

# **Olympic Canal Maintenance Corporation**

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**ARTICLES OF INCORPORATION  
OF  
OLYMPIC CANAL MAINTENANCE CO.**

KNOW ALL MEN BY THESE PRESENTS, that we, EDWARD A. CLIFFORD, RICHARD A. CLIFFORD, CHARLES B. JENNINGS, JAMES W. OLSEN and EDWIN W. TAYLOR, residing in the State of Washington and being citizens of the United States, each being over the age of twenty-one years, and being desirous of forming a corporation under Title 24, Revised Code of Washington, relating to non-profit corporations, do hereby associate ourselves together for the purpose of forming a non-profit corporation, and do make, subscribe, execute and adopt, in triplicate, the following Articles of Incorporation, and certify as follows:

**ARTICLE I**

The name of the corporation shall be:

OLYMPIC CANAL MAINTENANCE CO.

**ARTICLE II**

The purposes for which this corporation is formed are:

1. To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or dispose of parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landings, floats, piers, clubhouses, swimming pools, and/or swimming areas, bathhouses, places of amusement, community buildings, community clubhouses, and in general community facilities appropriate for the use and benefit of its members, and/or for the improvement and development of the property hereinafter referred to.
2. To build, improve and maintain roadways, culverts, bridges and drainage areas, and to provide for the improving, cleaning and sprinkling of streets, and for collection and disposal of the street sweepings, garbage, ashes, rubbish and the like; to prevent and suppress fires, to provide police protection, and to make and collect charges to cover the costs and expenses therefore.
3. To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fence and ornamental features now exist-in or hereafter to be erected or created, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; to improve, plant and maintain grass plots and other areas, trees and plantings within the lines of the streets immediately adjoining or within the property hereinafter described or referred to.
4. To care for any lots and plots in said property, to kill, destroy and/or remove from any of said lots and plots grass, weeds, rodents, predatory animals and any unsightly or obnoxious thing; and to take any action with reference to such lots and plots as may be necessary or

desirable in the opinion of the board of trustees of said corporation, to keep the property clean and in good order; to make and collect charges therefore.

5. So far as it can legally do so, to grant franchises, rights of way and easements for public utilities or other purposes upon, over and/or under any of said property.

6. To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain, and to convey, sell, lease, transfer, mortgage and otherwise encumber, dedicate for public use and/or otherwise dispose of, real and/or personal property wherever situate.

7. To keep records of building permits and/or other approvals or disapprovals made or issued by said corporation; to keep books and records showing all charges, levies, and assessments made; to furnish certified copies of any record which the board of Trustees may authorize to be furnished; to issue certificates of completion and compliance covering respective parcels of property upon which buildings, structures and/or other improvements have been erected or made, all as provided in the restrictions, conditions and covenants affecting said property or portions thereof; and to make and collect charges covering the cost and expense of such acts.

8. To enforce liens, charges, restrictions, conditions and covenants existing upon and/or created for the benefit of parcels of real property over which said corporation has jurisdiction and to which said parcels may be subject to the extent that said corporation has the legal right to enforce the same, and to pay all expenses incidental thereto.

9. To pay the taxes and assessments which may be levied by any public authority upon any of the said property now or hereafter used or set apart for parks, parkways, playgrounds, open areas, tennis courts, beaches, boat landings, community clubhouses, community club buildings, places of amusement and/or recreation areas, or upon such other recreation spaces wherever situate, as may be maintained for the general benefit and use of the owners of lots in said property; to pay taxes and assessments levied by any public authority upon improvements upon any of said property or areas so used or set apart or maintained, and whether taxed or assessed as a part of said property or area or separately; and to pay taxes and assessments levied by any public authority upon any property which may be held in trust for said corporation.

10. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment and/or enforcement of covenants, reservations, restrictions, liens and charges imposed upon said property, and as may be vested in, delegated to, or assigned to said corporation and such duties with respect thereto as may be assigned to and assumed by said corporation.

11. To approve and/or disapprove, as provided by restrictions, conditions and covenants affecting said property, plans and specifications for and/or location of fences, walls, poles, buildings and/or structures to be erected or maintained upon said property or any portion thereof; to approve or disapprove the kind, shape, height, and materials for same and/or the plan indicating the location thereof or their respective building sites and such grading plans as may be required, and to issue permits for the same; to pay any and all expenses and charges in connection with the performance of any of said powers or the carrying out of any

of said purposes; to supervise construction of any buildings or structures to the extent deemed necessary by the board of trustees, and to establish rules therefore.

12. To regulate and/or prohibit the erection, posting, pasting or displaying upon any of said property billboards and/or signs of all kinds and character, and to remove and/or destroy any such billboards or signs erected or maintained upon said property without the authority of said corporation as provided in such restrictions, conditions and covenants, as may effect said property or any portion thereof.

13. To appropriate, purchase, divert, acquire and store water from streams, water courses, wells or any other source, and to distribute the water so appropriated and acquired to its members for use upon the lands of said members and for domestic purposes; to acquire, own, construct, hold, possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, buildings, roads, trails and appliances, and such other property, including water rights and shares of stock in other corporations as said corporation may from time to time desire to acquire or purchase for furnishing and supplying water to its members; provided that this corporation shall not use or dispose of such water as a public utility, but solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.

14. To fix, establish, levy, and collect annually such charges and/or assessments as may be necessary, in the judgment of the board of trustees to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the Bylaws.

15. To expend the moneys collected by said corporation from assessments and charges and other sums received for the payment and discharge of costs, expenses and obligations incurred by said corporation in carrying out any or all the purposes for which said corporation is formed.

16. Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by said corporation under or by virtue of any restrictions, conditions, and/or covenants or laws affecting said property or any portion thereof (including areas now or hereafter dedicated to public use); and to do and perform any and all acts which may be either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety and/or general welfare of owners of said property, or portions thereof, or residents thereon.

17. To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of said corporation as security for money borrowed or debts incurred; and to do any and all things that a corporation organized under said laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members, and without profit to said corporation.

18. Generally, to do and perform any and all acts which may be either necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington and other laws of the State of Washington relating to non-profit corporations.

19. Nothing contained in these Articles of Incorporation shall be construed as authorizing or permitting said corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of said corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect charges or assessments it shall have no power or authority to use said charges or assessments except as necessary to cover the actual cost or expense of the act, duty, power or transaction performed.

20. To have one or more offices at such place or places, either within or without the State of Washington as the board of trustees may from time to time determine or the business of the corporation require.

All of the foregoing purposes and powers are to be exercised and carried into effect for the purpose of doing, serving and applying the things above set forth for the benefit of all property, including, but without in any way limiting the foregoing, any portion or portions of certain real property located in Township 25 North, Range 2 West W.M., Jefferson County, Washington, which is, or shall become, so subject to the jurisdiction of said corporation.

### **ARTICLE III**

This corporation shall at all times hereafter be a joint and mutual association of the above named incorporators, and such other persons as may hereafter be admitted to membership in accordance with the Bylaws of the Corporation. Membership and certificates evidencing the same shall be inseparably appurtenant to tracts owned by the members, and upon transfer of ownership or contract for sale of any such tract, membership and certificate of membership shall ipso facto be deemed to be transferred to the grantee or contract purchaser. No membership or certificate of membership may be transferred, assigned, or conveyed in any manner other than in the manner herein set forth. In the event of the death of a member, the membership or certificate of membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification as such in a judicial proceeding and such personal representatives shall have all of the rights, privileges and liabilities of such member until title shall be transferred or contracted to be transferred. The property in possession of this corporation shall be managed by the board of trustees hereinafter mentioned and only alienated and disposed of in accordance with the Bylaws of the corporation. Each member shall be entitled to one vote for each lot purchased or contracted to be purchased. If there are two or more persons, the several owners of such interests shall be deemed a single member and shall be entitled collectively to cast one vote (one vote per lot).

### **ARTICLE IV**

The number of trustees of this corporation shall not be less than three (3) nor more than nine (9). The names of the trustees who shall manage the affairs of the corporation for not less than two (2) months nor more than six (6) months until the trustees are elected by the members are:

Name	Residence
Edward A. Clifford	5107 Kenilworth Place, Seattle, WA.
Richard A. Clifford	8028 Crest Drive, Seattle, WA.
Charles B. Jennings	4724 - 44th NE. Seattle, WA.
James W. Olsen	1946 - 34th West, Seattle, WA.
Edwin W. Taylor	Route 1, Box 124, Shelton, WA.

## ARTICLE V

The time of existence of this corporation shall be perpetual.

## ARTICLE VI

The registered office and post office address of this corporation shall be 3728 SW 102nd, Seattle, King County, Washington.

## ARTICLE VII

The qualifications of the members of said corporation, the property, voting and other rights and privileges, and the liabilities to charges and assessments of the members, shall be as set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF, we, the undersigned, the incorporators of this corporation, have this 13th day of December, 1962, hereunto set our hand and seals, in triplicate.

Edward A. Clifford  
Richard A. Clifford  
Charles B. Jennings  
James W. Olsen  
Edwin W. Taylor

STATE OF WASHINGTON            ) ss  
County of King                    )

THIS IS TO CERTIFY, that on the 13th day of December, 1962, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared EDWARD A. CLIFFORD, RICHARD A. CLIFFORD, CHARLES B. JENNINGS, JAMES W. OLSEN, and EDWIN W. TAYLOR, to me known to be the individuals described in and who executed the within and foregoing instrument and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal the day and year in this certificate first above written.

VELTA M. STROMBERG

NOTARY PUBLIC in and for the  
State of Washington, residing  
at Seattle.

**ARTICLES OF AMENDMENT**

1. The name of the Corporation is Olympic Canal Maintenance Co.
2. The meeting at which the amendment was adopted was held on August 12, 2000.  
The amendment received at least two-thirds of the votes which members present at such meeting or represented by proxy were entitled to cast.
3. At such meeting, the membership of the Corporation voted to amend the last sentence of Article III of its Articles of Incorporation to provide as follows:

Each member shall be entitled to one vote for each lot purchased or contracted to be purchased. If there are two or more persons, the several owners of such interests shall be deemed a single member and shall be entitled collectively to cast one vote (one vote per lot).

Dated this 10<sup>th</sup> day of February 2001

Corporate Seal:

Mike Langenbach  
President

Jacqueline Hartley  
Secretary



**BYLAWS  
OF  
OLYMPIC CANAL MAINTENANCE CO.**

**ARTICLE I**

**Purposes**

SECTION 1. This corporation shall be conducted as a nonprofit maintenance corporation for the purpose set forth in the Articles of Incorporation for the area situated in Section 16, Township 25 North, Range 2 West W.M. and Section 21, Township 25 North, Range 2 West W.M., Jefferson County, Washington, known as the Olympic Canal area.

SECTION 2. The corporation shall have power to levy and collect assessments against its members and against the tracts owned or purchased by them for the purposes in its Articles of Incorporation and Bylaws set forth, and to sell or forfeit their interest in the corporation for default with respect to any lawful provisions of said Articles of Incorporation and Bylaws and upon forfeiture of any such property as by law and in the Bylaws provided may transfer the membership of such defaulting member.

