

**ARTICLES OF INCORPORATION
OF
BATA**

ARTICLE I

The name of the corporation is BATA, hereinafter referred to as the "Authority."

ARTICLE II

The Authority created under these Articles is a new and successor organization to the Bay Area Transportation Authority, pursuant to the Public Transportation Authority Act. 1986 PA 196.

ARTICLE III

The Members of the Authority shall be Grand Traverse County and Leelanau County.

ARTICLE IV

The Authority shall be directed and governed by a 9-person Board of Directors, herein referred to as the "Board." Grand Traverse County shall appoint four members of the Board. Leelanau County shall appoint two members of the Board. The three remaining seats shall be "at-large" and shall be appointed by the majority vote of those members appointed and qualified to serve. The three at large Board members shall be appointed every three years for a three-year term. Each county's appointees shall be appointed for three-year terms.

ARTICLE V

The Authority is to be financed through grants of money or property from federal or state governments, other revenues from federal or state governments, fees from riders, fees from contract users, financial contributions from federal, state, county, city or township governments, taxes authorized by the voters or by members, and other miscellaneous sources.

ARTICLE VI

The registered office and the registered agent of the Authority shall be as designated in the Bylaws.

ARTICLE VII

The name and address of the incorporator is the Bay Area Transportation Authority, 3233 Cass Road, Traverse City, MI 49684.

ARTICLE VIII

The purposes for which the Authority is created are:

1. To, pursuant to 1986 Public Act 196, as amended (Act 196), plan, promote, purchase, acquire, establish, own, lease, operate, or cause to be operated, maintained, improved, enlarged, or modernized, public transportation facilities and system within and outside the limits of the Members.
2. To do all things reasonably necessary, proper, or convenient for the accomplishments of any of the above purposes.

ARTICLE IX

The Authority is hereby empowered to do anything authorized or permitted by Act 196, expressly or by implication, and to do any other lawful act reasonably necessary, proper, suitable, or convenient for the achievement of furtherance of the purposes above-stated.

ARTICLE X

1. The Board members appointed by the Members shall be residents of the public entity appointing them and shall be over the age of 18 years. Board members may be elected or appointed officials of a political subdivision.
2. The term of each Board member shall begin on December 31.
3. The Board shall hold at least an annual meeting at such place and time as shall be fixed by the Board. The Board shall, at its annual meeting, elect a chairperson, vice-chairperson, and secretary, who shall be members of the Board. The Board shall have the authority to appoint a treasurer and recording secretary, who need not be members of the Board. The Board shall transact such other business as may be necessary at its annual meeting and shall fix the time and place for regular meetings.

4. The Authority and the Board shall be subject to the provisions of 1976 Public Act 442, as amended, (Freedom of Information Act) and 1976 Public Act 276, as amended, (Open Meetings Act).
5. The Board shall supply a system of accounts to conform to the system required by law and shall provide for the auditing of said accounts at least once a year by a certified public accountant.
6. The Board shall adopt bylaws, policies, and procedures it deems reasonably necessary or proper for the conduct of the business of the Board and for accomplishing the purposes for which the Authority is created.
7. The Board shall employ an Executive Director with such duties and authority as shall be determined by the Board. The Executive Director shall adopt rules, regulations, and/or policies governing the employees, property, and facilities under the Authority's jurisdiction.
8. The Executive Director of the Authority shall be charged with the responsibility of causing these Articles of Incorporation to be published in the Record Eagle and the Leelanau Enterprise and the printed copies of the Articles of Incorporation to be filed as provided in Act 196.

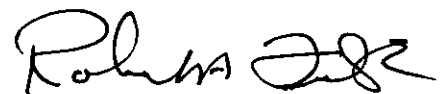
ARTICLE XI

These Articles of Incorporation may be amended at any time by written document signed by not less than two-thirds (2/3) of the entire Board.

ARTICLE XII

The Restated and Amended Articles of Incorporation shall be effective on the **23rd day of February, 2023.**

I hereby certify that the Restated and Amended Articles of Incorporation of BATA were adopted by the affirmative vote of not less than two-thirds of the entire BATA Board, at a meeting held on February 23, 2023.



Robert A. Fudge, Secretary