

BYLAWS

PLANTATION PARK
CAMPER'S ASSOCIATION INC.

2024

**REVISED / Amended:
August 12, 2023**

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**PLANTATION PARK CAMPERS' ASSOCIATION, INC.
MERCER, PENNSYLVANIA**

BYLAWS

ARTICLE I – NAME AND PURPOSE

SECTION 1. The name of the Corporation is Plantation Park Campers' Association, Incorporated (hereinafter referred to as the "Association"), a not-for-profit corporation duly organized and incorporated under the laws of the Commonwealth of Pennsylvania.

SECTION 2. The Association was incorporated to acquire, own, and operate the Campground (hereinafter referred to as the "Campground") situated in Findley Township, East Lackawannock Township, and the Borough of Mercer, Mercer County, Pennsylvania.

SECTION 3. The Registered Office of the Association shall be located at the Campground, Mercer County, Pennsylvania.

ARTICLE II – MEMBERSHIP, DUES, ASSESSMENTS

SECTION 1. The Members of the Association shall consist of individuals who have purchased a Share in the Association. The value of each Share shall be \$1,000.00; however, this value may be changed at such time as deemed necessary by the Members of the Association.

Upon purchase of a Share, each Member may at his discretion assume the exclusive use, at any time during the year, of a specified lot in the Campground, and the non-exclusive use of the common properties of the Campground, all in accordance with the Campground Rules and Regulations adopted by the Board of Directors of the Association. Members who, prior to the incorporation of the Association, did not purchase exclusive right to a specified lot but did purchase certain Camper rights, are not entitled to assume the exclusive use of a specified lot unless and until an additional payment of \$5,500.00 (minus the original price of the Membership) is made to the Association when a site is available. This amount represents the fair market value of a lot as determined by the Board of Directors on April 16, 1986. (Amended 8/11/01)

No member shall be permitted to use the campground as a permanent residence, as such term is defined by the laws and court decisions of the Commonwealth of Pennsylvania. The Board of Directors may at any time require any member to provide proof of residence outside of the campground. Failure to provide such proof in a timely manner shall be grounds for appropriate sanctions that may include expulsion from the campground. (Amended 8/13/2009)

A member may purchase more than one Share but may not own more than three Shares. For each share purchased, the Member shall be responsible for the payment of the Maintenance Fee established in Article II, Section 2. Upon the sale of any second or third lot without a Share, the buyer must purchase one Share for each lot purchased at the then-existing value of a Share established by the Members.

SECTION 2. In order to maintain and operate the Campground, a Maintenance Fee will be charged at the beginning of each Fiscal Year. The Maintenance Fee for the Fiscal Year will be as follows:

Members with one lot.....	\$ 1,343.00
Members with second adjacent lot, with no utilities, an additional.....	\$ 910.00
Members with third adjacent lot, with no utilities, an additional.....	\$ 910.00
Members with no lot.....	\$ 1012.00
Member with 1/2 partial lot.....	\$ 511.00

The amount of the Maintenance Fee will be increased automatically each Fiscal Year based upon the percentage of increase of the Consumer Price Index (CPI). Otherwise, the amount of the Maintenance Fee may be increased or decreased at any time upon majority vote of a quorum of the Members of the Association. (Amended 8/11/01)

SECTION 3. Additional Assessments may take place in order to increase, improve, or otherwise perpetuate the operation and maintenance of the Campground. Any additional Assessment shall be made only upon the majority vote of a quorum of the Members of the Association.

Any Assessment shall be made only for a specified period of time and specified project. Upon completion of said project, the Assessment Fee will no longer be billed to the Members.

Any new project requiring an Assessment will require approval at an Annual Meeting or Special Meeting called for that purpose.

The total amount of each assessment shall be appropriated equally against each Share or site assigned, whichever is greater. (Amended 8/12/00)

SECTION 4. A member who fails to pay any assessment, maintenance fee, or fine by the date it is due shall be penalized in accordance with Plantation Park Campers' Association, Inc. Rules and Regulations, and shall be referred to the Board of Directors, which will review the delinquency, and upon finding no just cause for failure to pay, will automatically suspend the member until such fees are paid. After 30 days, or until satisfactory arrangements are made, if said fees are not paid, the member may be expelled from the Association, and his share cancelled by the Board of Directors.