SECTION 3. The purposes for which this corporation was created may be altered, modified, enlarged or diminished by the vote of two-thirds of the members at a meeting duly called for such purpose, notice of which meeting shall be give in the manner provided by the Bylaws of giving of notice for the election of trustees.

**ARTICLE II**

**Membership**

SECTION 1. The membership of the Corporation shall consist of and be limited to the incorporators and the owners or purchasers of tracts in the area known as Plat of Olympic Canal, records of Jefferson County. Each such member shall be entitled to one vote for each lot so purchased or contracted to be purchased. If two or more persons, the several owners of such interest, hold any lot or lots shall be deemed a single member and shall be entitled collectively to cast one vote (one vote per lot). For purposes of these Bylaws, a tract shall be defined as a single lot within the original Olympic Canal area.

SECTION 2. Except as herein before otherwise provided and as declaratory of the foregoing, no membership shall be voted unless represented by the owner or purchaser as afore described of an individual tract or tracts to which it is and shall be inseparably appurtenant.

SECTION 3. Membership and certificates of membership evidencing the same shall be inseparably appurtenant to tracts owned by the members, and upon transfer of ownership, or contract of sale, of any such tracts, membership or certificates of membership shall ipso facto be deemed to be transferred to the contract purchaser. No membership or certificate of

membership may be transferred, assigned, or in any manner conveyed, other than in the manner herein before set forth. In the event of the death of a member, the membership and certificate of membership of such member shall be and become the property of the personal representative of such deceased member upon the appointment and qualification as such in a judicial proceeding and such personal representative shall have all of the rights, privileges and liabilities of the deceased member until title shall be transferred or contracted to be transferred.

SECTION 4. No membership shall be forfeited nor member be expelled except upon foreclosure for nonpayment of assessments, and no member may withdraw except upon transfer of title to the real property to which his membership is appurtenant, as elsewhere herein provided. No compensation shall be paid by the corporation upon any transfer of membership and no member whose membership is transferred shall be entitled to share or participate in any of the property or assets of the corporation.

SECTION 5. Every person who may be admitted to membership, except the owners and purchasers of tracts in Olympic Canal Additions 1 - 11, Sections 16 and 21, Township 25 North, Range 2 West W.M., Jefferson County, Washington, and their successors, shall pay an entrance fee of \$150.00 upon admission to the corporation. This entrance fee shall be payable only once for each membership which may then be passed on to successive owners in accordance with the provisions of these Bylaws. The fee is intended as compensation for the larger contribution to the corporation made by the earlier members.

SECTION 6: The Board of Trustees by majority vote may suspend membership rights and privileges for:

1. Non-payment of dues.
2. Repeated failure to comply with established rules and regulations.

In such a case, the Board of Trustees shall provide the member with written notification of said suspension and the conditions for reinstatement of membership rights.

### **ARTICLE III**

#### **Dissolution**

In the event of the dissolution of the corporation each person who is then a member shall receive his pro rata proportion of the property and assets after all of its debts have been paid.

### **ARTICLE IV**

#### **Trustees and Officers**

SECTION 1. Corporate powers of the corporation shall be vested in a Board of Trustees. The number of trustees who shall manage the affairs of the corporation shall be nine. At any meeting or special meeting called therefore, the members may decrease or increase the number of trustees to any number not less than three or more than nine.

SECTION 2. The trustees shall be divided into two slates, each slate to consist of an equal number of trustees, or if the total trustees are of an unequal number, the first slate shall consist of one more trustee than the second slate. Trustees shall be elected to serve for two years, or until their successors are elected and duly qualified. The term of office of the first slate shall expire on the Saturday of Memorial Day weekend of every odd-numbered year, and the term of office of the second slate shall expire on the Saturday of Memorial Day weekend of every even-numbered year. In order only to establish the initial staggering of terms of trustees, the terms of four of the present trustees whose terms would ordinarily expire on August 4, 1973, shall be shortened one year, and the five remaining trustees shall be the first slate of trustees; and the members of the corporation shall at the annual meeting of the corporation to be held in August of 1972 vote to elect only four trustees, which shall be the second slate of trustees, whose terms shall expire on August 3, 1974. The present Board of Trustees as constituted prior to the August, 1972 meeting shall determine which five of their number shall remain one more year to complete their present term of office.

SECTION 3. Each trustee shall be an incorporator or a member who shall not have lost his right to vote by reason of having disposed of land to which his membership is appurtenant.

SECTION 4. In the event a trustee, other than an incorporator, ceases to be the owner of the land to which his membership is appurtenant or of a contract for the purchase thereof, he shall thereby cease to be a trustee and his office shall become vacant upon written notification without action other than to spread such fact upon the minutes of the Board of Trustees.

SECTION 5. At the first meeting of the Board of Trustees after each annual meeting of the members, the Board of Trustees shall elect a president, vice president, secretary and treasurer. The board may also at any time appoint an executive secretary and/or assistant secretary and/or assistant treasurer. Officers of the corporation so elected shall hold office for the term of one year and until their successors are qualified. Any officer may be suspended or removed by a majority vote of all of the trustees.

SECTION 6. No trustee or officer, except the executive secretary and/or the assistant secretary and/or the assistant treasurer shall receive any salary or compensation from the corporation.

SECTION 7. Any vacancy occurring in the Board of Trustees shall be filled by appointment by a majority of the remaining trustees. The person so appointed shall hold office until the next regular meeting of the members of the corporation, at which annual or adjourned annual meeting the vacancies for the remainder of the original terms, if any, shall be filled by election by the members in the regular manner.

