

BY-LAWS
OF
HIDDEN WOOD WEST ASSOCIATION
ARTICLE I

Applicability; Definitions; Location

SECTION 1. Applicability. The original By-Laws were adopted for the administration of the Association and Property described in that certain Condominium Declaration (the "Declaration") recorded February 9, 1978, under Pierce County Auditor's Fee No. 2798543. A Revised and Restated Condominium Declaration for Hidden Wood West, A Condominium were completed and recorded 9/17/2010 under #2798544; 2806915 and 2798543. To update the By-Laws to be in alignment with the revised Declarations, this document was drafted in January of 2011 and approved at a general meeting February 28, 2011. This revised document includes revision language previously adopted by the Association on 6 /9/1981 and on 8/16/2005.

SECTION 2. Definitions. The terms used in these By-Laws shall have the same meaning as in the Declaration, unless otherwise indicated.

SECTION 2. Location. The office of the Association shall be located at 7117 40th Street West, Tacoma, Washington, 98466.

ARTICLE II Board of Directors

SECTION 1. Number, Term and Officers. The affairs of the Association shall be managed by a FIVE (5) person EXECUTIVE BOARD consisting of, (A) two Directors whose terms of office shall be for one year the first year elected, and for two years thereafter (i.e. after one year these two positions will revert to two year terms), (B) two Directors whose terms of office shall be for two years, and (C) one Director whose term of office shall be for one year. (D) Following the annual election, the Board at its first meeting shall select from among its members, OFFICERS—titled President, Vice-president, Secretary, and Treasurer (the offices of Secretary and Treasurer may be conjoined at the Board's option, to be termed Secretary-Treasurer.) (E) Each Director shall hold office until such time as his/her successor has been duly elected, and shall remain on the Board until such occurrence takes place.

SECTION 2. Powers and Duties. The Executive Board of Directors, hereafter referred to as "the Board" shall have the powers and duties necessary for the administration of the affairs of the Association. Such powers and duties of the Board shall include, but shall not be limited to, the following:

- (a) Operation, care, upkeep and maintenance of the Common Area.
- (b) Determination of the common expenses required for the affairs of the Association, including, without limitation, the operation and maintenance of the Property.
- (c) Collection of assessments from the Unit Owners.
- (d) Employment and dismissal of the personnel necessary or advisable for the maintenance and operation of the Common Areas.
- (e) Adoption and amendment of rules and regulations covering the details of the operation and use of the Property, subject to a right of the Unit Owners to overrule the Board. Initial rules and regulations, which shall be effective until amended, are annexed hereto as Schedule A.
- (f) Maintaining of bank account(s) or authorized investment of funds on behalf of the Association and designating the signatories required therefore.
- (g) Obtaining of insurance for the Property.
- (h) Making of repairs, additions and improvements to, or alterations of, the Property.
- (i) Grant or relocation easements.

SECTION 3. Replacement. Any and all of said directors shall be subject to replacement, in the event of death or resignation, in the manner set forth in SECTION 5 of this ARTICLE II.

SECTION 4. Removal of Officers. Upon the affirmative vote of a majority of the Members of the Executive Board of Directors, any Officer may be removed, either with or without cause, and his successor may be elected at any regular meeting of the Executive Board of Directors, or at any special meeting of the Board called for such purpose.

SECTION 5. Vacancies. Vacancies in the Board caused by any reason other than the removal of a member thereof by a vote of the Unit Owners shall be filled by vote of a majority of the remaining members at a special meeting of the Board held for that purpose promptly after the occurrence of any such vacancy, even though the members present at such meeting may constitute less than a quorum, and each person so elected shall be a member of the Board for the remainder of the term of the member and until a successor shall be elected at the next annual meeting of the Unit Owners.

SECTION 6. Regular Meetings. Regular meetings of the Board may be held at such time and place as shall be determined from time to time by a majority of the Board, but at least one such meeting shall be held during each fiscal year. Notice of regular meetings of the Board shall be given to each member of the Board at least three (3) days previously thereto by written notice delivered or mailed to each director at his home address, or by telephone. If mailed, such notice shall be deemed delivered when deposited in the United States mail so addressed, with postage thereon prepaid.

SECTION 7. Special Meetings. Special meetings of the Board may be called by the President on three (3) day's notice to each member of the Board, given in the manner

provided for regular meetings, which notice shall state the time, place and purpose of the meeting. Special meetings of the Board shall be called by the President or Secretary in like manner and on like notice on the written request of at least three (3) members of the Executive Board.

SECTION 8. Waiver of Notice. Any member of the Executive Board may at any time waive notice of any meeting of the Board in writing and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a member of the Executive Board at any meeting of the Board shall constitute a waiver of notice by him of the time and place thereof. If all the members of the Board are present at any meeting of the Executive Board, no notice shall be required and any business may be transacted at such meeting.

