

ARTICLES OF INCORPORATION
OF
TWIN CITY AREA TRANSPORTATION AUTHORITY

These Articles of Incorporation are adopted by the incorporating municipalities for the purpose of creating an Authority under the provisions of Act No. 55, Public Acts of 1963, as amended, being M.S.A. 5.3475 (1) et seq. and Act No. 35, Public Acts of 1951, et seq., as amended, (M.S.A. 5.4081 et seq.) and Article VII, §27 of the Constitution of the State of Michigan of 1963.

ARTICLE I

The name of this Authority is "Twin City Area Transportation Authority".

ARTICLE II

Constituent Municipalities

The names of the municipalities included in this Authority are:

City of Benton Harbor,
City of St. Joseph,
Township of Benton,
Township of Lincoln,
Township of St. Joseph,
all in Berrien County, Michigan.

ARTICLE III

Purpose

The purpose of this Authority is to acquire, own, operate and manage a public transportation system within the boundaries of the participating municipalities. The service to be provided is commonly known as "Dial-A-Ride Transportation".

ARTICLE IV

General Powers

This Authority shall be a body corporate with power to sue or to be sued in any court of this state. It shall include all of the territory embraced within its constituent municipalities. It shall possess all the powers granted by statute and by these Articles, and all powers necessary to carry out the purposes herein set forth, as well as those incident thereto. The enumeration of any powers herein shall not be construed as a limitation upon its general powers unless the context shall clearly indicate otherwise. It shall have a corporate seal.

ARTICLE V

Term

This Authority shall continue in existence until dissolved by act of the parties or by law; provided, that it shall not be dissolved if such dissolution would operate as an impairment of any of its contracts.

ARTICLE VI

Fiscal Year

The fiscal year of the Authority shall commence on the first day of July of each year and end on the 30th day of June of the following year.

ARTICLE VII

Board of Trustees

(a) Governing Body. The governing body of this Authority shall be a Board of Trustees, hereinafter sometimes referred to as the "Board", which shall be vested with the management of its business and affairs. Members of the Board shall be appointed by the constituent municipality. Compensation, if any, shall be set by the Board.

(b) How Constituted. The Board shall consist of two representatives from each constituent municipality, one of whom shall be appointed by the governing body of such municipality on or before the first day of June of each year, and shall serve during the next fiscal year following appointment or until a successor is appointed, and the other who shall be the city manager or city official or supervisor or township official, as the case may be, of each such municipality.

(c) Organization. At its regular meeting in June of each year at 4 o'clock p.m., at the offices of the Authority, the Board of Trustees shall elect the following officers: Chairman, Vice-Chairman, Secretary, Treasurer and Assistant Treasurer, - all of whom shall be members of the Board of Trustees. The Board shall also appoint a Superintendent who shall be charged with the management and administration of the Authority and who shall receive such compensation as the Board shall determine. The officers shall serve for one year or until their respective successors have been elected. The Superintendent shall serve at the pleasure of the Board. The first Board shall meet within ten (10) days after its appointment by the constituent municipalities, for the purpose of organizing for the balance of the fiscal year.

(d) Vacancies. In the event of a vacancy on the Board, the governing body of the municipality represented by the vacancy shall fill the vacancy for the unexpired term. In the event of a vacancy in an office of the board, such vacancy shall be filled by the Board for the unexpired term.

ARTICLE VIII

Meetings and Notice Thereof

Meetings of the Board of Trustees shall be held at least

monthly at such times and place as shall be prescribed by resolution of the Board. Special meetings of the Board may be called by the Chairman, or any three (3) members thereof, by serving written notice of the time, place and purpose thereof, upon each member of the Board, personally, or by leaving it at his place of residence, at least twenty-four (24) hours prior to the time of such meeting, or by depositing the same in a United States Post Office or mail box within the limits of the Authority, at least seventy-two (72) hours prior to the time of such meeting, enclosed in a sealed envelope properly addressed to him at his home or office address, with postage fully prepaid thereon. Special meetings of the Board at which all members are present shall be deemed to be valid even though no written notice thereof may have been given as above provided. Any member of the Board may waive notice of any meeting either before or after the holding thereof. A majority of all the members of the Board shall be required for a quorum. The Board shall act by motion, resolution, or ordinance. For the passage of any motion, resolution, or ordinance, there shall be required the affirmative vote of a majority of the members of the Board, except where a larger vote is required by these Articles. The Board shall have the right to adopt rules governing its procedure which are not in conflict with the terms of any statute or of these Articles. The Board shall keep a journal of its proceedings, which shall be signed by the Chairman and Secretary. All votes shall be "Yeas" and "Nays". The journal shall show how each member voted.

