

**RESTATED AND AMENDED BYLAWS
OF
TIMBERLINE RIM RECREATION CLUB, INC.**

ARTICLE I

Purpose

SECTION 1. This corporation is formed to maintain areas used in common and provided for the benefit of owners of lots within the plats of Timberline Rim in Clackamas County, Oregon. Its purpose shall include, but is not limited to, the maintenance of clubhouse, and other recreational facilities and water supplies.

SECTION 2. The corporation has power to levy and collect assessments against its members and against the lots owned by them. Failure to pay such assessments may, in addition to other provisions mentioned herein, authorize the Trustees to terminate all membership privileges of the defaulting member.

ARTICLE II

Membership

SECTION 1. The membership of the corporation shall consist of and be limited to the incorporators and the owner or purchasers of lots within the plats designated as Timberline Rim in Clackamas County, Oregon and to which the Declaration of Covenants of Timberline Rim recorded in the office of the County Clerk of Clackamas County, Oregon on February 7, 1969 apply. Each member shall have one membership regardless of the number of lots owned by him. Persons owning lots as tenants by the entirety shall have only one membership, and shall designate one of the couple to act as member. No member can acquire any interest which shall entitle him to any greater voice, vote or authority in the corporation than any other member. A purchaser under contract shall be an owner for membership purposes. If any lots are held in common by more than one person, the several owners shall be entitled only to one vote for the common membership.

SECTION 2. Membership certificates shall be necessary to evidence membership and the corporation will issue such certificates. When ownership of any lot is transferred by assignment of contract, deed, or death or otherwise, the membership shall automatically be transferred with the lot to the person or persons entitled to exercise ownership control over such lot. Purchaser's membership certification will not be issued until seller's membership card is turned into the association.

SECTION 3. No membership shall be forfeited nor member expelled except upon default in payment for 30 days or non-payment of assessments and lawfully charged fees as they become due. No member may withdraw from the corporation except by divesting themselves of ownership of the lot to which membership is appurtenant. The corporation shall make no charge for transfer of membership. No member whose membership is transferred by conveyance, assignment of contract or otherwise shall be entitled to any right or interest in the corporation.

ARTICLE III

Dissolution

SECTION 1. If the corporation should be dissolved, each person who is then a member shall receive such members prorated portion of the property and assets after all of the corporation's debts have been paid.

ARTICLE IV

Trustees and Officers

SECTION 1. The powers of the corporation shall be exercised by the Board of Trustees which shall consist of nine members.

SECTION 2. Three Trustees shall be elected at each annual meeting to service for three years or until their successors are elected and qualified.

SECTION 3. Each trustee must be a member in good standing.

SECTION 4. If a Trustee ceases to be a member in good standing, such Trustee shall also cease to be a Trustee and such Trustee's office shall become vacant.

SECTION 5. At the first meeting of the Board of Trustees after each annual meeting of the members, the Trustees shall elect a President, Vice President, Secretary and Treasurer. They may elect to combine the offices of Secretary and Treasurer. The Board may appoint assistant officers and additional vice presidents. Officers so elected shall hold office for one year and until their successors are elected and qualified. Any officer may be suspended or removed from office by a two-thirds vote of all Trustees.

SECTION 6. The Board of Trustees may employ an executive secretary or treasurer and other persons who shall receive salaries or other compensation from the corporation. No person shall receive any salary or other compensation from the corporation except for personal services rendered to the corporation.

SECTION 7. Any vacancy in an office or in the Board of Trustees shall be filled by appointment by a two-thirds majority of the remaining Trustees. The person so appointed shall serve the remaining term for the vacated position.

ARTICLE V

Meetings

SECTION 1. The annual meeting of the members of the corporation shall be held within Timberline Rim or at such other places as the Board of Trustees may determine. The annual meeting shall be held on the last Sunday of September of each year at such time as may be specified by the Board of Trustees. Written notice of the annual meeting shall be mailed to each member at the address filed by the member with the corporation not less than ten (10) days prior to the date of the annual meeting.

SECTION 2. Special meetings of the members may be called by the President or by the Board of Trustees. Special meetings may also be called on written request of ten percent (10%) of the members. Notice of a special meeting stating the purpose or purposes thereof shall be mailed or delivered not less than ten (10) days prior to the date on which the meeting is to be held.

SECTION 3. At all meetings of the members fifteen percent (15%) of the members of the corporation either present in person or as represented by proxy shall be a quorum. Each member is entitled to one vote.

SECTION 4. No notice shall be required for regular meeting of the Board of Trustees. Special meeting of the Board of Trustees may be called at any time by the President, Secretary or a majority of the Board of Trustees. The Secretary shall give each Trustee notice personally by telephone, by email or by mail of all special meetings at least one day before the special meeting.

SECTION 5. Any member of the corporation may exercise such member's right to vote by proxy.

SECTION 6. Except as is otherwise provided by law, by the Articles of Incorporation, or by these By-Laws, all meetings of the members and Trustees shall be governed by Robert's Rules of Order.

ARTICLE VI

Powers and Duties of Trustees

SECTION 1. The affairs of the corporation shall be managed by the Board of Trustees in accordance with the articles of incorporation.

SECTION 2. The Board of Trustees may set reasonable charges for utilities and make assessments for services and improvements against lots and owners thereof as provided herein.

