

# **BY-LAWS OF THE CHURCH OF GOD CAMPGROUND AT BURNSIDE, INC.**

**Presented to the 2022 Board of Directors During the 2022 Camp Meeting Cycle**

# BY-LAWS OF THE CHURCH OF GOD CAMPGROUND AT BURNSIDE, INC.

## **ARTICLE I: Name and Purpose**

### **Section 1 - Name**

This Association shall be known and styled as the CHURCH OF GOD CAMPGROUND AT BURNSIDE, INC.

### **Section 2 - Purpose**

The purpose for having the camp meeting is to bring people together to pray, to encourage each other, to grow spiritually and to spread the gospel.

## **ARTICLE II: General Membership**

### **Section 1**

Any person who openly and publicly declares their belief in the Almighty God and the Holy Spirit, and declares Jesus Christ, their Lord and Savior shall have membership in this Association.

### **Section 2**

Any person regardless of gender, race, color, or national origin, shall be eligible for general membership.

### **Section 3**

All members must be in good standing with the Association to maintain membership. If a member's standing is in question, a decision on that member's standings with the Association will be made between the Board of Directors and the Advisory committee in unison.

### **Section 4**

Every member in good standing shall have the right to vote at the general membership meeting and to hold office. Any member not in good standing shall not have the right to vote or hold office.

### **Section 5**

The books, accounts and records of this Association shall be open to any member of this Association to inspect at such reasonable times.

## **ARTICLE III: Location and Time**

### **Section 1**

The principal office of this Association shall be located at - 9 Gospel Lane, Cherry Tree, Commonwealth of Pennsylvania.

### **Section 2**

This Association shall be able establish branch offices in such cities, towns, boroughs, and villages of this Commonwealth as shall be deemed advisable by the Board of Directors. Such addresses can be used for mailing or billing of official Association material.

### **Section 3**

The Annual Camp Meeting will take place on the last Friday in July of every year.

## **ARTICLE IV: Meetings**

### **Section 1**

A general membership meeting shall be held twice each year: one on the fourth Saturday of April and the second during the Annual Camp meeting. The time will be determined at the first Board Meeting during each Camp Meeting Session.

### **Section 2**

The Board of Directors shall meet twice per year. This meeting can take place on the same days as the general membership meetings but cannot happen in unison.

### **Section 3**

Special meetings of the general membership may be called by the President at such times as they may deem necessary; or upon the written request signed by twenty members of this Association.

### **Section 4**

Special meetings of the Board of Directors shall be called by the President whenever they shall deem necessary; or at the written request signed by **three** members of the Board of Directors.

### **Section 5 – Quorum**

- A. A quorum for the purpose of holding any meeting of the general members shall consist of at least 10 attending members of whom two must be presiding officers.
- B. A quorum for the purpose of holding any meeting of the Board of Directors shall be a simple majority of the members of the Board of Directors.

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## **ARTICLE V: Official Notice**

### **Section 1**

Notices of all meetings, regular or special, shall be in writing and sent through the United States mail to each member or Director on the Board of Directors at their latest address recorded on the books of this Association.

### **Section 2**

Each general member shall be entitled to 15 days' notice of any special meeting and each director shall receive 15 days' notice of a regular or special meeting.

### **Section 3**

If circumstances warrant, in addition to the written notice provided for in ARTICLE 5 Section 1, either the members at a regular or special meeting, or the Board of Directors at a regular or special meeting, may require that notice of any meeting may be given by advertisement in at least one daily newspaper of general publication in Burnside.

### **Section 4**

If a notice is not sent within the guidelines set forth in these By-Laws, a waiver in writing signed by the person or persons entitled to receive the notice must be received by the Association to make the original notice official.

## **ARTICLE VI: Board of Directors**

### **Section 1**

The Board of Directors shall consist of elected general members of the Church of God Campground at Burnside, Inc. Association.

### **Section 2**

The Board of Directors shall consist of nine members elected by majority vote by the general assembly.

### **Section 3**

The officers of this Association shall be, the President, First Vice-President, Second Vice-President, Secretary, Treasurer. Officers must also be elected members of the Board of Directors.

### **Section 4**

All officers must be members of the Board of Directors.

### **Section 5**

Any member in good standing shall be eligible to hold office in this Association either as an officer or a member of the Board of Directors.

## **ARTICLE VII: Duties of the Board of Directors**

### **Section 1**

In addition to the general powers of the Board of Directors by virtue of their office, the powers and authority expressly given by law, by terms of the charter of this Association and elsewhere in these by-laws, the following specific powers are expressly conferred on the Board of Directors. All members of the Board of Directors shall fulfill their duties laid forth for them by the By-Laws of the Association.

### **Section 2**

The property and business of this Association shall be managed by the Board of Directors.

### **Section 3**

Any action which may be taken at a meeting of the Board of Directors, may be taken without a meeting, if consent in writing setting forth the action and signed by a majority vote of the Board of Directors. Any members with no response given will be held as an abstention to the action. All out of meeting decisions and votes shall be filed with the Secretary of the Association.