ARTICLE IX

Officers

The Chairman of the Board shall be the presiding officer

thereof. Except as herein otherwise provided, he shall not have any executive or administrative functions other than as a member of said Board. In the absence or disability of the Chairman, the Vice-Chairman shall perform the duties of the Chairman. The Secretary shall be the recording officer of the Board and the Treasurer shall be custodian of the funds of the Authority and shall give to it a bond, conditioned upon the faithful performance of the duties of his office. The cost of said bond shall be paid by the Authority. He shall be the chief accounting officer of the Authority, and subject to the approval of the Board, may employ such assistants as may be necessary. All moneys shall be deposited in a bank, to be designated, by the Board, and all checks or other forms of withdrawal therefrom shall be signed by any two officers of the Authority. The officers of the Board shall have such powers and duties as may be conferred upon them by the Board.

ARTICLE X

Property

The Authority may acquire property for a mass transportation system by purchase, construction, lease, gift or devise, either within or without the area served by such mass transportation system and may hold, manage, control, sell, exchange or lease such property. The Authority may utilize any appropriate statute for the purpose of condemnation. Such condemnation proceedings shall only be applicable to property located within the corporate boundaries of the political subdivision or subdivisions by which the Authority is incorporated within the corporate boundaries of the Authority.

ARTICLE XI

Fares and Contracts

The Authority shall have authority to charge such fares and enter into contracts for the service provided by the mass transportation system as shall be necessary to provide funds to meet the obligations of said Authority.

ARTICLE XII

Revenue Bonds; Payment

For the purpose of acquiring, improving, enlarging or extending a mass transportation system, the Authority may issue self-liquidating revenue bonds in accordance with the provisions of Act No. 94 of the Public Acts of 1933, as amended, being \$141.101 to \$141.139 of the Compiled Laws of 1948, or any other act providing for the issuance of such bonds. No such bonds shall be a general obligation of the Authority, but shall be payable solely from the revenues of the mass transportation system.

ARTICLE XIII

Tax Exemption

All property owned by (or leased to) the Authority shall be exempt from all taxes levied by the state and by the political subdivisions in which the Authority is incorporated. All such leased property in order to be exempt shall be used and owned by the company which is under contract with the Authority for the operation of the Authority's transit system. The Authority shall be required to pay taxes or assessments upon its real and personal property situated outside the corporate boundaries in which the Authority is incorporated.

ARTICLE XIV

Audit

The Board shall make an audit of its financial transactions and affairs at the end of each fiscal year and shall furnish a copy thereof to each constituent municipality.

ARTICLE XV

Dissolution

In the event the Authority is dissolved, either by agreement of the constituent municipalities or by any other means, the assets of the Authority shall be liquidated and, after payment of all debts of the Authority, the balance shall be divided among those municipalities who are constituent members at the time of dissolution. Division shall be made according to population and each constituent municipality shall receive the share of the assets that its population at the time of dissolution bears to the total population of all constituent municipalities at the time of dissolution.

ARTICLE XVI

Withdrawal

A Participating member municipality may withdraw from the Authority after the first year upon delivery to the Secretary of the Board of Trustees, at least six (6) months prior to the end of the fiscal year, a certified copy of a Resolution of Withdrawal duly adopted by such municipality, in which case the same shall be effectively at the end of such fiscal year. In the event of withdrawal by a participating municipality, its representatives shall be deemed to have resigned from the Board of Trustees and the Board of Trustees shall be automatically reduced by the number of representatives appointed by the withdrawing municipality. A withdrawing municipality shall have no further interest in the assets of the Authority and shall not

be responsible for any liabilities incurred after the date of withdrawal.