SECTION 5. No Member shall be a paid employee of the Association or its labor union except that a Member may be a part-time seasonal employee for jobs including, but not limited to, store workers, lifeguards, cleaning persons, lawn care personnel, and similar types of part-time seasonal jobs. This amendment shall not be applied so as to affect any Member of the Association who is a current employee of the Association or its labor union, for so long as such person's employment shall continue.

ARTICLE III – MEMBERSHIP MEETINGS

SECTION 1. The Annual Meeting of the Members of the Association shall be held each year on the second Saturday of August, commencing at 9:30 a.m. local time, at the Pavilion at the Campground. A notice shall be given of any Annual Meeting to the Members of the Association.

SECTION 2. Special Meetings of the Members of the Association may be called at any time by two Directors of the Association, or by written request filed with the Recording Secretary of at least forty percent (40%) of the Members of the Association entitled to vote. The written request must state the purpose of the Special Meeting. The Special Meeting shall be held not less than twenty-five (25) days nor more than forty-five (45) days after receipt of the written request. The Recording Secretary shall give at least twenty-one (21) days' written notice of the time, date, and purpose of the Special Meeting to be held at the Campground. Only the subjects specified in the written notice may be considered at the Special Meeting.

SECTION 3. At any Annual or Special Meeting of the Members of the Association, the presence in person or by Absentee Ballot of Members entitled to cast forty percent (40%) of all the votes of the Members shall constitute a quorum. If a quorum is not present, the Meeting shall be adjourned to a date and time not more than sixty (60) days later. The Recording Secretary shall give at least ten (10) days' written notice of the time, date, and purpose of the adjourned Meeting. In any adjourned Meeting, the presence in person or by Absentee Ballot of Members of the Association entitled to cast twenty percent (20%) of all the votes of the Membership of the Association shall constitute a quorum.

SECTION 4. At any Annual or Special Meeting of the Members of the Association, one vote may be cast for each Share purchased by the Member. In any event, no Member shall be entitled to cast more than three (3) votes. All votes shall be by secret ballot unless determined by a majority of the Members present in person or by Absentee Ballot at the Meeting. Absentee Ballot forms shall be available at all times at the Campground Office.

Absentee ballot forms shall be available during regular business hours as specified within Article IV section 1 (amended 8-12-23)

SECTION 5. Only Members in good standing are entitled to vote. A Member in good standing is defined as a Member whose fees, dues, and other financial obligations are paid in full, and against whom no fines or penalties are outstanding. (Revised 8/10/02)

ARTICLE IV – BOARD OF DIRECTORS

SECTION 1. The Board of Directors consisting of nine (9) members shall conduct the business and affairs of the Association. Directors shall be elected from those names of Shareholders submitted to them by the Nomination and Election Committee on or before June 1st of that year.

All ballots for the election of Directors will be available to Shareholders to pick up between 8 a.m. and 9:30 a.m. in the Clubhouse the morning of the Annual Membership Meeting. No election ballots will be mailed out. A Shareholder needing to vote by absentee ballot must request their election ballot and ballot envelope at the Park Office **starting July 16th, absentee ballots will be made available in the park office until 48 hours prior to the annual election. All ballots must be received by the Park Office in the manner and time frame established by this section.** A valid photo ID is required in order to receive an election ballot. The election ballot will include names submitted by the Nomination and Election Committee with sufficient blank spaces for write-in candidates and candidates nominated from the floor of the Annual Membership Meeting. The Shareholders shall vote for Directors by either a) mailing an absentee ballot to the Park Office postmarked on or before ten (10) days prior to the Annual Membership Meeting date; b) placing an absentee ballot in the sealed ballot envelope in the locked ballot box in the Park Office in person by 2:00 p.m. the Friday before the Annual Membership Meeting; or c) submitting their election ballot in person at the Annual Membership Meeting. All ballots will be counted by the Nomination and Election Committee. There will be no ballots by proxy for election of Members of the Board of Directors. All ballots properly submitted pursuant to this Section shall be counted in determining the presence or absence of a quorum. In the event of a tie in the election for any position on the Board of Directors the winner will be determined by drawing a “name from the hat” by the person presiding over the Annual Membership Meeting. **(Revised 8/12/23)**

