



OHI 20 GROUP BYLAWS

SECTION I - APPLICATION

These Bylaws apply to all members of each GROUP established by the OHI 20 GROUP Program.

SECTION II - PURPOSE

The OHI 20 GROUP Program is organized by OHI and operated by OHI and its authorized representatives. Each OHI 20 GROUP is composed of non-competing campgrounds voluntarily and mutually associated to provide a confidential exchange of experiences, problems, and ideas at regular meetings and to receive, through the services of the OHI 20 GROUP Program, the benefit of reliable historical comparative operating data on a periodic basis. An OHI staff member or consultant is provided to assist each OHI 20 GROUP. Each GROUP agrees to conduct itself in a business-like manner and prohibit discussions and actions that adversely reflect on the integrity of any campground, OHI or the overall industry.

SECTION III - MEMBERSHIP

Membership in a OHI 20 GROUP is accorded to an active officer or principal of a campground and is voluntary and by consent of the GROUP. It is not transferable or inherited -- it is strictly "personal." The GROUP reserves the right to approve or revoke memberships if there is any change in ownership, location, or management in a member campground.

To qualify for membership, a campground owner must:

1. Be an active, operating officer or principal of a financially sound and reputable campground.
2. Maintain current campground membership in OHI.
3. Be willing and able to comply with membership responsibilities outlined in Section IV.

SECTION IV - MEMBERSHIP RESPONSIBILITIES

Membership in an OHI 20 GROUP has as its primary responsibilities:

1. Regular attendance at scheduled meetings.
2. An obligation to submit financial and statistical data in time to assure inclusion in the regularly scheduled group composite.
3. A commitment to share knowledge and to actively participate in group activities and discussions.
4. Prompt payment of all fees and financial obligations.
5. The completion of supplemental schedules and/or questionnaires distributed to develop guidelines and comparative statistics not normally included in the standard comparative financial composites.

SECTION V - MEMBER PLACEMENT

An applicant is first considered for any appropriate opening in existing OHI 20 GROUPS. A GROUP's members shall review the appropriateness of any applicant's placement. If there is no appropriate opening in existing GROUPS, every effort will be made to create an additional GROUP. The

applicant will be advised in writing of the placement decision.

SECTION VI - LIMITATION OF MEMBERSHIP

Membership in an OHI 20 GROUP is limited to a maximum of twenty qualified owners from market areas geographically distributed throughout the United States. No two members may be actual or potential competitors.

SECTION VII - INFORMATION SECURITY

A comparative financial composite, displaying year-to-date as well as periodic figures, will be prepared from the financial and statistical data submitted by the GROUP members.

All information furnished by or about a member, especially the financial data, is to be treated in the strictest confidence. All statistics, composites, and financial data are coded to be identifiable only to the GROUP's members. It is a requirement of the OHI 20 GROUP Program not to identify or furnish these figures to anyone.

If any disclosure is made in violation of the provisions of this Section, it shall be within the powers of a GROUP's membership to take such disciplinary action as may be deemed in its sole discretion to be adequate, including suspension or expulsion. Should a violation under the provisions of this Section come to the attention of OHI, the Chairman will be notified immediately so the GROUP can consider disciplinary action.

SECTION VIII - MEETINGS

Meetings will be held at least twice a year on a regular cycle established by OHI in consultation with the groups. The specific dates and locations for each meeting will be selected by the GROUP.

Members may bring any full-time, key personnel from the campground to the meetings. These guests accept the responsibilities outlined in Section VII.

The GROUP may invite outside guests to meetings provided that prior notification has been given to OHI. Outside guests must sign a statement that the 20 GROUP appearance will not be used as a reference for their own personal promotion.

SECTION IX - GROUP ORGANIZATION

At the first meeting of the calendar year, the GROUP shall elect from among its members a Chair and a Vice-Chair to serve a one year term.

Responsibilities are:

1. Prepare an agenda for each meeting.
2. Conduct the meeting.
3. Initiate any review or disciplinary action under the terms of Section VII.
4. Transmit a meeting report to OHI.

The Vice-Chair shall act in the absence of the Chair. These two leaders may elect to serve as Co-Chairs.

SECTION X - FEES AND EXPENSES

Each OHI 20 GROUP member pays an initial Admittance Fee and continues to pay a Reporting

Fee on an annual basis. This Reporting Fee covers computer time, compilation and distribution of statistical data, and other expenses incurred in the management and coordination of the GROUP. Travel costs and other expenses incurred by any member are paid by that member. Meeting expenses including meeting attendance by OHI staff or an authorized consultant, speaker fees, printing, postage and shipping, telephone charges, and other cost, are shared equally by the members of the GROUP.

SECTION XI - REVIEW AND TERMINATION

The GROUP shall review the continued participation of any member who fails to attend two meetings within a twelve month period or fails to submit the required financial and statistical data for two consecutive reporting periods. A member will be advised in writing of the GROUP's review and decision.

The GROUP Chairman shall have the responsibility for initiating the reviews called for by this Section.

A member may terminate membership at any time by notifying the GROUP Chairman in writing. Such termination will become effective as of the date of receipt of this notification. The GROUP may vote to terminate a member at any regularly scheduled meeting if, in its opinion, that member has failed to meet the membership requirements set forth in Section III. Such action requires a two-thirds vote of the membership present at the meeting.

SECTION XII - AMENDMENT

Any member may propose an amendment to the Bylaws by sending a copy of the suggested change to each member of the GROUP, and OHI, at least 30-days prior to the GROUP meeting in which the change will be considered. A suggested change must be accepted by a unanimous vote of those GROUP members present. The GROUP is to then forward the proposed amendment to the OHI Board of Directors. Actual amendment of these Bylaws shall be by action of the OHI Board of Directors only.