ARTICLE XVII

Contributions

In the event it becomes necessary to finance all or any part of the operating expenses of the Authority by contribution, any contributions made to the Authority by the participating members shall be on the basis of population which means that each participating member shall contribute a percentage equal to the percentage or proportion that the population of the participating municipality as determined by the last federal census bears to the total population of all participating municipalities at the last federal census.

ARTICLE XVIII

Amendments

Amendments to these Articles shall become effective when adopted by each constituent municipality. Any such amendment shall be published and become effective as hereinafter provided.

ARTICLE XIX

Publication

These Articles shall be published once in the St. Joseph Herald Press, a newspaper circulating within the Authority. One printed copy of such Articles of Incorporation, certified as a true copy thereof, with the date and place of publication, shall be filed with each the Secretary of State and the Clerk of the County of Berrien, within thirty (30) days after execution has been completed. Charles J. Rhodes of the City of St. Joseph, Michigan, is hereby designated as the person to cause these Articles to be published, certified and filed as aforesaid. In the event he shall be unable to act or shall neglect to act, then

Evelyn Grenawitzke of the City of Benton Harbor, Michigan, shall act in his stead.

ARTICLE XX

Effective Date

This Authority shall become effective upon the filing of printed copies of these Articles, as provided in the preceding Article.

These Articles have been adopted by the several constituent municipalities as hereinafter set forth, and in witness whereof each City has caused these presents to be signed in its name by its Mayor and Clerk and each Township has caused these presents to be signed by its Supervisor and Clerk, and all parties have affixed their corporate seals as of the 1st day of July, 1974.

Resolution approving the Articles and authorizing execution adopted

June 17, 1974.

Evelyn Grenawitzke
City Clerk

CITY OF BENTON

By:

Virgil May

Mayor Pro-Tem

ATTEST:

Evelyn Grenawitzke
Clerk

CITY OF ST. JOSEPH

By:

William H. Smith
Mayor

Resolution approving the Articles and authorizing execution adopted

June 17, 1974.

William H. Smith
City Clerk, Assistant

ATTEST:

William H. Smith
Assistant Clerk

TOWNSHIP OF BENTON

By:

William H. Smith
Supervisor

Resolution approving the Articles and authorizing execution adopted

June 18, 1974.

William H. Smith

Raeel Dahn
Township Clerk

ATTEST:
Raeel Dahn
Clerk

Resolution approving the Articles
and authorizing execution adopted

June 17, 1974

TOWNSHIP OF LINCOLN
By: Ernest Huelch
Supervisor

Bernice Thibault
Township Clerk

ATTEST:
Bernice Thibault
Clerk

Resolution approving the Articles
and authorizing execution adopted

June 17, 1974

TOWNSHIP OF ST. JOSEPH
By: David J. Benson
Supervisor

Bill Payne Smith
Township Clerk

ATTEST:
Bill Payne Smith
Clerk

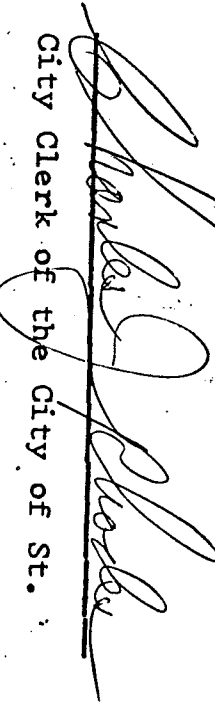
C E R T I F I C A T E

I, CHARLES J. RHODES, City Clerk , of
the City of St. Joseph, Berrien County,
Michigan, hereby certify that the foregoing is a true copy of the
ARTICLES OF INCORPORATION OF TWIN CITY AREA TRANSPORTATION AUTHOR-
ITY.

Charles J. Rhodes
City Clerk of the City
of St. Joseph
Berrien County, Michigan

C E R T I F I C A T E

I, CHARLES J. RHODES, City Clerk, of the City of St. Joseph,
Berrien County, Michigan, hereby certify that the foregoing
Articles of Incorporation were published in the St. Joseph
Herald Press in the issue of July 13, 1974


City Clerk of the City of St.
Joseph, Berrien County, Mich.