### **Section 4**

To purchase or otherwise acquire for the Association any property, right or privilege at such price or consideration.

### **Section 5**

The Board of Directors shall have the power to appoint, to remove or suspend subordinate agents or servants, to determine their duties and affix their funding.

### **Section 6**

The Board of Directors shall have the ability, with the guidance and cooperation of the Advisory Committee, when under question, to determine the standings of a subordinate officer, servant, or general member as in accordance with ARTICLE 2 Section 3.

### **Section 7**

The Board of Directors shall have the power to determine who shall be authorized, on behalf of this Association, to sign bills, notices, receipts, acceptances, endorsements, checks, releases, contracts, and any other instruments.

### **Section 8**

The Board of Directors will have the power to create any standing committee or special committee and delegate powers to such committees as deemed necessary. The necessity and powers of said committees shall be clearly laid out and discussed by the Board of Directors.

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## Section 9

The Board of Directors shall have the power to delegate any powers of the Board of Directors to any standing committees, special committee, or to any officer or agent of the Association, with such powers as the Board may seem fit to grant.

## ARTICLE VIII: Duties of Officers

### Section 1 - President

- A. The President shall be the chief executive officer of this Association.
- B. The President shall preside at all meetings of the general membership.
- C. The President shall preside at all meetings of the Board of Directors.
- D. The President shall have general and active management of the business of this Association with approval from the other members of the Board of Directors.
- E. The President shall see that all orders and resolutions of the Board of Directors are carried out.
- F. The President shall execute all bonds, mortgages, and all contracts of this Association, affixing the corporate seal thereunto.
- G. The President shall have general superintendence and direction of all other officers of this Association and see that their duties are properly performed
- H. The president shall submit a report of the operations of the Association for the fiscal year to the Board of Directors and members at their annual meeting, shall report to the Board of Directors all matters within his knowledge that may affect this Association.
- I. The President shall have no vote when presiding over the Board of Directors, except in the case of a tie, which the president will cast the deciding vote. The president will have a vote when presiding over the general membership.

### Section 2 – The First and Second Vice-Presidents

- A. There shall be more than one Vice-President. There shall be a First Vice-President and a Second Vice-President. If the President shall be absent at any meeting, the First Vice-President shall preside, and if neither are present at a meeting, then the Second Vice-President shall preside.
- B. The Vice-President shall be vested with all the powers and shall perform all the duties of the President during the absence of the latter.
- C. The Vice-Presidents shall have other duties given unto them by the Board of Directors.

### Section 3 – The Secretary

- A. The Secretary shall attend all sessions of the Board of Directors and all meetings of members of the Board of Directors and act as a clerk thereof; and shall record all votes and minutes of all proceedings in a book to be kept for that purpose; shall, when required, perform a like service for all standing committees.
- B. The Secretary shall send notices of all meetings to the members of the Board of

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Directors; and shall perform such other duties as may be prescribed by the Board of Directors.

- C. The Secretary shall be the custodian of the corporate seal and the books and records of this Association except as may be otherwise provided.

### **Section 4 – The Treasurer**

- A. The Treasurer, under the direction of the Board of Directors, shall have charge of the funds of this Association and shall deposit the same in the name of this Association in depositories designated by the Board of Directors.
- B. The Treasurer shall pay all the vouchers or orders properly attested by the President and Secretary.
- C. The Treasurer shall make a complete and accurate report of the finances of this Association at each annual meeting of the members, or at any time upon request, to the Board of Directors.
- D. At the meeting known as the annual camp meeting the Treasurer shall make a report to reflect donations, contributions, payments, and expenditures.

## **ARTICLE IX: Nominations and Elections**

### **Section 1 – Candidates**

- A. Any general member in good standing with the Association and 18 or older may be a candidate to be a member of the Board of Directors.
- B. Any candidate for the Board of Directors must meet the enumerated requirements in ARTICLE II.

### **Section 2 – Nominations**

- A. Nominations will be made at the General Membership Meeting during the Annual Camp Meeting.

### **Section 3 – Elections**

- A. The general membership shall elect the members of the Board of Directors by simple majority vote.
- B. The ballot for the election for the members of the Board of Directors for an office in this Association shall be by closed, written ballot. The ballots will then be counted by two general members in good standing and who are not current members of the Board of Directors or nominees for such positions.
- C. Elections will happen at the General Membership Meeting during the Annual Camp Meeting. Elections will happen annually with a rotation of three members of the Board of Directors' positions becoming vacant for reelection each year.
- D. Once a new member is elected, the term of office on the Board of Directors lasts

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for three consecutive years.

- E. The Board of Directors shall elect the officers set forth in ARTICLE VI, Section 3. Nominations and elections for Officers of the Board of Directors shall take place at a meeting of the Board of Directors immediately following the annual general membership meeting.
- F. The term of office for all the officers and members of the Board of Directors shall be for three years.