## **ARTICLE V**

### **Meetings**

SECTION 1. Annual Meetings of the members of the corporation shall be held at the principal place of business of the Corporation or at such other place as the Board of Trustees may elect. The Annual Meetings shall be held on the Saturday of Memorial Day weekend at

2 pm. Notice thereof shall be given by the Secretary by mailing notice to each member not less than thirty days prior to the date of the meeting.

SECTION 2. Special Meetings of the members may be called at any time by the President or a majority of the Board of Trustees or by members representing ten percent of the tracts within the jurisdiction of the Corporation. Notice of a Special Meeting, stating the object thereof, shall be given by the secretary by mailing such notice to each member not less than thirty days prior to the date on which such meeting is to be held.

SECTION 3. For the transaction of business at all Annual and Special Meetings of the membership of the Corporation, a quorum shall consist of not less than fifty (50) voting members. Attendance at and participation in meetings may be in person or by proxy.

SECTION 4. Special meetings of the Board of Trustees shall be called at any time by the secretary on order of the president or of a majority of the Board of Trustees. The secretary shall give each trustee notice, personally, verbally, by mail or by telephone, of all regular and special meetings at least one day previous thereto.

SECTION 5. A member may exercise his right to vote by proxy.

## **ARTICLE VI**

### **Powers and Duties of Trustees**

SECTION 1. Subject to limitations in the Articles of Incorporation and the Bylaws and the Laws of the State of Washington, all powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by, the Board of Trustees. Without prejudice to such general powers, and subject to the same limitations, it is hereby expressly declared that the trustees shall have the following powers:

SECTION 2. To select and remove all the other officers, agents and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, with the Articles of Incorporation or the Bylaws, fix their compensation and require from them security for faithful service.

SECTION 3. To conduct, manage and control the affairs and business of the corporation, and to make such rules and regulations therefore not inconsistent with law, with the Articles of Incorporation or the Bylaws, as they may deem best.

SECTION 4. To issue certificates of membership only to the owners or purchasers of tracts herein before described, subject to such conditions or terms as provided in the Articles of Incorporation and the Bylaws.

SECTION 5. To charge and/or assess the several parcels of land and the owners thereof as herein before more particularly set forth.

SECTION 6. To cause to be kept a complete record of all minutes and acts and to present a full statement to the regular annual meeting of members showing in detail the condition of the affairs of the corporation.

SECTION 7. : Pursuant of RCW 64.38.020, when the Board reasonably and in good faith incurs fees and expenses, such as legal fees, surveyor fees, title report fees, and court costs and expenses, to enforce the provision of its Covenants, Articles of Incorporation, Bylaws, Rules or other governing documents, either by communication, preparation, or lawsuit, it shall be repaid by the member(s) responsible, to include a court award of such fees to the Board.

## **ARTICLE VII**

### **Duties of Officers**

SECTION 1. President. The President shall preside at all meetings of the trustees and members; he shall sign as President all certificates of membership and all contracts or other instruments in writing authorized by the Board of Trustees; he shall call special meetings of the trustees or of the members whenever he deems it necessary; he 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 case of the absence or disability of the president shall perform all other duties of the president which are incidental to his office.

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

SECTION 4. Treasurer. The Treasurer shall keep safely all moneys and securities of the corporation and disburse the same under the direction of the Board of Trustees. He 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, he shall issue and present a full statement showing in detail the condition of the affairs of the corporation.

SECTION 5. The executive secretary and/or assistant secretary and/or assistant treasurer, if appointed by the Board of Trustees, shall perform such duties as may be designated by it.

SECTION 6. Any officer, other than the president, may occupy two offices concurrently if the Board of Trustees so directs.

## **ARTICLE VIII**

### **Certificates of Membership and Transfers**

SECTION 1. A certificate of membership in the corporation shall be issued to each member. All such certificates shall be signed by the president, or vice president, and the secretary.

SECTION 2. All memberships and certificates evidencing same shall be inseparably appurtenant to the tract, tracts, or fractional tracts owned by the holders thereof and upon sale or contract to sell such memberships and such certificates shall become the property of the grantee or purchaser as herein before provided. No transfer of membership shall entitle the transferee to vote the same until it has been established to the satisfaction of the secretary that such transfer is bona fide and has been made in the manner provided.

SECTION 3. Unless specifically requested by the owner and holder thereof, it shall not be necessary that certificates of membership be actually issued but any owner or purchaser of a tract or tracts within the said district may exercise all of the rights and privileges and shall be subject to all of the liabilities of membership without the actual issuance and possession of such certificate of membership.

## **ARTICLE IX**

### **Assessments**

SECTION 1. The members of the corporation shall be liable for the payment of such charges or assessments as may from time to time be fixed and levied by the Board of Trustees pursuant to the Articles of Incorporation and these Bylaws. Except for the entrance fee provided for in Article II, Section 5, herein, the amount of such charges and assessments levied upon each tract shall in no event, except as hereinafter provided, exceed in any one year the sum of one hundred dollars (\$100.00). Charges and assessments against all members shall be levied by the Board of Trustees at a uniform rate per tract without distinction or preference of any kind. All charges or assessments, when collected by the corporation, shall remain the property of the members until such time as such charges or assessments are expended pursuant to the Articles of Incorporation and Bylaws of the Corporation.

SECTION 2. From time to time, as and when any such assessments in this Article IX are levied, each member with respect to the land or interests therein to which his membership is appurtenant, shall pay the amount of such assessment against each tract owned to the corporation, at its office, within thirty days after the mailing of the notice of such assessment to the members; and the amount of such assessment, together with all expenses, attorney's fees and costs reasonably incurred in enforcing the same, shall be paid by the members and shall be a lien upon said land and the membership appurtenant thereto, superior to any and all other liens (except as in Section 3 of this Article otherwise provided) created or permitted by the owner of such land and enforceable by foreclosure proceedings in the manner provided by law for foreclosure of mortgages upon land; provided, that no proceedings for the foreclosure of any said liens in this Article IX provided shall be commenced except upon

the expiration of four months from and after the date of mailing said notice of assessment in this section described.