SECTION 2. Each Director elected at any Annual Meeting shall serve a term of three (3) years. Effective following the 2016 election, no Director shall serve for more than two (2) consecutive terms (including completion of unexpired terms) whether elected or appointed. A candidate’s previous terms in office will not be considered. After the 2016 election, a person who previously served as a Director shall not be eligible to be a Director until a two-year period out of office. If elected to fill an unexpired term, the Director shall serve only the unexpired term and thereafter until the successor is duly elected or until the earlier death, resignation, or removal of such Director. Only Members in good

standing shall be entitled to be elected to the Board of Directors at any time.
(Revised 8-13-16)

SECTION 3. The Board of Directors shall hold an Organizational Meeting as soon as convenient after the Annual Meeting of the Members. At this Meeting, the Board of Directors shall elect the Officers of the Association pursuant to Article V of these Bylaws.

SECTION 4. The Board of Directors shall meet monthly at Plantation Park and at such time as they determine. Special Meetings of the Board of Directors may be called for any purpose by the President or by any two Directors upon at least seventy-two (72) hours' actual notice to each Director. No meeting of the Board of Directors may be closed to the Shareholders unless notice of said closure is posted two weeks before the Meeting.

SECTION 5. The Board of Directors shall serve without compensation. The Board of Directors shall not be required to post any bond of surety for the faithful performance of their duties. However, the Association will provide an Officers and Directors Bond of Errors and Omissions Insurance to protect the Officers and Directors against any liability that may be incurred in the performance of their duties.

Expenses incurred by the Board of Directors will be listed in the monthly financial report listing the Director by name, amount spent and reason for expense. They may be reimbursed for automobile mileage to and from the Campground for Board business during the non-camping season, November 1 through April 30. The rate of reimbursement per mile will be the current IRS allowable rate with a maximum amount of Two Hundred Fifty Dollars (\$250.00) per year. All other out-of-pocket expenses will be reimbursed only with a receipt approved by the Board of Directors. Only expenses for Plantation Park Campers' Association will be considered for reimbursement.

SECTION 6.

At any regular or Special Meeting of the Board of Directors that occurs during the camping season, as defined in Article IV, Section 5 (May 1 through October 30), no Members may participate by telephone or any other electronic means of communication and will not be permitted to vote unless physically present. At all Meetings of the Board of Directors that occur during the non-camping season, as defined in Article IV, Section 5 (November 1 through April 30), Members of the Board of Directors may, at the discretion of the Board, be considered present and allowed to vote by participating through telephonic or other electronic means.

SECTION 7. Vacancies existing on the Board of Directors for any reason shall be filled by a vote of the majority of the Directors remaining in office. Such new Director shall serve until the next Annual Election. At the Annual Meeting, the Members will

elect the required number of Directors to fill all vacancies, with the three (3) highest vote totals serving for three (3) years and the next highest to fill the vacancies that may be open.

SECTION 8. Any action which may be taken at a meeting of the Board of Directors may be taken without a meeting by the unanimous written consent of the Directors then in office, which consent shall be signed by all Directors and filed with the Recording Secretary. Such consent will be valid until the next regularly scheduled Board Meeting, when it will be presented to the Board for official action. No action of the Board shall be valid, except in the case of emergency, unless voted upon by the Board at a regularly scheduled Open Meeting. All motions by the Board will be sent to the Shareholders in the quarterly newsletter.

SECTION 9. Any Director may be removed by either the Shareholders or the Board of Directors in accordance with Section 1726 of the Pennsylvania Business Corporation Law. Any Director so removed shall be notified immediately by certified mail, return receipt. Within ten (10) days of the receipt thereof, said Director may request a hearing in writing before the remaining Board members. Said hearing shall occur within twenty (20) days, shall be open to all Shareholders, and the Director and other persons involved may present evidence. Removal of said Director following such a hearing must be by a majority vote of the Directors, whether or not all remaining Directors are present at the hearing. The final decision for removal of any Board member will be reviewed and voted on at an Executive meeting and the final decision will be presented at the next Board Meeting. Only directors present at the hearing may vote. The determination of the remaining Directors shall be final and binding upon the parties.