ARTICLE VII

Duties of Officers

SECTION 1. President: The President shall preside at all meeting of the Trustees and members; the President shall sign as President all certificates of membership and all contracts or other instruments in writing authorized by the Board of Trustees; the President shall call special meetings of the Trustees or of the member whenever the President deems it necessary; the President shall have and exercise under the direction of the Board of Trustees the general supervision of the affairs of the corporation.

SECTION 2. Vice President: The Vice President shall preside at all meetings in the absence of the President and in the case of the absence or disability of the President he shall perform all other duties of the President which are incidental to such office.

SECTION 3. Secretary: The Secretary shall issue all notices and shall attend and keep the minutes of all meetings; the Secretary shall have charge of all corporate books, records and paper; the Secretary shall be the custodian of the corporate seal, shall attest by affixing the Secretary's signature and impress with the corporate seal all written contracts of the corporation, and shall perform all such other duties as are incidental to such office.

SECTION 4. Treasurer: The Treasurer shall keep safely all monies and securities of the corporation and disburse the same under the direction of the Board of Trustees. The Treasurer shall cause to be deposited all funds of the corporation in a bank selected by the Trustees. At each annual meeting of the members, and at any time directed by the Trustees, the Treasurer shall issue and present a full statement showing in detail the condition of the affairs of the corporation.

SECTION 5. The executive secretary, if any, and any other officer or assistant officer who is also an employee shall perform such duties as are assigned to such person by the Board of Trustees.

ARTICLE VIII

Assessments

SECTION 1. The members of the corporation shall pay dues as may be fixed by the Board of Trustees. Dues shall be assessed on each lot, shall be equal for each lot regardless of size or development and shall not exceed \$200.00 per year. *

* Amended by vote of more than two-thirds of the members present in person or by proxy at the September 24, 2000 Annual Meeting

The Board of Trustees may suspend membership privileges for non-payment of dues.

SECTION 2. The members of the corporation shall pay utility services provided by the corporation in any amount as may be fixed by the Board of Trustees.

The Board of Trustees may disconnect utility services for non-payment, and from lots subject to foreclosure, upon the giving of 10 days written notice of the intent to disconnect.

SECTION 3. The Board of Trustees may assess a special assessment designated for a specific project. The special assessment shall be assessment on each lot, shall be equal for each lot regardless of size or development, and shall be referred to the members of the corporation for approval at the annual meeting or at a special meeting called for that purpose. Approval of the special assessment shall be by majority vote of the members present, either in person or by proxy, at such meeting.

SECTION 4. The Board of Trustees, upon recommendation of the Architectural Committee, may assess a fine for any violation of the Declaration of Covenants of Timberline Rim, and in an amount not to exceed \$2,000.00. Notice of the imposition of the fine shall be mailed forthwith to the member. The fine will become final unless, within ten days after mailing, the member requests review by the Board of Trustees.

The Board of Trustees may withhold approval of plans and specifications by the Architectural Committee with respect to further development, and if development has already commenced, may order that the lot be restored to its prior condition.

SECTION 5. Whenever any charges described as dues in Section 1, or utility services in Section 2, or special assessments in Section 3, or fines in Section 4, are not paid within 30 days after mailing of notice that the same are due, such charges, shall become a lien upon the lot of the member failing to make payment. From the date the charge becomes a lien, it shall commence to bear interest at the maximum rate allowable by law, until the lien is paid in full. There shall be added to the claim of lien an amount as may be fixed by the Board of Trustees for the preparation of the lien notice, plus the amount of fees actually paid for recording the lien notice, and such amounts shall become part of the lien.

If the lien is not paid within four months the Board of Trustees shall cause notice to be mailed to the member indicating an intention to foreclose the lien. If the lien is not paid within 10 days thereafter, the Board of Trustees may order the lien foreclosed in the manner provided by law for the foreclosure of a mortgage. In suit to foreclose the lien the prevailing party shall be entitled to the expenses of collection and foreclosure, including but not limited to reasonable attorney's fees at trial and on appeal.

ARTICLE IX

Amendments

SECTION 1. These Bylaws may be amended at the annual meeting or at a special meeting of the members called for that purpose by a vote of two-third majority of the members of the corporation present in person or by proxy at such meeting. No amendment shall be made, however which shall exclude from membership in this corporation those persons owning lots in the plats of Timberline Rim.

ARTICLE X

Corporate Seal

SECTION 1. The seal of the corporation shall be in circular form and shall contain the words "TIMBERLINE RIM RECREATION CLUB, INC." and the words "Corporate Seal Oregon" in the form and style as affixed in these By-Laws by the impression of said corporation.

ARTICLE XI

Notices

SECTION 1. Any notices for any members shall be mailed to the members at the address listed for them in the records of the corporation. Change of address for notice purposes must be filed by the member with the corporation and no notice shall fail to be effective because the same is mailed to an incorrect address if such address is the address of record.

ARTICLE XIII
Date of Adoption

SECTION 1. These Bylaws are amended and restated effective October __, 2017.

The undersigned President and Secretary of the Timberline Rim Recreation Club hereby certify that these Amended and Restate Bylaws were adopted by the members of the Club at a duly held election as required under the Bylaws.

President

Secretary

STATE OF OREGON)
) ss.
County of _____)

Personally appeared the above-named _____, the President, and _____, the Secretary of the Board of Trustees of the Timberline Rim Recreation Club (the "Club"), being sworn stated that these Amended and Restated Bylaws are voluntarily signed on behalf of the Club.

NOTARY PUBLIC FOR OREGON