SECTION 3. First mortgage liens placed upon any of said tracts which are recorded in accordance with the laws of the State of Washington shall be, from the date of the recordation of such, superior to such assessments and the liens resulting there from as are levied by the corporation subsequent to the date of the recordation of the first mortgage; provided, however, that the corporation is notified in writing of such first mortgage within thirty days after recordation of such.

## **ARTICLE X**

### **Amendments**

These Bylaws may be amended by a majority vote of a twenty-five percent (25%) quorum of the membership. Voting may be in person or by proxy at any Annual or Special meeting duly called.

## **ARTICLE XI**

### **Corporate Seal**

The Seal of the corporation shall be in circular form and shall contain the words "Olympic Canal Maintenance Co." and the words "Corporate Seal Washington 1962" in the form and style as affixed in these Bylaws by the impression of said corporate seal.

## **ARTICLE XII**

### **Date of Adoption**

These Bylaws are duly adopted by the corporation and the Corporate Seal thereof affixed on the 31st day of December, 1962.

CHARLES B. JENNINGS  
President

ATTEST: JAMES W. OLSEN, Secretary

SUBSCRIBED AND SWORN TO before me this 31st day of December, 1962

VELTA M. STROMBERG  
NOTARY PUBLIC in and for the State of Washington,  
residing at Seattle.

**Dates of Amendments to Bylaws:**

The Corporation duly adopted amendments to these Bylaws and the Corporate Seal thereof affixed on the following dates:

August 5, 1967	August 5, 1972	May 26, 2001	May 28, 2022
August 2, 1986	January 12, 1991	May 24, 2008	
April 13, 1996	March 11, 2000	May 25, 2013	

Jacque Hartley, President

ATTEST: Laurie Plunkett, Secretary

**RESTRICTIONS SHOWN  
IN  
DEDICATION OF PROPERTY**

All building construction to have a minimum lot line clearance of:

20 feet from front line  
5 feet from sidelines  
25 feet from rear lines



# **Olympic Canal Tracts**

## **Nuisance Rules**

### **Purpose**

In order to maintain and improve our community in the years to come and because of increased population and associated activities, Olympic Canal Tracts (OCT) has a need to have in place certain nuisance rules and a published schedule of fines for violations of those rules.

### **Authority**

The Board of Trustees is charged with the enforcement of the OCT Articles of Incorporation, Bylaws, policies, and all other governing documents.

### **Complaints**

If a member has a complaint about another property owner, they must file a written and signed complaint to the office manager or to a person on the Complaint Committee. The Complaint Committee will investigate complaints only if three or more separate Members have made the same or similar complaint. Complaints regarding a Short-Term Renter/Rental will require only one written and signed complaint from a member.

### **Responsible Person**

All OCT members are responsible for their own behavior, the behavior of their family members, people living with them, their tenants, and the guests of any of these. The member shall be held responsible for any violation(s) committed by them or any person as listed above.

### **Complaint Committee**

The Complaint Committee shall consist of one Board member, appointed by the Board, and the Board shall also appoint three other Association members. The committee does not have a specific term but serves at the pleasure of the Board.

### **Nuisances generally defined**

A nuisance is a condition or action that unreasonably offends or annoys other members. Nuisances can involve, for example, pets, garbage, septic systems, noise, firearms, vehicles and behavior. "Unreasonably" is judged within the context of the Olympic Canal Tracts development, and the sole authority for making a determination of unreasonableness is the Board of Trustees. The Complaint Committee is the sole authority for making a determination to proceed or dismiss the complaint.

## **Complaint Process**

1. The committee will evaluate the complaint by visiting the site and/or discussing the problem with the responsible member.
2. If after investigation, the Committee determines that a provision of the OCT Nuisance Rules has been violated, a notice of voluntary correction letter will be the first attempt at obtaining compliance. If the Committee deems the complaint is invalid, according to the rules, a written notice will be sent stating the reason for the decision to the member who filed the complaint.
3. The Notice of Voluntary Correction shall state the following:
  - a. The street address, when available, and/or a legal description of real property sufficient to identify where the violation occurred or is located;
  - b. The description of the activity that is causing a violation;
  - c. Each provision violated under the OCT Nuisance Rules;
  - d. The corrective action necessary to comply with said provisions;
  - e. A reasonable time and date by which the corrective action is to be completed. However, in no event shall the time given for voluntary correction be greater than 30 calendar days.
  - f. That continued or subsequent violation may result in fines of \$100 a month and possible suspension of membership rights and privileges by the Board, set forth in Article 2 Section 6 of the Bylaws.
4. Following a Notice of Voluntary Correction, the Committee and person in violation may meet to develop a compliance plan. A compliance plan shall establish a reasonable and specific time frame for compliance. No further action will be taken if the terms of the compliance plan are met. If voluntary compliance is not obtained, the committee will meet to decide and recommend what action should be taken next.
5. If the complaint cannot be settled, by compliance with either a notice of voluntary correction or a Compliance Plan, the Board of Trustees will hold an open hearing. The property owner(s) will be given 30 days written notice by registered mail. If either side needs to postpone the meeting, a notice must be given 7 days prior to the meeting. A quorum of the Board of Trustees will be present, with the OCT President conducting the hearing. Both sides will be able to present their case and have witnesses heard. Each side will be given a reasonable time to present their case.
6. After all the information has been presented, the Board will issue a decision within 7 days. The written decision shall be sent by registered mail to the member(s) in violation.
7. The violator will be given 2 weeks from date of the letter to initiate corrective action, if necessary. If no corrective action is taken or the violator has not contacted the Board with a specific plan of action within two weeks, a \$100 fine will be given. Thereafter, a \$100 fine will be added every 30 days until a plan of action has been received. If after 6 months, the Board has not received a response from the violator, the matter will be referred to the OCT attorney for foreclosure.