SECTION 10. Notwithstanding Section 1726, any Director may be removed from office for proper cause upon the vote of two-thirds (2/3) of the Directors then in office. Proper cause includes, but is not limited to, the following:

- (a) The Director being declared of unsound mind by an order of the court.
- (b) The Director being convicted of a felony.
- (c) The Director being absent from three (3) regularly scheduled consecutive meetings of the Board of Directors without written Board approval.

ARTICLE V – OFFICERS

SECTION 1. The Officers of the Association shall be elected from the Board of Directors of the Association and shall be President, Vice President, Recording Secretary, Financial Secretary, Treasurer, and Assistant Treasurer. All shall hold office for the term of one (1) year and thereafter, until their successor is elected and qualified, or until the earlier death, resignation, or removal of such Officer (provided that the Board of Directors may remove an Officer pursuant to Section 1733 of the Pennsylvania

Business Corporation Law). All Board business shall be covered by the Bylaws approved by the Members. If not covered by the Bylaws, the meeting shall be governed by "Robert's Rules of Order".

SECTION 2. The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Members of the Association and Board of Directors. He shall have general and active management of the business of the Association and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall also be an *ex officio* member of all standing committees of the Association.

SECTION 3. The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors may prescribe or the President may delegate to him.

SECTION 4. The Recording Secretary shall keep the Minutes of all the meetings of the Association and the Board of Directors (including but not limited to recording all votes at such meetings), shall read the minutes of the preceding meeting at the beginning of any meeting, shall give or cause to be given any notice of all meetings of Members of the Association and Board of Directors as prescribed by these Bylaws and shall otherwise perform such other duties as may be defined by these Bylaws or prescribed by the Board of Directors or the President. The Recording Secretary shall record in a book kept for that purpose the names and addresses of all Members of the Association, together with the specific lots assigned for the exclusive use of each member. The Recording Secretary shall also keep and maintain in safe custody the Corporate books and seal and, when authorized by the Board of Directors, affix the same to any instrument requiring same and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer.

SECTION 5. The Financial Secretary shall be responsible for the recording of all authorized financial transactions of the Association. He shall be responsible for the examination and authorization of all bills, invoices, debts, costs, or other expenses of the Association. Such duties may be delegated, by approval of the Board of Directors, to his delegate. The Financial Secretary shall also assist the Treasurer, Audit Committee and Finance Committee in the furtherance of their duties and responsibilities.

Trustees. Those Members of the Board of Directors not chosen for any of the six (6) offices enumerated in Article V, Section 1, shall be designated as Trustees and listed as "Auditors" as referred to in Robert's Rules of Order. They shall serve as non-voting Members of the Finance and Audit Committees. They shall review all financial reports of the Association. They shall supervise any recounts of ballots and any voting procedures or irregularities, all in cooperation with the Nominations and Elections Committee.

SECTION 6. The Treasurer shall be the Chief Financial Officer of the Association, and shall have charge of all receipts and disbursements, and shall be the custodian of the funds of the Association. The Treasurer shall have full authority to receive and give receipts for all monies due and payable to the Association and shall maintain the accounts of the Association at such bank or banks as may be designated by the Board of Directors. The Treasurer shall render a financial statement at each monthly Meeting and at the Annual Meeting of the Board of Directors and Members. The Treasurer or his delegate, approved by the Board of Directors, shall receive and deposit all monies of the Association and shall disperse such funds as directed by resolution of the Board of Directors. Board Members have the right to expend monies over the budget adopted by the Members at the Annual Meeting in the event of an emergency, but the Board of Directors shall be governed by sound fiscal responsibility.

SECTION 7. The Assistant Treasurer shall work in close proximity with the Treasurer. He shall give assistance to the Treasurer whenever possible. The Assistant Treasurer shall be a member of the Finance and Audit Committees. In the absence of the Treasurer, he shall, with the Board's approval, assume the duties of the Treasurer.