SECTION 9. Action taken without a meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

SECTION 10. Quorum of Executive Board of Directors. At all meetings of the Board, a majority of the members thereof shall constitute a quorum for the transaction of business, and the votes of a majority of the members of the Board present at a meeting at which a quorum is present shall constitute a decision of the Board. If at any meeting of the Board there shall be less than a quorum present, a majority of those present may adjourn the meeting from time to time. At any such adjourned meeting at which a quorum is present, any business which might have been transacted at the meeting originally called, may be transacted without further notice.

SECTION 11. Fidelity Bonds. The Executive Board shall attempt to obtain adequate fidelity bonds for all officers and employees of the Association handling or responsible for Association funds. The premium on such bonds shall constitute a common expense.

SECTION 12. Compensation. No member of the Executive Board of Directors shall receive any compensation from the Association for acting as such, however, this requirement shall not pertain to the Association Treasurer whose responsibilities exceed those of other officers in respect to the Bookkeeping and handling of financial matters essential to that position. Under those conditions, the Board may set a specific Salary under Item (b), Section 2, of ARTICLE II.

ARTICLE III

Unit Owners

SECTION 1. Annual Meetings. Annual meetings shall be held in September of each year. At such meeting there shall be announced to the general membership the results

of the election for the Executive Board of Directors, in accordance with the requirements of Article II, Section 1, of these By-Laws. The Unit Owners may also transact such other business of the Association as may properly come before them.

SECTION 2. Place of meetings. Meetings of the Unit Owners shall be held at the principal office of the Association, or at such other suitable place convenient to the Unit Owners as may be designated by the Board of Directors.

SECTION 3. Special Meetings. It shall be the duty of the President to call a Special Meeting of the Unit Owners as directed by the Board or upon petition signed by at least one-third in number of the Unit Owners having been presented to the Secretary.

SECTION 4. Notice of Meetings. It shall be the duty of the Secretary to give notice of each Annual or Special Meeting, stating the purpose thereof as well as the time and place where it is to be held, to each Unit owner of record, at least five (5) but not more than ten (10) days prior to such meeting.

SECTION 5. Adjournment of Meetings. If any meeting of Unit Owners cannot be held because a quorum has not attended, a majority in common interest of the Unit Owners who are present at such meeting, either in person or by proxy, shall adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

SECTION 6. Voting. The Owner, or Owners, of each unit, or some person designated by such Owner or Owners to act as proxy on his or their behalf and who need not be a Unit Owner, shall be entitled to cast the votes appurtenant to such unit at all meetings of Unit Owners. The designation of any such proxy shall be made in writing to the Secretary, and shall be revocable at any time by written notice to the Secretary by the Owner or Owners so designating. Each Unit Owner shall be entitled to cast one vote at all meetings of the Unit Owners for his full percent interest in the Common Areas applicable to his or its unit.

SECTION 7. Majority of Unit Owners. As used in these By-Laws the term "majority of Unit Owners" shall mean those Unit Owners having more than 50% of the total authorized votes of all Unit Owners present in person or by proxy and voting at any meeting of the Unit Owners.

SECTION 8. Quorum. Except as otherwise provided in these By-Laws, the presence in person or by proxy of a majority of Unit Owners shall constitute a quorum at all meetings of the Unit Owners.

SECTION 9. Majority Vote. The vote of a majority of Unit Owners present at a meeting at which a quorum shall be present shall be binding upon all Unit Owners for all purposes except where in the Declaration of these By-Laws a higher percentage vote is provided for.

ARTICLE IV

SECTION 1. Designation. The principal officers of the Association shall be the President, Vice-President, Secretary, Treasurer (or the combined position of Secretary-Treasurer.) All officers shall be members of the Board.

SECTION 2. Nominating Committee. A Nominating Committee composed of Three (3) persons shall be appointed at the June Association Meeting by the President, to include One (1) member from the Board of Directors and Two (2) members from the Association Membership at large. The Nominating Committee shall select one of their members to be Chairperson. Duties of the Committee shall be to prepare a slate of candidates for the open positions on the Board of Directors, including at least one nominee for each open position, who is a qualified and consenting person, and those names shall be presented to the general membership during the annual election.

The Nominating Committee shall prepare an election ballot and such election ballot shall list the nominees that have been solicited by the committee for each open position, plus a blank space along side that position for a write-in vote. As information, the ballot shall also list on the bottom the names of the carry-over members of the Board. Completed ballots shall be returned to the Chairperson of the Nominating Committee via hand delivery or USPS at the Chairperson's address specified on the ballot, to be received by the Chairperson on the due date stated on the ballot.

SECTION 3. Election of Officers. The officers of the Association shall be selected by the newly elected Board of Directors from among its members at the first Board meeting following the annual election. At this first Board meeting, one of the carry-over Board members shall convene and conduct the meeting, and the other carry-over Board member shall record the proceedings of the meeting. Upon being selected, the President and Secretary shall assume their respective duties.