## **Nuisance Types are briefly described below:**

### **Health Nuisance**

A condition that causes an unhealthy situation as defined by the Jefferson County Health Department. For example: garbage or trash that accumulates to such a state that a fire danger is created or it becomes a haven for rodents or other vermin; open or failed septic systems; or improper storage of toxic chemicals.

### **Junk Vehicle Nuisances**

To store junk vehicles or parts thereof on private property unless the vehicle or parts is completely enclosed within a building where it is not visible from the street or neighboring properties. See *Jefferson County Unified Development Code: Outdoor Residential Storage*. A junk vehicle shall be defined as a motor vehicle that meets at least three of the following requirements:

- Is three years old or older
- Is extremely damaged. Such as, but not limited to, any of the following: broken windows, or missing wheels, tires, motor or transmission.
- Is apparently inoperable
- Has a fair market value equal only to the value of the scrap in it.

### **Hazard Nuisance**

1. Any abandoned or partially destroyed structure that may endanger the residents of the neighborhood.
2. Any unprotected or abandoned excavation, pit, well, or hole dangerous to life.
3. Any shooting of firearms, or explosion of fireworks or explosives of any kind within OCT. Fireworks may be allowed on certain dates and locations as approved by the Board of Trustees of OCT.

### **Noise Nuisance**

This is a situation that repeatedly causes excess noise between the hours of 10:00 pm and 8:00 am. For example: the playing of loud music or the running of a non-muffled engine or other equipment.

### **Animal Nuisance**

1. An animal that is not restrained by the owner(s) and is allowed to run freely throughout OCT.
2. The keeping or harboring of any dog or other animal which, by frequent or habitual howling, yelping, barking or the making of other noises, annoys or disturbs the neighborhood.
3. No animals, livestock, or poultry of any kind shall be raised, bred, or kept on any lot for the purposes of resale.
4. With the exception of #3, the Complaint Committee cannot properly investigate animal complaints. Please contact the Jefferson County Animal Control office for all Animal Nuisance complaints. They have the means and authority to handle any animal problems.

**Trash Nuisance**

Trash/litter must not be visible from the road or neighboring properties. Such as, but not limited to, rags, empty barrels, boxes, crates, mattresses, bedding, lumber that is not neatly piled, scrap iron or any other material not neatly piled

**Commercial Business Nuisance**

The erection, continuance or use of any building, room or other place in said Olympic Canal Tracts for the exercise of any trade, employment or manufacture which may cause noxious exhalations, offensive odors, excessive traffic, or is discomforting or offensive or detrimental to the health of individuals or of the public. The Olympic Canal Tracts is not zoned for commercial business.

Adopted by Membership: January 12, 2002

President: Jacqueline Hartley  
Secretary: Judy Eaglestone

Revised by Membership: May 28, 2022

President: Jacqueline Hartley  
Secretary: Laurie Plunkett

Revised by Board of Trustees April 18, 2025

## **Olympic Canal Maintenance Co. Membership Rights & Duties**

**OFFICE:** Olympic Canal Maintenance Co.  
PO Box 703  
310703 Hwy. 101  
Brinnon, WA 98320  
Office Phone: (360) 358-0157  
Fax: (360) 488-0820  
E-Mail: [ocmctr.7@gmail.com](mailto:ocmctr.7@gmail.com)  
Website: [olympiccanaltracts.com](http://olympiccanaltracts.com)  
Hours: Thursday & Friday 9am - 5pm  
Saturday 9am - 2pm

**MEMBERSHIP DUES:** Annual Membership dues are determined by the member approved annual budget. Invoices are mailed mid-April with the Annual Meeting Packet. Payment must be received by May 31st; and are delinquent thereafter and subject to a monthly \$15 late fee until the account is paid in full. Membership cards and/or yearly stickers will be issued only when dues and all other charges are paid in full. Membership rights are forfeited while dues are delinquent. These include:

1. Use of beach, shellfish harvesting and boat ramp.
2. Voting privileges.
3. Cannot attend Annual Meeting.
4. Cannot hold Board of Trustee position.
5. Personal use of Clubhouse or River Kitchen.

### **CURRENT POLICY ON DELINQUENT ACCOUNTS in accordance with RCW 64.38.100:**

1. Starting June 1<sup>st</sup> and every month thereafter, until the account is paid in full, a \$15 late fee penalty will be added to the member's account. If a member is unable to pay the balance in full, the member must contact the HOA office to set up payment arrangements prior to the due date. The payment plan must be followed to avoid the late fee and the following actions.
2. **Statements** will be emailed or mailed reminding the member they are past due. After the 3<sup>rd</sup> month past due, the first Pending Lien Notice will be mailed. After the 6<sup>th</sup> month past due the second Pending Lien Notice will be mailed. After the 11<sup>th</sup> month past due the Final Pending Lien notice will be mailed.
3. **Lien Placement.** After the 13<sup>th</sup> month an Association Assessment Lien will be filed on the members property with Jefferson County. A Lien Charge of \$700 will be charged to the member's account. A copy of the recorded Lien and a statement will be mailed to the member.
4. **Pre-Foreclosure Notices.** The first Pre-Foreclosure Notice will be mailed by first class mail 3 months after the Lien was filed. The second Pre-Foreclosure Notice will be mailed by first class mail no less than 60 days after the first Pre-Foreclosure Notice was mailed.