SECTION 8.

ARTICLE VI – COMMITTEES

SECTION 1. The Board of Directors may designate and create such Committees as are necessary to accomplish the purpose of the Association. The Chairman and Members of each Committee shall be Members in good standing of the Association.

SECTION 2. Unless otherwise provided herein, each Committee shall consist of a Chairperson, Vice Chairperson, Secretary, and one or more members.

SECTION 3. The Chairperson, Vice Chairperson, or Secretary shall be selected by the Committee members and approved by the Board of Directors. The Board of Directors shall approve Members of each Committee and shall designate the duties and obligations of each Committee, in addition to those set forth in these Bylaws.
(Revised 08/14/04)

SECTION 4. The Standing Committees of the Association shall be:

- Sales & Public Relations Committee
- Nominating & Election Committee
- Recreation Committee
- Maintenance Committee
- Safety & Security Committee
- Finance Committee
- Audit Committee

Hearing Board Committee
Bylaws/Rules & Regulations Committee
Ways & Means Committee

SECTION 5. The Sales & Public Relations Committee shall act as a sales staff and public relations staff of the Association and shall make recommendations to the Board of Directors concerning any matter related to same.

SECTION 6. The Nominating & Election Committee shall be approved prior to the Annual Meeting to serve from the close of such Annual Meeting until the close of the next Annual Meeting. Such appointment shall be announced at each Annual Meeting. The Nominating Committee shall make nominations for the election to the Board of Directors, but in no case less than the number of vacancies that are to be filled.

SECTION 7. The Recreation Committee shall submit to the Board of Directors for approval their plans on all matters pertaining to the recreational program and activities of the Association.

SECTION 8. The Maintenance Committee shall submit to the Board of Directors for approval their plans on all matters pertaining to maintenance, repair, or improvement of the common properties of the Association.

SECTION 9. The Safety & Security Committee shall submit to the Board of Directors for approval their plans on all matters pertaining to the safety program of the Association and shall determine the needs and develop programs to protect persons and property in the Campground.

SECTION 10. The Finance Committee shall supervise the annual review of books and records of the Association and prepare the Annual Budget to be presented to the Members at the Annual Meeting of the Association and shall refer all plans and activities to the Board of Directors. The Financial Secretary and Treasurer shall be *ex officio* members of the Committee.

SECTION 11.

The Audit Committee shall conduct an audit of the books and financial records of the Association at various times of the year. On a scheduled basis, they shall have access to the books and records of the Association for an audit. The Audit Committee Chairperson shall have a working knowledge of bookkeeping/auditing procedures but is not required to have an extensive financial background. In addition to these in-house Audits, there shall be an outside Audit conducted by an independent auditor starting in the 2016 calendar year and at least every five (5) years there after. (revised 8-12-17)

SECTION 12. Members of the Hearing Board Committee shall serve for one year, and shall elect a Chairperson, Vice Chairperson and Secretary at their annual organizational meeting. When a Hearing Board is needed, the Chairperson or Vice Chairperson, at a called meeting of the Hearing Board Committee, shall draw the names of five (5) members and two (2) alternates from the list of the members of the Committee (who shall not be Directors of the Corporation). The five (5) members and two (2) alternates selected may only serve on the Hearing Board for which they are chosen. No member of the Hearing Board Committee may serve on any Hearing Board convened to consider any matter in which that person has a personal interest, whether expressed or implied.

The Hearing Board shall hear all unresolved complaints filed against members of the Association and their guests for violations of the Bylaws or Rules and Regulations, except for financial matters regarding a shareholder's payment of fees, fines and assessments, which matters are exclusively reserved for resolution by the Board of Directors.

Members selected for a Hearing Board will elect a chairman from within their number who will preside throughout the course of the Hearing and issue the Hearing Board's findings in accordance with Plantation Park Campers' Association, Inc. Rules and Regulations.