PART

1975

and last incorporated

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

By the Incorporators of

TWIN CITY AREA TRANSPORTATION AUTHORITY

THE UNDERSIGNED INCORPORATORS, for the purpose of amending the original Articles of Incorporation of the above named corporation, do hereby execute the following Certificate of Amendment, pursuant to the provisions of Sections 611 (1) and 631 (1) of Act 284, Public Acts of 1972.

1. The name of the corporation is Twin City Area Transportation Authority. The location of the registered office is 271 Market Street, Benton Harbor, Michigan 49022.

2. Article XVI of the Articles of Incorporation is hereby amended to read as follows:

A participating member municipality may withdraw from the Authority during the first contract year between the Authority and the State of Michigan upon delivery to the Secretary of the Board of Trustees, at least sixty (60) days prior to the end of the first contractual year, a certified copy of a Resolution of Withdrawal duly adopted by such Municipality, in which case the withdrawal shall be effective at the end of the first contract year of August 26, 1974, to August 25, 1975. After the first contract year, a participating member municipality, may withdraw from the Authority upon delivery to the Secretary of the Board of Trustees, at least six (6) months prior to the end of the fiscal year, a certified copy of a Resolution of Withdrawal duly adopted

THOMAS W. MCCOY
ATTORNEY AT LAW
409 MAIN STREET
ST. JOSEPH, MICHIGAN

Amendments

by such member municipality, in which case the same shall be effective at the end of such fiscal year. In the event of withdrawal by a participating municipality, its representatives shall be deemed to have resigned from the Board of Trustees and the Board of Trustees shall be automatically reduced by the number of representatives appointed by the withdrawing municipality. A withdrawing municipality shall have no further interest in the assets of the Authority and shall not be responsible for any liabilities incurred after the date of withdrawal.

3. The foregoing amendment was adopted by a majority of the members.

DATED this 2nd day of January, 1975.

CITY OF BENTON HARBOR

BY: Charles F. Wright

Mayor

Resolution approving the Articles and authorizing execution adopted Dec. 23, 1974.

Attest:

Gregory Beaumont
Clerk

Gregory Beaumont
Clerk

CITY OF ST. JOSEPH

BY: Franklin H. Smith

Mayor

Resolution approving the Articles and authorizing execution adopted 11/21/76, 1974.

Attest:

Charles J. Chodla
Clerk

Charles J. Chodla
Clerk

TOWNSHIP OF BENTON

BY: Martin P. Lane

Mayor

Resolution approving the Articles and authorizing execution adopted 12/11/74, 1974.

Attest:

Anthony J. Clark
Clerk

Anthony J. Clark
Clerk

TOWNSHIP OF ST. JOSEPH

BY: Charles J. Brummen
SUPERVISOR ~~Mayor~~

Resolution approving the
Articles and authorizing execution
adopted June 16, 1974.

Attest: Bill Payne Smith
Clerk

Bill Payne Smith
Clerk

TOWNSHIP OF LINCOLN

BY: Edward Thacker
SUPERVISOR ~~Mayor~~

Resolution approving the
Articles and authorizing execution
adopted Thursday 10, 1974. Edward Thacker
Clerk

Edward Thacker
Clerk

THOMAS W. MCCOY
ATTORNEY AT LAW
409 MAIN STREET
ST. JOSEPH, MICHIGAN

CERTIFICATE OF
AMENDMENT TO ARTICLES
OF INCORPORATION OF
TWIN CITY AREA
TRANSPORTATION
AUTHORITY

THE UNDERSIGNED INCORPORATORS, for the purpose of amending the original Articles of Incorporation of Twin City Area Transportation Authority, pursuant to the provisions of Act No. 55, Public Acts of 1963, as last amended by Act No. 212, Public Acts of 1969, being Sections 124.351 to 124.359, inclusive, Compiled Laws of 1958:

1. The name of the corporation is Twin City Area Transportation Authority. The location of the registered office is, 571 Market Street, Benton Harbor, Michigan 49922.