5. **Foreclosure.** The Board of Trustees will vote to turn the account over to the OCMC attorney once the account becomes 26 months past due. The attorney will mail a letter to the member giving them a specified number of days to respond before taking judicial civil action and foreclosure of the Associations Lien. All attorney fees will be charged to the member's account. All fees are non-negotiable.
6. **Exception.** If a member is 3 years behind on their property taxes and subject to possible property tax foreclosure by the county, the Board of Trustees may initiate an accelerated Lien and Foreclosure timeline as allowed by RCW 64.38.100. Property tax foreclosures wipe out all incumbrances on the property including the Associations Lien.

**BOAT LAUNCH:** Current membership card and ID must be visible. Members may use the boat ramp for launch and recovery of their personal boats and boats of friends when accompanied by a member. A member must leave and return with boat being launched. There will be no exceptions! Do not block usage by tying up to the floating dock for excessive periods of time. Courtesy and adherence to water safety procedures is expected. No unattended children are allowed on the dock. Enter water at your own risk.

**WATER USE FROM COMMUNITY WELLS:** All members are entitled to the use of water for cooking, camping, etc. from the wells on Salmon Street and the Clubhouse.

**CLUBHOUSE & RIVER KITCHEN:** Members may reserve the facilities by contacting the office. A refundable \$25.00 cleaning deposit is required to reserve either area. The deposit will be refunded if facilities are left clean.

### **Clubhouse Rules**

1. No cutting on the counter tops. Please use a cutting board.
2. Clean stove top, knobs and oven (if used) and make sure it is turned off after each use.
3. Remove all food from the refrigerator, wipe down shelves and inside drawers. Please check and clean under the fridge drawers.
4. Wipe down countertops and inside the microwave.
5. Wipe down tables and chairs. Check for shoe prints on chairs.
6. Make sure restrooms are clean. Keep toilet lids closed.
7. Sweep, vacuum and mop the floors as needed.
8. Please replace the paper towels or any other supplies you may have used from the kitchen. A small donation for replacement of supplies is acceptable.
9. **Please make sure no one sits on the heater.** If you use the heater, turn the thermostat off before you leave.
10. Remove all decorations and signs from inside and outside the property and pick up any trash.
11. Make sure the water is turned off.
12. If you used the BBQ or outside picnic benches, please wipe them down and remove any food from on the BBQ grill.
13. Close the windows and secure both locks.
14. Take all garbage with you and replace the garbage can liners.
15. Turn off the lights and lock both doors leading outside and the door near the heater).

**River Kitchen Rules**

1. This is an outdoor facility that is subject to nature. You may need to clean before use. Restrooms are locked and not available for use due to lack of running water. A porta potty may be available in the summer months depending on budget approval.
2. Remove all decorations & signs from OCMC property, such as crepe paper, balloons, tape, pins, nails, and staples.
3. Please pick up all trash and take the garbage with you.
4. Clean up food spills from the floor, tables, benches, & barbecues.
5. If the tables were removed from the enclosure, please return them.

**USE OF PROPERTY BY FRIENDS AND RELATIVES:** Owners of property in Olympic Canal Tracts may allow friends and relatives to use their individual lot(s). Membership rights are non-transferable. Friends and relatives can only use OCMC community property when accompanied by members.

**VEHICLES AND SPEED LIMITS:** All roads in the development are County roads and are posted with speed limits. Unlicensed vehicles are subject to State & County laws. You are prohibited from using off road recreational vehicles on OCMC properties.

**OPEN MEETINGS:** All regular Board of Trustees monthly meetings are open meetings and members are encouraged to attend. They are held in the Clubhouse on the second Saturday of each month at 10 a.m. Contact the office to place items on the Agenda for discussion. The meetings are conducted in an orderly manner with the last portion open to questions and comments by the membership. Meetings are also accessible remotely. A link will be provided prior to the meeting.

**WORK PARTIES:** Volunteer work parties accomplish much of the work required to maintain the facilities, beaches, boat ramp, park grounds, etc. Some members, who are unable to volunteer due to distance or physical disabilities, may make "Cash donations" in lieu thereof. CASH IS ALWAYS WELCOME. Donations may be made at the office. If you wish to volunteer for work parties, you may leave your name and phone number with a Board Member or the office.

**NOTARY:** Notary service is free to all members. Please contact the office to schedule a time. Non-members will be charged a fee of \$15.00.

**FAX:** Fax service is available at the office. Please contact the office manager to schedule a time.

Revised by Board of Trustees April 12, 2025

## Co-Owner Policy

Up until March 1996, dues were assessed per membership. In March 1996, the Bylaws were amended to read that dues would be assessed per lot. That left the co-owners not liable for any dues but still retaining the right to use the facilities.

In November 1996 and in April 1997, town meetings were held for members to express concerns and ideas. The biggest concern was how the co-owners should be assessed.

At the 1997 Annual Meeting, an advisory vote was taken concerning the co-owners. The majority of the votes felt that charging \$50 per lot should give membership rights to two people listed on the deed. Any other person on the deed would be considered co-owner(s) and should pay \$25 per person, if they desired facility use privileges. As you can see, there is overwhelming support from members to bring a fair and equitable solution for charging co-owners.

At the May Board Meeting, the Board of Trustees passed the following motions:

1. From this date, May 13, 2000, new co-owners will not be accepted for Membership Rights.
2. Current co-owners that wish to use the facilities will be assessed \$25 each, as of May 1, 2001.