SECTION 13. The Bylaws/Rules & Regulations Committee shall review the Bylaws, evaluate any possible changes, and make recommendations. The Bylaws/Rules & Regulations Committee shall receive all proposed amendments and render a recommendation on each proposed amendment. The Bylaws/Rules & Regulations Committee should present its recommendations for review to the Board of Directors and, after final review by the Committee, must present all proposed amendments to the general membership to approve or reject the proposed amendments to the Bylaws. The Bylaws/Rules & Regulations Committee will recommend to the Board of Directors for their approval any necessary changes to the Rules and Regulations. The Bylaws/Rules and Regulations Committee shall review the rules and regulations, evaluate any possible changes and make recommendations. The Bylaws/Rules and Regulations committee shall receive all proposed changes to the rules and regulations and render a recommendation on each proposed amendment. The Bylaws/Rules & Regulations Committee Chairman, or his or her designee, will be able to contact the Corporation's legal counsel about proposed amendments after a vote of the Committee. The total billable hours for legal counsel shall not exceed ten (10) hours without the approval of the Board. If additional legal counsel is required, the Committee must obtain Board approval. (Amended 8/13/09).

SECTION 14. The Ways & Means Committee shall submit to the Board of Directors all matters pertaining to the expenditure of funds by the Committee for the improvement of the Campground.

SECTION 15. With the exception of the Nominating Committee, each committee shall have the power to appoint a subcommittee from among its members and may delegate to any such subcommittee any of its powers, duties, and functions.

SECTION 16. It shall be the duty of each Committee to receive complaints from the Members on any matter involving Association functions, duties, and activities within its field of responsibility. It shall investigate such complaints and refer them to such other committees, Officers, or the Board of Directors.

SECTION 17. No member of the Board of Directors may be an officer or voting member of any committee except as permitted by other sections of these Bylaws or as necessary to fulfill the requirements pertaining to Standing Committees as set forth in Article VI Section 4. (Amended 8/14/99)

ARTICLE VII – FISCAL MATTERS, RECORDS

SECTION 1. No Director, Officer, Agent, or Employee of the Association shall have any power or authority to borrow money on its behalf as an individual, or to pledge its credit, or to mortgage or pledge its real or personal property except within the scope and to the extent of the authority delegated by resolution adopted by the majority of the Directors voting at a Regular or Special Meeting of the Board of Directors. Authority granted by the Board of Directors for any of the above purposes must be limited to specific instances of borrowing and for a specific purpose. The Board of Directors shall not have authority to borrow in excess of \$25,000.00 without approval of the Members at an Annual Meeting or Special Meeting of the Members

Contracts for goods or services exceeding Five Thousand and 00/100 (\$5,000.00) shall require at least three (3) written quotes from qualified and responsible contractors. All bids shall be sealed and delivered to the park office by a predetermined date and time and will be opened in the presence of at least five (5) directors. If three (3) written quotes are not available, an explanation of why such quotes are not available shall be recorded by the Secretary of the Board of Directors. If the Board of Directors determines that any contract for goods or services is necessary by reason of emergency, the Board of Directors may, by majority vote, waive this procedure and the Secretary of the Board of Directors shall record the nature of the emergency and the approved contract. This rule shall apply to Contracts by and between a third-party and the Board of Directors, singular director on behalf of PPCA, PPCA employee, or committee of PPCA.

SECTION 2. All checks, notes, and other obligations of the Association must have two (2) signatures. The Financial Secretary or the Treasurer and a specified delegate approved by the board must sign all checks of the Association.

SECTION 3. The Board of Directors shall adopt a Budget for each fiscal year, which shall be presented for approval at the Annual Meeting of the Members of the Association immediately prior to the fiscal year for which the budget is prepared. For the purpose of this Article, the fiscal year of the Association shall be the calendar year.