2. Article XVI of said Articles of Incorporation is hereby amended to read as follows:

A participating member municipality may withdraw from the Authority during the first contract year between the Authority and the State of Michigan upon delivery to the Secretary of the Board of Trustees, at least sixty (60) days prior to the end of the first contractual year, a certified copy of a Resolution of Withdrawal duly adopted by such Municipality, in which case the withdrawal shall be effective at the end of the first contract year of August 26, 1974, to August 26, 1975. After the first contract year, a participating member municipality may withdraw from the Authority upon delivery to the Secretary of the Board of Trustees, at least sixty (60) months prior to the end of the fiscal year, a certified copy of a Resolution of Withdrawal only adopted by such member municipality, in which case the same shall be effective at the end of such fiscal year. In the event of withdrawal by a participating municipality, its representatives shall be deemed to have resigned from the Board of Trustees and the Board of Trustees shall be automatically reduced by the number of representatives appointed by the withdrawing municipality. A withdrawing municipality shall have no further interest in the assets of the Authority and shall not be responsible for any liabilities incurred after the date of withdrawal.

3. The foregoing amendment was adopted by majority of the members.

DATED this 2nd day of January, 1975.

CITY OF BENTON HARBOR
BY: Charles F. Joseph,
Mayor

Attest:
Evelyn Grenawitzke,
Clerk

Resolution approving the Articles and authorizing execution adopted Dec. 22, 1974.

Evelyn Grenawitzke,
Clerk

CITY OF ST. JOSEPH
BY: Franklin H. Smith,
Mayor

Attest:
Charles J. Rhodes,
Clerk

Resolution approving the Articles and authorizing execution adopted December 16, 1974.

Charles J. Rhodes,
Clerk

TOWNSHIP OF BENTON
BY: Martin J. Lane,
Supervisor

Attest:
Cathryn J. Sirk,
Clerk

Resolution approving the Articles and authorizing execution adopted December 19, 1974.

Cathryn J. Sirk,
Clerk

TOWNSHIP OF ST. JOSEPH
BY: Orval L. Benson,
Supervisor

Attest:
Bill Payne Smith,
Clerk

Resolution approving the Articles and authorizing execution adopted December 16, 1974.

Bill Payne Smith,
Clerk

TOWNSHIP OF LINCOLN
BY: Ernest Hauch,
Supervisor

Attest:
Bernice Trehewey,
Clerk

Resolution approving the Articles and authorizing execution adopted December 10, 1974.

Bernice Trehewey,
Clerk

Mar 15, 1975 H.P. ADV.

STATE OF MICHIGAN } ss.
County of Berrien

W. J. Banyon being duly sworn

deposes and says that he is the Publisher of the Herald-Press, Palladium
a newspaper published and printed and circulating in the
City of St. Joseph, Berrien County, Michigan; that the
Public Notice

of which the annexed is a true copy, has been printed and
published in said newspaper one times, same
being on the following days, to-wit:

March 15, 1975

Subscribed and sworn to before me this 15th day of
March A. D. 19 75

Betty June Karsten

Notary Public, Berrien County, Michigan
BETTY JUNE KARSTEN
Notary Public, Berrien County, Michigan
My Commission Expires April 19, 1976

DART 8/75

SECOND CERTIFICATE
OF AMENDMENT TO THE ARTICLES OF
INCORPORATION

By the Incorporators of
TWIN CITY AREA TRANSPORTATION AUTHORITY

THE UNDERSIGNED INCORPORATORS, for the purpose of amending the original Articles of Incorporation of the above named corporation; do hereby execute the following Certificate of Amendment, pursuant to the provisions of Section 611 (1) and 631 (1) of Act 284, Public Acts of 1972.

1. The name of the corporation is Twin City Area Transportation Authority. The location of the registered office is 271 Market Street, Benton Harbor, Michigan 49022.

2. Article XVI of the Articles of Incorporation is hereby amended to read as follows:

A participating member municipality may withdraw from the Authority, upon delivery to the secretary of the Board of Trustees, at least sixty (60) days prior to the end of the fiscal year, a certified copy of a resolution of withdrawal duly adopted by such municipality, in which case the same shall be effective at the end of such fiscal year. In the event of withdrawal by a participating municipality, its representatives shall be deemed to have resigned from the Board of Trustees and the Board of Trustees shall be automatically reduced by the number of representatives appointed by the withdrawing municipality. A withdrawing municipality shall have no further interest in the assets of the Authority and shall not be responsible for any liabilities incurred after the date of withdrawal.