To make it easier for members to understand, the Board defined membership and co-owners as follows:

- **A membership** is defined as the first two owners listed on the deed on or before May 13, 2000.
- **Co-Owners** are defined as any other person listed on the deed on or before May 13, 2000.

### Co-Owner Guidelines

1. All owners must be listed on the deed and the deed must be on file at the OCMC office.
  2. After May 13, 2000, new co-owners will not be allowed to obtain a Facility Use Card.
  3. For each assessment of \$70 per lot, two owners listed on the deed on or before May 13, 2000, will hold membership rights. They will be entitled to all membership privileges and be issued a Facility Use Card.
  4. All other owners listed on the deed may obtain a Facility Use Card by paying an annual fee of \$25 per person. The new fees will take effect May 1, 2001.
  5. For those co-owners who pay the \$25 fee to obtain Facility Use Cards, they will be allowed facility use only. This includes the beach, canal kitchen, river kitchen, parks, and other facilities as set by the Board of Trustees. The card will not give you voting rights. The Bylaws state:
  6. Article 11, Sec. 1(third sentence): "If two or more persons, the several owners of such interest, hold any lot or lots shall be deemed a single member and shall be entitled collectively to cast one vote (one vote per lot)."
- It will be the responsibility of each co-owner to notify the office of their wish to obtain Facility Use Car



## **Member's Rights at Meetings**

### **Resolution No. 2001-100**

**Purpose:** The purpose of this Resolution is to make clear rules for the participation of members in Olympic Canal Maintenance Company activities and decisions.

**Findings:** The Board of Directors finds the following:

1. The most important asset of Olympic Canal Maintenance Company is its members, and their participation in the joint effort to make the Olympic Canal Maintenance Tracts development a better community for all. Members are encouraged to participate in all Olympic Canal Maintenance Company activities and decisions, and to lend their efforts to the common good.
2. However, the participation of each member must be balanced with the rights of other members to participate as well. Occasionally, a member will not fully appreciate the need to reach such a balance, and will participate in a way that can be disruptive, or exclude other members from participating.

**Board Action:** To help all members appreciate their rights to participate, as well as the rights of others to participate, the Board of Directors adopts the following rules:

1. When participating in Olympic Canal Maintenance Company activities, decision-making. Or other business, all members will be afforded the right to be heard.
2. All members will keep in mind the rights of other members to participate as well.
3. If a member is not able to respect the rights of other members, staff, agents, volunteers, or employees, while participating in Olympic Canal Maintenance Company activities, decision-making, or other business, by becoming disruptive in any way, the Board may take corrective action. Depending on the circumstances, past incidents, and other factors it deems appropriate, the Board may limit a member's participation, require him or her to leave, or take any other steps it reasonably deems advisable to protect and balance the participation rights of all members, and the civil rights of all employees, staff, volunteers, agents and members.
4. Because the Board is the agent of the association for the purpose of control of Olympic Canal Maintenance Company facilities, the Board may require that a member not enter or remain in Olympic Canal Maintenance Company facilities, including offices, or have unpermitted contact with meetings, employees, staff, volunteers, agents and members, and so on, for an appropriate period of time. If the member refuses to comply, the Board may refer the matter to criminal authorities for investigation of trespass.
5. If the Board is forced to expend any funds to take any action, or enforce any action taken, pursuant to this rule, including attorney fees and/or any other fees and costs, any amounts expended shall be assessed against the member, and considered as an annual assessment for lien and collection purposes.

This resolution was adopted at the regular board meeting of the OLYMPIC CANAL MAINTENANCE COMPANY Board of Trustees on **December 8, 2001**.

Jacqueline Hartley, President

Judith Eaglestone, Secretary

# **Olympic Canal Maintenance Co.**

## **Short Term Rental Rules and Regulations**

- 1. The Short Term Rentals (STR) that are in the Olympic Canal Maintenance Corporation properties must register with the office and sign an agreement that they will abide by the following rules and regulations.**
- 2. The Short Term Rental (STR) owners will provide copies of the Jefferson County permit from the Department of Community Development. If a property owner intends to have a short term rental, they must submit a letter of intent and a copy of the Jefferson Department of Community Development showing that the application is in progress.**
- 3. Member/owner will provide phone numbers, to the head of the complaint committee, where they can be reached 24 hours a day, seven days a week in case there is either a complaint or a problem on the property.**
- 4. Renters must accept and follow the rules of the Olympic Canal Maintenance Corp. This will include:**
  - RENTERS DO NOT HAVE COMMUNITY BEACH ACCESS.**
  - RENTERS DO NOT HAVE BOAT RAMP ACCESS.**
  - RENTERS MUST FOLLOW ALL THE NUISANCE GUIDELINES AS WRITTEN IN THE BYLAWS.**
- 5. If there is a complaint about the renters, the owner will be notified immediately. The owner is responsible and must take action to correct the problem. If there are more than three complaints within a 3 month period, the Complaint committee will contact the owner for a meeting. If the complaint is not resolved, then the Olympic Canal Maintenance Corp. will start to levy a fine of \$100 a week until the issue is resolved. If the fines are not paid within 30 days, then the Olympic Canal Maintenance Corp. may consider legal measures which may include foreclosure on the property. The member will be responsible for all fees incurred.**
- 6. If an owner/member rents out their property without following the Rules and Regulations, then the Olympic Canal Maintenance Corp. will start to levy fines of \$100 a week. If after three months the fines have not been paid, the matter will be turned over to the Olympic Canal Maintenance Corp. attorney.**

Adopted by Membership: May 28, 2022

President: Jacqueline Hartley  
Secretary: Laurie Plunkett