

**RESOLUTION
OF THE
LAKE WINONA CIVIC ASSOCIATION**

WHEREAS, Lake Winona Civic Association (“LWCA”), formerly known as Lake Winona Club, was formed as a New Jersey non-profit corporation by the filing of a Certificate of Incorporation dated October 24, 1956 and filed with the Department of the Treasury on November 14, 1956; and

WHEREAS, LWCA is also a Planned Real Estate Development within the definition of the Planned Real Estate Development Full Disclosure Act N.J.S.A. 45:22A-21 et seq. (“PREDFDA”); and

WHEREAS, recent amendments to PREDFDA specifically provide that those amendments apply to all communities, including those exempt from the original PREDFDA because they were established prior to the PREDFDA effective date, such as LWCA; and

WHEREAS, pursuant to LWCA’s By-Laws, Article XIX: Amendments, amendments to the By-Laws may be made by the members, under the terms listed therein; and **WHEREAS**, PREDFDA provides an exception to the requirement for a membership vote in order to amend the By-Laws, at N.J.S.A.45:22A-46, and allows amendments to the By Laws to be passed by Board vote only “to the extent necessary to render the By-Laws consistent with State, federal, or local law”; and

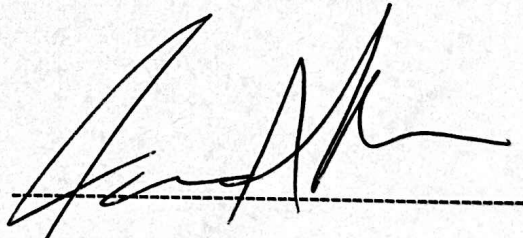
WHEREAS, LWCA has undertaken to review its By-Laws in order to determine that such

By-Laws are consistent with PREDFDA, and other State, federal, or local law and the amendments have been proposed and reviewed by counsel, and reviewed by the Board of Trustees, and such amendments are determined to be necessary to be consistent with the current law.

NOW THEREFORE, BE IT RESOLVED, by the Board of Trustees of Lake Winona Civic Association as follows:

1. The amendments to the By-Laws to render the By-Laws consistent with PREDFDA, as well as State, federal, or local law, attached hereto as Exhibit A, be and are hereby approved by the Board, consistent with the exception provided in PREDFDA to do so by Board approval only.
2. The amended By-Laws are provided to the members by posting on the website, or upon request, consistent with the provisions of PREDFDA.

ADOPTED this 14th day of November, 2025 by the Board of Trustees at a regular meeting in the presence of a quorum.



James Allen, Secretary