3. The foregoing amendment was adopted by a majority of the members.

DATED this 20th day of August, 1975.

CITY OF BENTON HARBOR

BY:

Mayor

ATTEST:

Clerk

Resolution approving the Articles
and authorizing execution adopted
on 8/11, 1975.

Clerk

Resolution approving the Articles
and authorizing execution adopted

1975.

Clerk

CITY OF ST. JOSEPH

BY:

Mayor

ATTEST:

Clerk

Resolution approving the Articles
and authorizing execution adopted

1975.

Clerk

TOWNSHIP OF BENTON

BY:

Supervisor

ATTEST:

Clerk

Resolution approving the Articles
and authorizing execution adopted

1975.

Clerk

TOWNSHIP OF ST. JOSEPH

BY:

Supervisor

ATTEST:

Clerk

Resolution approving the Articles
and authorizing execution adopted

1975.

Clerk

TOWNSHIP OF LINCOLN

BY:

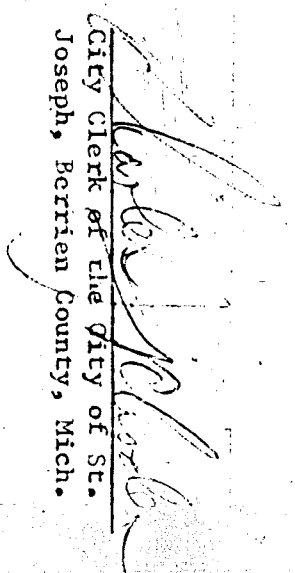
Supervisor

ATTEST:

Clerk

C E R T I F I C A T E

I, CHARLES J. RHODES, City Clerk, of the City of St. Joseph,
Berrien County, Michigan, hereby certify that the foregoing Second
Certificate of Amendment to the Articles of Incorporation were
published in the St. Joseph Herald Palladium in the issue of
September 13th, 1975.



City Clerk of the City of St.
Joseph, Berrien County, Mich.

AFFIDAVIT OF PUBLICATION

SECOND CERTIFICATE
 OF AMENDMENT TO
 THE ARTICLES OF
 INCORPORATION

By the Incorporates of
 TWIN CITY AREA
 TRANSPORTATION
 AUTHORITY

THE UNDERSIGNED IN-
 CORPORATORS, for the pur-
 pose of amending the original
 Articles of Incorporation of the
 above named corporation; do
 hereby execute the following
 Certificate of Amendment, pur-
 suant to the provisions of Sec-
 tion 611 (1) and 631 (1) of Act
 284, Public Acts of 1972.

1. The name of the corpora-
 tion is Twin City Area Trans-
 portation Authority. The loca-
 tion of the registered office is
 271 Market Street, Benton Har-
 bor, Michigan 49022.

2. Article XVI of the Articles
 of Incorporation is hereby
 amended to read as follows:

A participating member
 municipality may
 withdraw from the
 Authority, upon delivery
 to the secretary of the
 Board of Trustees, at
 least sixty (60) days prior
 to the end of the fiscal
 year, a certified copy of a
 resolution of withdrawal
 duly adopted by such
 municipality, in which
 case the same shall be
 effective at the end of
 such fiscal year. In the
 event of withdrawal by a
 participating

municipality, its
 representatives shall be
 deemed to have resigned
 from the Board of Trus-
 tees and the Board of
 Trustees shall be au-
 tomatically reduced by
 the number of represen-
 tatives appointed by the
 withdrawing
 municipality. A
 withdrawing municipality
 shall have no further
 interest in the assets of
 the Authority and shall
 not be responsible for any
 liabilities incurred after
 the date of withdrawal.

3. The foregoing
 amendment was adopted by a
 majority of the members.
 DATED this 20th day of August,
 1975.

Resolution approving the Ar-
 ticles and authorizing execution
 adopted Aug. 11, 1975.