- SECTION 4. A review of the books and records of the Association shall be prepared for each fiscal year by a qualified accountant for inspection, together with the corresponding balance sheet, by Members of the Association.
- SECTION 5. Every Member, by written request to the Financial Secretary, shall have the right to examine, in person or by agent, and make copies (at the Member's expense) or extracts, at reasonable times, all Corporate books and records of accounts of the Association. No books or records may be removed from the possession of the Director or Officer having custody of them.
- SECTION 6. Members must advise the Recording Secretary of their current address. All notices shall be sent to the Members at the address appearing on the Association records and will be deemed to have been received three (3) days after mailing to such address.
- SECTION 7. The Board of Directors cannot move monies from one budget item to another without a majority vote of the Board of Directors. The Board of Directors shall not have the authority to exceed expenses in the budget approved at the Annual Meeting by more than five percent (5%) annually without the approval of the Members at a Special Meeting. If the Board of Directors exceeds the budget by more than five percent (5%) without the approval of the Members at a Special Meeting, the terms of office of all Members of the Board shall automatically terminate effective at the next Annual or Special Shareholders Meeting. (Revised 08-14-04)

ARTICLE VIII – SHARES

- SECTION 1. Each Member shall be issued a certificate identifying him as a Shareholder, together with the number of shares in the Association. If a Member possessing a Share Certificate claims that it has been lost, destroyed, or wrongfully taken, the Association shall issue a new certificate in place of the original certificate, if the owner so requests, before the Association has notice that the certificate has been acquired by a bona fide purchaser, has filed with the Association an indemnity bond and affidavit with the facts satisfactory to the Board of Directors, and has complied with such other reasonable requirements, if any, as the Board of Directors may deem appropriate.
- SECTION 2. A Member may sell, assign, or bequeath his Share(s), provided that all assessments, maintenance fees, and fines have been paid with respect to the Share being transferred. The transfer of Share must take place at the Campground in the presence of the transferor (or legal representative), the transferee, and an Officer of the Association or someone designated by the Board. The Recording Secretary will duly note the transfer on the books of the Association, and will transfer the Shareholder Certificate to the new Member. The new member will be subject to these Bylaws, Campground Rules & Regulations, and other policies adopted by the Board of Directors.

ARTICLE IX – AMENDMENTS

- SECTION 1. These Bylaws may be amended at any Regular or Special Meeting of the Members of the Association at which a quorum is present in person or by proxy.
- SECTION 2. Written notice of the proposed amendment shall be given to every Member at least ten (10) days prior to the Meeting at which a vote will be taken on the amendment.
- SECTION 3. All amendments to these Bylaws shall require the affirmative vote of at least Fifty percent plus one(50% + 1) of the Shares represented, either in person or by proxy, at the Meeting.
- SECTION 4. All amendments to these Bylaws shall be submitted to the Bylaws/Rules & Regulations Committee for their review prior to being submitted to the Members of the Association.
- SECTION 5. The Board of Directors shall have no authority to circumvent the Bylaws by passing rules or regulations that contradict the Bylaws.

In the event that Members reject a proposed change to the Bylaws, the Board shall have no authority to pass any rule or regulation that contradicts the express intent of the Members. (Amended 8/12/00)

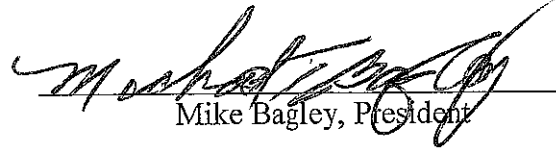
ARTICLE III AMENDMENTS

SECTION 4

Absentee ballot forms shall be available during regular business hours as specified within Article IV section 1 (amended 8-12-23)

We hereby attest that these Bylaws are true and correct as revised by vote of the Shareholders at the August 12, 2023 Annual Meeting.


Robert Kellaway, Recording Secretary


Mike Bagley, President

Dated: August 12, 2023

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|-----------------|-----------------|-----------------|---------------------------|
| Revised 6/14/99 | Revised 8/14/04 | Revised 8/26/13 | Revised 8/08/20 |
| Amended 8/14/99 | Amended 8/25/05 | Revised 9/10/14 | Revised 8/14/21 |
| Revised 9/21/99 | Revised 8/28/06 | Revised 9/28/15 | Revised 8/13/22 |
| Amended 8/12/00 | Revised 8/22/07 | Revised 8/13/16 | Revised / amended 8-12-23 |
| Amended 8/11/01 | Revised 9/9/08 | Revised 8/12/17 | |
| Amended 8/10/02 | Revised 8/14/10 | Revised 8/11/18 | |
| Amended 8/9/03 | Revised 8/22/12 | Revised 8/09/19 | |