

BY-LAWS
OF

TAMARACK SPRINGS MUTUAL WATER COMPANY, INC.

As amended on July 29, 2023

ARTICLE I

Name

The name of this organization shall be TAMARACK SPRINGS MUTUAL WATER COMPANY, INC.

ARTICLE II

Purposes

The purpose of this organization is to construct and operate a water supply system to furnish domestic water to the owners of property in Tamarack Springs Unit No. 1 subdivision, situated in Calaveras County, California. This organization is to be a nonprofit corporation, and no part of the profits or earnings shall ever inure to the benefit of any individual member of this organization.

ARTICLE III

Offices

Section 1: PRINCIPAL OFFICE. The principal office for the transaction of business of the Corporation is hereby fixed and located at Calaveras County, California.

Section 2: OTHER OFFICES. Branch or subordinate offices may at any time be established by the Board of Directors at any place or places where the Corporation is qualified to do business.

ARTICLE IV

Membership

The corporation shall have one class of members. Each lot owner in Tamarack Springs Unit No. 1 shall be a member. Each membership certificate shall entitle the holder to one vote on any matter submitted to a vote of the members. Membership in this Corporation is transferable or assignable to any new lot owner, but each certificate shall be appurtenant to each respective lot.

ARTICLE V

Description of Area

The real property which shall be served by said water company, to which the membership certificates shall be appurtenant, is more particularly described as follows:

That certain real property situated in the County of Calaveras, State of California, more particularly described as follows:

Parcel I: Lot 1 to 35, inclusive, as shown upon a map entitled "TAMARACK SPRING NO. 1," According to The Official Map thereof filed July 3, 1967, in Book 2 of Maps, Calaveras County Records.

Parcel II: Lots 9, 11, 12, and 13, as shown upon a map entitled "S.M.E.-16 (TAMARACK VILLAGE) Tentative (TAMARACK, UNIT 1), According to the Calaveras County Assessor's Maps REV. 10, dated 07/07/05, in Book 02, Page 025.

Parcel III: Lot 17, as shown upon a map entitled "S.M.E. (TAMARACK VILLAGE, UNIT 1), According to the Calaveras County Assessor's Maps REV. 10, dated 03/16/98, in Book 02, Page 026.

ARTICLE VI

Board of Directors

Section 1: NUMBER OF MEMBERS. The Board of Directors of this Corporation shall consist of seven (7) members, who shall be elected annually by the membership at the annual meeting.

Section 22: MANAGEMENT. The business and property of this corporation shall be managed and conducted by the Board of Directors.

Section 3: VACANCY. In case of any vacancy on the Board of Directors through death, resignation, or otherwise, the remaining Directors, by a majority vote, may elect a successor to hold the office of the Director whose office is vacated until the election of a successor at the next annual election.

Section 4: MEETINGS. Meetings of the board shall be held at such times and in such places as may be designated from time to time by the board of Directors. Notice of such meetings will be publicly posted not less than four (4) days in advance of the meeting.

Section 5: SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by the President or by the Secretary-Treasurer; notice of such meetings shall be publicly posted not less than four (4) days in advance of the meeting. Said notice shall specify the hour, place, and purpose of said meeting.

Section 6: QUORUM. Quorum for meetings of the Board of Directors is set at four (4) Directors. However, if one or two seats on the Board of Director is/are vacant, and no replacement is made by the other Directors or by the membership as stated above, quorum for the transaction of business of the corporation shall be adjusted to reflect the only the occupied seats on the Board of Directors.

ARTICLE VII

Officers

Section 1: OFFICERS. The officers of this Corporation shall be a President, Vice-President, Secretary, and Treasurer. They shall be elected by the Board of Directors at the annual meeting of the Corporation held immediately following the election of Directors.

Section 2: PRESIDING OFFICER. The President shall preside at all meetings and shall act as the executive of the Corporation. The President shall have such additional duties as may be fixed by the Board, by By-Laws, or by Resolution from time to time.

Section 3: VICE-PRESIDENT. The Vice-President shall preside at meetings in the absences of the President and shall perform such duties as may be assigned by the Board of Directors.

Section 4: SECRETARY. The Secretary shall keep all records and minutes of the Corporation. The Secretary shall perform such other duties as may be assigned by the Board of Directors.

Section 5: TREASURER. The Treasurer shall keep all books of the Corporation, shall keep a record of the financial transaction of the Corporation and shall have control of the funds of the Corporation. The Treasurer shall perform such other duties as may be assigned by the Board of Directors.