CITY OF BENTON HARBOR
 BY: Charles F. Joseph
 Mayor

Evelyn Grenawitzke
 Clerk

Resolution approving the Ar-
 ticles and authorizing execution
 adopted August 4, 1975

CITY OF ST. JOSEPH
 BY: Franklin H. Smith

Mayor

Charles J. Rhoads
 Clerk

Resolution approving the Ar-
 ticles and authorizing execution
 adopted August 20, 1975.

TOWNSHIP OF BENTON

BY: Martin J. Tate
 Supervisor

Cathryn L. Sirk
 Clerk

Resolution approving the Ar-
 ticles and authorizing execution
 adopted August 4, 1975.

TOWNSHIP OF

ST. JOSEPH
 BY: Orval T. Benson
 Supervisor

Bill Panye Smith
 Clerk

Resolution approving the Ar-
 ticles and authorizing execution
 adopted August 12, 1975

TOWNSHIP OF LINCOLN

BY: Ernest Hauch
 Supervisor

Bernice Treheway
 Clerk

Sept. 13, 1975 H.P. Adv.

STATE OF MICHIGAN } ss.
 County of Berrien

K. H. Anderson being duly sworn deposes and says

Herald-

that he is the Controller of The News-Palladium, a
 newspaper published and printed and circulating in the
 County of Berrien, State of Michigan; that the annexed
 printed notice has been printed and published in said
 newspaper one times, same being on the following
 days, to-wit:

September 13, 1975

Signature

Subscribed and sworn to before me this 13th day

of September A.D. 1975

Notary Public, Berrien County, Michigan

My commission expires BETTY JUNE KARSTEN
 Notary Public, Berrien County, Michigan
 My Commission Expires April 12, 1976

THIRD CERTIFICATE
OF AMENDMENT TO THE ARTICLES OF
INCORPORATION

By the Incorporators of

TWIN CITY AREA TRANSPORTATION AUTHORITY

THE UNDERSIGNED INCORPORATORS, for the purpose of amending the original Articles of Incorporation *and all subsequent applicable amendments thereto* of the above named corporation; do hereby execute the following Certificate of Amendment, pursuant to the provisions of Section 611 (1) and 631 (1) of Act 284, Public Acts of 1972.

1. The name of the corporation is Twin City Area Transportation Authority. The location of the registered office is 271 Market Street, Benton Harbor, Michigan 49022.

2. Article XVII of the Articles of Incorporation is hereby amended to read as follows:

In the event it becomes necessary to finance all or any part of the operating expenses of the authority by contribution, any contributions made shall be on the basis of ridership usage which means that each participating member shall contribute a percentage equal to the percentage or proportion of the ridership of the participating municipality as determined by the annual audit of the total ridership of all participating municipalities for the previous year.

3. Article XVI of the Articles of Incorporation is hereby amended to read as follows:

A participating member municipality may withdraw from the Authority, upon delivery to the secretary of the Board of Trustees, at least sixty (60) days prior to the effective date, *of its intent to withdraw* a certified copy of a resolution of withdrawal duly adopted by such municipality, in which case the same shall be effective on the withdrawal date. In the event of withdrawal by a participating municipality, its representatives shall be deemed to have resigned from the Board of Trustees and the Board of Trustees shall be automatically reduced by the number of representatives appointed by the withdrawing municipality. A withdrawing municipality shall have no further interest in the assets of the Authority and shall not be responsible for any liabilities incurred after the date of withdrawal.

4. The foregoing amendment was adopted by a majority of the members.

DATED this _____ day of _____, 1976.

FOURTH CERTIFICATE
OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

By The Incorporators Of

TWIN CITY AREA TRANSPORTATION AUTHORITY

THE UNDERSIGNED INCORPORATORS, for the purpose of amending the original Articles of Incorporation and all subsequent applicable amendments thereto of the above-named corporation, do hereby execute the following Certificate of Amendment, pursuant to the provisions of Section 611 (1) and 631 (1) of Acts 284, Public Acts of 1972.

1. The name of the corporation is TWIN CITY AREA TRANSPORTATION AUTHORITY. The location of the registered office is 271 Market Street, Benton Harbor, Michigan 49022.

