

**NOTICE OF ANNUAL MEETING
of
PINEWOODS ASSOCIATION**

The Annual Meeting of the Pinewoods Association will be held at **10:00 AM** on **Saturday, July 28, 2012** in the Pinewoods Dining Hall, 138 Old Stage Road, Roscommon, Michigan, 48653. If you cannot be present for the meeting, a proxy form is enclosed for your use. It is important that you return the signed proxy, indicating your designee, to any member of the Board of Directors (Erik Geupel, Lauris Wade, Phil Will) at his/her Pinewoods address by 12:00 noon, Friday, July 27, 2012.

The following matters of business will be brought before the stockholders:

1. Review of the year's activities and accomplishments
2. Election of new member to the Board of Directors
3. Election of new members to the Association
4. Old business
- 4.a. The Board will request that shareholders approve an amendment to the bylaws allowing notification of stockholder meetings to be sent by email. The text of the proposed amendment can be found on the pinewoodscamp.org website.
5. New business

In accordance with Article III, Section 8 of the by-laws, the president will refuse to count the votes of any shareholder who is delinquent in paying his/her indebtedness to Pinewoods Association provided that the delinquency has occurred for more than thirty (30) days at the time of the annual meeting.

By order of the Board of Directors: Erik Geupel, President

**PROXY for the ANNUAL SHAREHOLDERS MEETING
of the
PINEWOODS ASSOCIATION**

I/we the undersigned, being the owner/s of _____ shares of stock in the Pinewoods Association, do hereby constitute and appoint:

my/our true and lawful attorney in my/our name to vote upon the stock owned by me/us or outstanding in my/our name as my/our proxy, at the Annual Meeting of Shareholders of Pinewoods Association to be held at:

PINEWOODS ASSOCIATION, HIGGINS LAKE, MICHIGAN

on Saturday, July 28, 2012, and on such day/s as the meeting may thereafter be held by adjournment or otherwise, according to the number of votes I may be entitled to cast, thereby granting the said meeting/s in voting for Directors of the Association and in the transaction of such other business as may come before the meeting, as fully as I could do if present, with full power of substitution and revocation, and I hereby ratify and confirm all that my attorney or substitute, may do in my place, name and stead.

Dated: _____ Signed: _____

Dated: _____ Signed: _____