ARTICLE VIII

Indemnification of Directors, Officers, Employees, and other Agents

To the extent that a person who is, or was, a director, officer, employee, or other agent of this corporation has been successful on the merits in defense of any civil, criminal, administrative, or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the corporation, or has been successful in defense of any claim, issue, or matter, therein, the corporation shall have the right to indemnify such person against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then the corporation shall have the right to indemnify such person against expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with such proceedings, but

only to the extent allowed by, and in accordance with the requirements of, Section 7237 of the California Non-Profit Mutual Benefit Corporation Law.

ARTICLE IX

Meetings of Members

Section 1: PLACE OF MEETINGS. All meetings of the shareholders shall be held at the office of the Corporation as reported to the State of California in the Corporation's Statement of Information, or at Tamarack Springs, at a lot as designated by the Board at least 30 days prior to such meeting.

Section 2: ANNUAL MEETINGS. The annual meeting of the shareholders shall be held on the last Saturday of July in each year, at the hour of 11:00 a.m., at which time the members of the Corporation shall elect by plurality vote a Board of Directors, consider reports of the affairs of the Corporation, and transact such other business as may properly be brought before the meeting.

Section 3: SPECIAL MEETINGS. Special meetings of the members, for any purpose or purposes whatsoever, may be called at any time by the President, by the Board of Directors or any two or more members thereof, or by not less than 1/5 of the members having voting rights.

Section 4: NOTICE OF MEETINGS. Notice of meetings, annual or special, shall be given in either by publicly posting or writing to members by the Secretary or, if there be no such officer or in case of his neglect or refusal, by any Director or member. Such notice shall be provided at least thirty (30) days before the meeting in the event of annual meetings and at least four (4) days prior to the holding of any special meeting.

ARTICLE X

Breach and Default

The Board of Directors of this corporation are empowered to record a lien or liens against the real property of any shareholder/member of this corporation who is delinquent in payment of any dues, rate, charge or assessment related to water service to secure the collection of the dues, rates, charges, and assessments owed to the corporation by the shareholder/member, provided at least 20 days' prior written notice regarding the recording of the lien is given to the shareholder/member.

ARTICLE XI

Amendments to By-Laws

Section 1. Amendment in General. Subject to these bylaws or any provision of law applicable to the amendment of bylaws in the Non-Profit Mutual Benefit Corporation Law, these bylaws, or any of them, may be altered, amended, or repealed and new bylaws may be adopted or approved by the Board of Directors.

Section 2. Certain Amendments. Notwithstanding Section 1 of this Article, the bylaws may only be amended by the approval of the members if any such amendment would:

- (a) Materially and adversely affect the rights of members as to voting, dissolution, redemption or transfer;
- (b) Increase or decrease the number of members authorized in total or for any class;
- (c) Effect a change, reclassification or cancellation of all or part of the memberships;
- (e) Authorize a new class of membership;
- (f) Change the number of directors;

- (g) Authorize the Board of Directors to fill vacancies created by the removal of directors;
- (h) Change the number of memberships necessary for a quorum at membership meetings;
- (i) Change proxy rights;
- (j) Change to cumulative voting; or

- (k) Otherwise be specified in these bylaws or required under applicable law.

Section 3. These By-Laws may be repealed or amended at the annual meeting of the members or at any other meeting of the members called for that purpose by a majority vote of the shareholders or by the written consent of such shareholders.

Know all persons by these presents: We, the undersigned, being all of the persons appointed by the Articles of Incorporation to act as the members of the Board of Directors of Tamarack springs Mutual Water Company, Inc., hereby assent to the foregoing By-laws and adopt the same as the By-Laws of the Corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 23rd day of June, 1967.

/s/ Philip N. Johnson
/s/ Everett H. Shinn
/s/ Fred E. Weybret

As amended by Vote of the Shareholders as confirmed by the Directors on May 17, 1968.

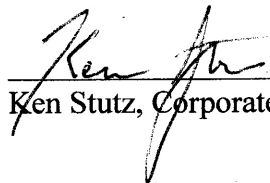
As amended by Vote of the Shareholders at the annual meeting of the Shareholders on August 31, 1975, as reported in the Minutes of that meeting on file with the Corporation.

As amended by Vote of the Shareholders in February, 2004, confirmed by the Directors on March 15, 2004 and announced to the Shareholders at the annual meeting of the Shareholders on July 31, 2004.

As amended by Vote of the Shareholders in July, 2022.

As amended by Vote of the Shareholders in July, 2023.

Dated July 31, 2023



Ken Stutz, Corporate Secretary