In the event that the office of a member of the Board of Directors or officer shall become vacant, the remaining members of the Board of Directors will vote by simple majority to fill such vacancy for the remainder of the unexpired term.

## **ARTICLE X: Impeachment**

### **Section 1**

Impeachment proceedings will follow in accordance with the By-Laws of the Church of God Campground at Burnside, Inc.

### **Section 2 - Cause for Impeachment**

- A. Egregious violation of United States or Commonwealth of Pennsylvania law.
- B. Failing to properly represent the constituents which the Board of Director Member was elected to represent.
- C. Any officer in this Association may be removed from office for offences including, but not necessarily limited to, gross neglect of duty, misuse of official position, or egregious violation of the by-laws of the Church of God campground at Burnside, Inc.

### **Section 3 – Declaration of Charges**

The general member or member of the Board of Directors who has a charge to bring against a member of the Board of Directors and therefore wishes to initiate the impeachment process must make his or her intentions known in writing to the president. The president will acknowledge the receipt in writing. The member must also submit a copy of the information to each of the other members of the Board of Directors. In the event that the member has a charge to bring against the president, the member will submit the charges in writing to the First Vice-President.

### **Section 4 – Hearing and Review of Charges**

The president, or when appropriate the First Vice-President, will then call a meeting of the Board of Directors excluding that officer being charged, to hear and review the matter. The member of the General Assembly bringing the charges against the officer will be invited to



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present his or her case to the group, and the officer being charged will be invited to respond to the charges. upon conclusion of the hearing, the board of director members not being charged will review the matter and will vote as to whether impeachment occurs. A three fourths majority of the Board of Directors is required to impeach the charged member. If a majority is not reached, or if the officers are able to resolve the matter at this hearing, the impeachment process will be considered “resolved” and will conclude at this step.

If the vote is for impeachment, The officer will be removed from his or her position immediately. If the president is the officer to be relieved of his or her position, the first Vice-President will fill the vacancy and a new member of the Board of Directors will be elected at the next meeting to fill the impeached member’s vacancy till term completion. After the member is removed from office and a new member is elected the matter will be considered “resolved.”

### **Section 5**

The entire matter will be handled internally within the Association, and no attorney shall be present at any time during the proceedings.

## **ARTICLE XI: Standing Committees & Adjunct Officers**

### **Section 1**

The Board of Directors shall have the power to delegate any powers of the Board of Directors to any standing committees, special committee, or to any officer or member of the Association, with such powers as the Board may seem fit to grant.

### **Section 2**

Any chairman of a Standing or Special Committee shall be an adjunct member of the Board of Directors but not have an official vote. A member from each special committee should present an outline for the committee and its work. Duties performed and recommendations of the committees shall become a part of the official minutes of the Association whether accepted or not.

### **Section 3 – Advisory Committee**

At all times there shall be an Advisory Council of seven members. Vacancies on this Council shall be filled by Association appointment based upon recommendations of the Council. This Council shall be responsible for making recommendations to the Association in and for all matters— both secular and spiritual.

The Advisory Council shall have its own chairman and secretary and shall keep an accurate record of all its proceedings and recommendations.

## **ARTICLE XII: Association Seal**

This Association shall have a seal where appears inscribed the name of the Association, the year of its creation, and the words “Incorporated Commonwealth of Pennsylvania.”

## **ARTICLE XIII: Amendments**

### **Section 1**

The members of this Association may alter, amend, suspend, or annul these by-laws at any regular meeting or special meeting called for this purpose.

### **Section 2 – Amendment Approval Process**

- A. Any member of the Association who wishes to alter, amend, suspend, or annul these by-laws must also have a co-sponsoring Board of Directors member who supports the proposed amendment.
- B. Those two members will submit their proposal for changes to the Board of Directors before the next meeting.
- C. The two members must present the proposal to the Board of Directors, where it must be approved by simple majority vote to be voted on during the next meeting.
- D. After discussion at the next consecutive regular meeting, the Board of Directors shall vote on the proposal.
- E. For changes to the by-laws to be ratified, a two thirds majority vote is needed to pass the proposal.
- F. These by-laws shall be in full force and effect immediately upon adoption.

## **ARTICLE XIV: Parliamentary Authority**

### **Section 1**

For Any proceedings of a general members meeting and for a meeting of the Board of Directors, ROBERT’S RULES OF ORDER, NEWLY REVISED, shall be followed.

### **Section 2**

A member of the Board of Directors shall be designated the parliamentarian. This member can not be the President of the Association. The parliamentarian will be responsible to provide advice and serve as a reference for the Board of Directors if any action agrees or conflicts with the By-Laws, Campers Handbook, or Roberts rules of Order; in said descending order.

## **ARTICLE XV: Incorporation Exemption**

### **Section 1**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these ARTICLES, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### **Section 2**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such Association or Associations, as said Court shall determine, which are organized and operated exclusively for such purposes.