2. Article VII, Board of Trustees, of the Articles of Incorporation is hereby amended to read as follows:

(b) How Constituted.

1) The Board shall consist of three (3) representatives from each constituent municipality, two of whom shall be appointed by the governing body of such municipality on or before the first day of June of each year, and shall serve during the next fiscal year following appointment or until a successor is appointed, and the third who shall be the City Manager of City official or supervisor or township official, as the case may be, of each such municipality.

2) If the membership is reduced to one remaining municipality, the Board shall consist of five (5) representatives from said remaining municipality, four (4) of whom shall be appointed by the governing body of such municipality on or before the first day of June of each year, and shall serve during the next fiscal year following appointment

or until a successor is appointed, and the fifth, who shall be the City Manager or City official or supervisor, or Mayor or township official as the case may be, of such remaining municipality.

3) If the membership is reduced to one remaining member municipality and is subsequently increased to two or more members, then the Board shall be constituted pursuant to Article VII 2(b) (1).

3. The foregoing amendment was adopted by a majority of the members.

DATED this _____ day of _____, 1979.

Resolution approving the Articles CITY OF BENTON HARBOR
and authorizing execution adopted
_____, 1979.

By: _____
Joel Patterson
Mayor

John W. Lottridge
City Clerk

ATTEST:

John W. Lottridge
city clerk

AFFIDAVIT OF PUBLICATION

STATE OF MICHIGAN } ss.
County of Berrien

Stephen M. Banyon being duly sworn deposes and says that he is the ~~County~~ Controller of The Herald-Palladium a newspaper published and printed and circulating in the County of Berrien, State of Michigan; that the annexed printed notice has been printed and published in said newspaper one times, same being on the following days, to-wit:

Dec. 31, 1979

Stephen M. Banyon
Signature

Subscribed and sworn to before me this 31st day of December A.D. 19 79

Notary Public, Berrien County, Michigan

My commission expires BETTY JUNE KARSJEN
Notary Public, Berrien County, Michigan
My Commission Expires April 6, 1980

RECEIVED

MAR 17 1980

MICHIGAN DEPT. OF COMMERCE

Q

ARTICLES OF INCORPORATION of the Incorporations of TWIN CITY AREA TRANSPORTATION AUTHORITY

THE UNDERSIGNED INCORPORATIONS, for the purpose of amending the original articles of Incorporation and all subsequent applicable amendments thereto of the above-named corporation, do hereby execute the following Certificate of Amendment, pursuant to the provisions of Section 611 (1) and 631 (1) of Acts 234, Public Acts of 1972.

1. The name of the corporation is TWIN CITY AREA TRANSPORTATION AUTHORITY. The location of the registered office is 271 Marshall Street, Benton Harbor, Michigan 49022.

2. Article VII, Board of Trustees, of the Articles of Incorporation is hereby amended to read as follows:

(a) 50% Constituted

1) The Board shall consist of three (3) representatives from each constituent municipality, two of whom

governing body of said municipality on or before the first day of June of each year, and shall serve during the next fiscal year following appointment or until a successor is appointed, and the third two shall be the City Manager or City official or supervisor or township official, as the case may be, of each such municipality.

2) If the membership is reduced to one remaining municipality, the Board shall consist of five (5) representatives from said remaining municipality, four (4) of whom shall be appointed by the governing body of such municipality on or before the first day of June of each year, and shall serve during the next fiscal year following appointment or until a successor is appointed, and the fifth, who shall be the City Manager or City official or supervisor or Mayor or township official as the case may be, of such remaining municipality.

3) If the membership is reduced to one remaining member municipality and is subsequently increased to two or more members, then the Board shall be constituted pursuant to Article VII 2(b) (1).

3. The foregoing amendment was adopted by a majority of the members. DATED this 10th day of December, 1979.

Resolution approving the Articles and authorizing execution adopted Dec. 10, 1979.

CITY OF BENTON HARBOR

Joel Patterson, Mayor

ATTEST:

John W. Lottridge

City Clerk

John W. Lottridge

City Clerk

Dec. 31, 1979

H. P. Adv.