliance with the rules and regulations promulgated for the mutual use and

enjoyment of the properties of the Association and to assure prompt payment of assessments, charges and dues by the membership and suitable sanctions in the event of delinquency.

**ARTICLE XXII**  
(Revised 2-3-92)

Termination of Membership

Section 1. No membership shall have any property right in any of the properties or assets or funds of the corporation at any time. The privileges of membership shall be solely appurtenant to each dwelling house site. Terminated memberships shall have no interest in or right to participate in or be compensated in any manner for any portion of the properties, assets or funds of the corporation.

**ARTICLE XXIII**

Surplus Funds

Section 1. It is not the intention that the corporation should accumulate surplus funds as such, but if, for any reason, this corporation should be dissolved or cease to exist at a time when it should have funds on hand, the same shall be applied solely to the maintenance, upkeep, repair and improvement of the premises referred to as Tract B.

**ARTICLE XXIV**  
(Revised 3-24-68)

Amendments

Section 1. Bylaws may be adopted, amended or repealed:

- (a) by the Board of Trustees, subject always to the power of the membership to change or repeal such Bylaws; or
- (b) By the vote or written assent of a majority of the membership entitled to vote.
- (c) The following Articles may be amended or repealed only by the vote or written assent of a two-thirds majority of the membership entitled to vote:  
Articles V (a) 4, V (d) and V (h) of the Articles of Incorporation.  
Articles VIII (f), XVI and XXIV of the Bylaws.

CERTIFIED as adopted on the 24<sup>th</sup> day of November 1965.

**ARTICLE XXV**  
(Revised 12-12-88)

Liability of the Board of Trustees

Section 1. The members of the Board of Trustees shall not be liable to the membership, or any other party, for any mistake of judgment, negligence, or otherwise, except for their own willful misconduct or bad faith. The membership shall indemnify and hold harmless each member of the Board of Trustees against all liability to others arising out of contracts made by the Board of Trustees in behalf of the membership, unless such contract shall have been made in bad faith or contrary to the provisions of these Bylaws. It is acknowledged and intended that the members of the Board of Trustees shall have no personal liability with respect to any contract made by them on behalf of the Kingsgate Highlands, Division Number One and Number Two, Homes Association and its membership.

Section 2. Each Board of Trustee member shall therefore be indemnified by the membership against all expenses and liabilities, including any reasonable attorneys fees to which they may be a party by reason of having held a portion on the Board, except in such cases wherein such a person is adjudged guilty of willful misfeasance in the performance of their duties.

**ARTICLE XXVI**

Enforcement of Covenants, Conditions, and Restrictions

Section 1. Parking: The Board of Trustees shall not enforce the restriction contained within Section E of the Covenants, Conditions, and Restrictions, which prohibits the keeping or storing of vehicles (including buses and trailers of any description) used for private purposes outside of any building on any residential lot, when a vehicle which would otherwise be in violation of the restriction meets all of the following conditions:

- (a) is properly licensed; and,
- (b) is in good operating condition; and,
- (c) is not dismantled; and,
- (d) is parked in accordance with all public laws and ordinances; and,
- (e) if it is a passenger car, van, minivan, pickup or light truck, sport utility vehicle, or motorcycle, is parked in the drive way or within an enclosed area of a side or rear yard, not visible from the street; and,
- (f) if it is a recreational vehicle, motor home, camper, or boat, is parked in an enclosed area of a side or rear yard, not visible from the street, and adjacent neighbors have been consulted and have expressed no objection to the parking of such vehicle.

Section 2. Signs: The Board of Trustees shall not enforce the restriction con-

tained within Section M. of the Covenants, Conditions, and Restrictions, which prohibits the erection or maintenance of any sign on any lot except for bona fide FOR SALE or FOR RENT signs, when a sign which would otherwise be in violation of the restriction meets all of the following conditions:

(a) the sign advocates or opposes the election of a candidate for public office, or advocates or opposes the adoption of any initiative, levy, or other measure appearing on a public election ballot, provided that such sign

(1) is posted no more than 60 days prior to the election it is intended to influence; and,

(2) is removed no more than 10 days after the election it was intended to influence; and,

(3) is no more than 6 square feet in size; or

(b) the sign advertises a garage sale, yard sale, or similar infrequent, non-commercial event to be held at the residence at which the sign is displayed, provided that such sign

(1) is posted no more than 3 days prior to the beginning of such sale; and,

(2) is removed no later than 10:00 p.m. of the last day of such sale; and,

(3) is no more than 6 square feet in size; and,

(4) is posted at a residence which has had no more than two (2) such sales within the receding twelve (12) months; and,

(5) advertises a sale which is no more than three consecutive days in duration.

**Section 3. Home Occupations:** The Board of Trustees shall not enforce the restriction contained within Section E. of the Covenants, Conditions, and Restrictions, which prohibits the conducting or carrying on of any trade, craft, business, profession, commercial or manufacturing enterprise, or business or commercial activity of any kind upon any residential lot or within any building located in this subdivision, when such trade, craft, business, profession, enterprise, or activity (hereinafter known as "occupation") which would otherwise be in violation of the restriction meets all of the following conditions:

(a) the occupation is operated in accordance with section 21.08.030 (L) of the Code of King County; and,

(b) the occupation is properly licensed by King County and all other applicable government agencies; and,

(c) to the extent required by the Code of King County, necessary zoning variances are obtained and maintained; and,

(d) the occupation involves only persons who reside in the residence, and no non-resident employees come to the residence; and,

(e) the occupation does not involve selling any items to persons who come to the residence; and,

(f) the occupation does not involve group instruction or group assembly of people

in the residence or on the residential lot; and,

(g) the occupation is conducted entirely within the enclosed living area of the

residence; and,

(h) any products, materials, or machinery used in the occupation, and the business activities of occupation itself are not visible to casual observers outside the residence; and,

(i) the occupation does not increase the number of vehicles which drive on subdivision streets or park either on the street or off the street; and,

(j) the occupation does not require delivery or pickup of materials using vehicles larger than a passenger car, van, minivan, or pickup truck; and,

(k) the equipment used in the occupation is of the kind normally used in private homes, is not special commercial equipment or large power tools, nor requires special power sources; and,

(l) no signs are posted on the lot to advertise the presence of the occupations; and,

(m) no more than twenty per-cent (20%) of the interior heated square footage of the residence is used for the occupation; and,

(n) the occupation does not generate noise, vibrations, smoke, dust, odors, heat, light, or other annoyances or disturbances beyond what is normally and customarily found in a residential area; and,

(o) no more than one vehicles used in the business is parked at the residence, such vehicle being no larger than a passenger car, van, minivan, pickup or light truck, or sport utility vehicle, and, if such vehicle is marked with advertisement for the occupation, it is parked in the garage, side yard, or rear yard and not visible from the street; and,

(p) the occupation does not involve the breeding of animals of any kind; and,

(q) if the occupation involves child or senior day care, it is operated in accordance with section 21.08.030 (K) of the Code of King County.