

Adopted and ratified
August 6, 1965, as
amended.

Old

BY LAWS OF THE
CHURCH OF GOD CAMP GROUND AT BURNSIDE, INC.

Article 1

Name

Section 1. This Association shall be known and styled as the CHURCH OF GOD CAMPGROUND AT BURNSIDE, INC.

Article 2

Membership

Section 1. Any person who openly and publicly declares his belief in Almighty God and in Jesus Christ, his Savior, regardless of race, color or national origin, shall be eligible for membership.

Article 3

Location

Section 1. The principal office of this Association shall be located in the Township of Burnside, R. D., Burnside, Commonwealth of Pennsylvania.

Section 2. This Association shall establish branch offices in such cities towns, boroughs and villages of this commonwealth as shall be deemed advisable from time to time.

Article 4

Meetings

Section 1. A general membership meeting shall be held ^{twice} ~~once~~ each year on the ~~day in the month of~~ fourth Saturday of April (the Annual Meeting) and the fourth Saturday of October. (See Amendment dated October 21, 1978) and the ~~third~~ ^{twice} (See amendment dated October 27, 1990)

Section 2. The Board of Directors shall meet at least ~~once~~ ^{twice} per year. (Amendment dated 8/6/65)

Section 3. Special meeting of the general membership may be called by the President at such times ~~as he 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 he shall deem necessary; or at the written request signed by three members of the Board of Directors.

Section 5. Each member shall be entitled to ~~30~~ ¹⁵ days notice of any special meeting and each director shall receive ~~30~~ ¹⁵ days notice of a regular or special meeting. (Amendments 10/21/78)

FIRST
(Amendment
4/26/97

Article 5

Notices

Section 1. Notices of all meetings, regular or special, shall be in writing and sent through the United States mails to each member or Director on the Board of Directors as the case may be; at his latest address recorded on the books of this Association.

Section 2. Each member shall be entitled to ^{15 days} ~~one-week's~~ notice of the regular fall monthly meetings, and ¹⁵ ~~thirty~~ day's notice of the annual ^{Spring} meeting. (Amendments 10/21/78)

Section 3. If circumstances warrant, in addition to the written notice provided for in Section 1 of this Article, 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 particular meeting may be given by advertisement in at least one daily newspaper of general publication at Burnside.

Article 6

Waiver of Notice

Section 1. Unless otherwise provided by law, whenever any notice is required to be given, by the provisions of the by-laws, a waiver thereof in writing, signed by the person or persons entitled to such notices, whether before or after the time stated therein, shall be equivalent thereto.

Article 7

Officers

Section 1. The officers of this Association shall be, the President, First Vice President, Second Vice President, Secretary, Treasurer.

Section 2. All officers must be members of the Board of Directors.

Article 8

Duties of Officers

Section 1. The President shall be the chief executive officer of this Association; he shall preside at all meetings of the members and directors; he shall have general and active management of the business of this Association; he shall see that all orders and resolutions of the Board of Directors are carried out; he shall execute all bonds, mortgages, and all contracts of this Association, affixing the corporate seal thereto; he shall have general superintendance and direction of all other officers of this Association and see that their duties are properly performed; he 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, and from time to time shall report to the Board of Directors all matters within his knowledge that may affect this Association; he shall be ex-officio a member of all standing committees and shall have the powers and duties and management usually vested in the office of President in a corporation; he shall appoint all committees, except as herein otherwise provided.

Section 2. 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 and shall have such other duties as may, from time to time, be determined by the Board of Directors. In the event that there shall be more than one Vice-President, then there shall be a First Vice President, Second Vice President and Third Vice President, depending upon whether or not there shall be that many vice presidents. In the event that 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, and so on.

Section 3. The Secretary shall attend all sessions of the Board of Directors and all meetings of members 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; shall send notices of all meetings to the members of Board of Directors; and shall perform such other duties as may be prescribed by the Board of Directors or the President under whose supervision he shall be and he shall be the custodian of the corporate seal and all of the books and records of this Association except as may be otherwise provided.

Section 4. 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; he shall pay all the vouchers or orders properly attested by the President and Secretary; and shall make a complete and accurate report of the finances of this Association at each annual meeting of the members, or at any other time upon request, to the Board of Directors. At each and every meeting known as the annual camp-meeting, the Treasurer shall make a report to the Assembly at the end of the first five days and at the end of the first nine days so as to reflect donations, contributions, payments and expenditures. (Amendment 10/21/78)

(SEE BELOW FOR NEW SECTION 5)

Bonds

Section 1. The Board of Directors may require such officers to be bonded as it shall deem necessary; for any amount(s) as it may deem requisite.

Article 10

Board of Directors

Section 1. The Board of Directors shall consist of all the officers of this Association as set forth in Article 7, Section 1, and four other members elected by the membership by majority vote.

Article 11

Duties and Powers of the Board of Directors

Section 1. The property and business of this Association shall be managed by the Board of Directors.

Section 2. 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 else where in these by-laws, the following specific powers are expressly conferred on the Board of Directors.

Amendment ARTICLE 8, SECTION 5 -- The Chairman or Vice Chairman shall give a general report on the progress of the campgrounds, work done and plans for the future at a time during the annual meeting thought most feasible by the Board of Directors. (Amendment 10/21/78)

To purchase or otherwise acquire for the Association any property, right or privilege which it is authorized by its charter to purchase, at such price or consideration, and upon such terms as they deem expedient; to appoint, to remove or suspend subordinate agents or servants, to determine their duties and affix their salaries; to confer by resolution upon any officer or agent of this Association the power of permanently removing or suspending any subordinate officer or servants; 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; to delegate any of the powers of the Board 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; generally to do all such lawful acts and things as are not by law, or by charter, or by these by-laws directed or required to be done by the members. Any conveyance or grant of real estate held, invested in the corporate assets shall require (7) affirmative votes of the Board of Directors and three-quarters vote of the general assembly. (amendments 10/21/78)

Section 3. Any action which may be taken at a meeting of the Directors, may be taken without a meeting, if consent in writing setting forth the action so taken shall be signed by all the directors and filed with the Secretary of the Association.

Article 12

Nominations and Elections and Terms of Office

Section 1. Elections shall be held annually.

Section 2. The general membership shall elect the members of the Board of Directors.

Section 3. The Board of Directors shall elect the officers set forth in Article 7, Section 1. Nominations and elections for members of the Board of Directors shall take place at the annual meeting of this Association.

Section 4. The Board of Directors shall select the officers of this Association at a meeting immediately following the annual general membership meeting.

Section 5. The term of office for all the officers and members of the Board of Directors shall be for ~~one~~ ^{three} years (Amendments 8/6/65)

Section 6. In the event that the office of an officer or member of the Board of Directors shall become vacant, the remaining members of the Board of Directors shall immediately fill such vacancy for the unexpired term.

Section 7. A simple majority vote of the members present and voting shall be required to elect a member to the Board of Directors; and a simple majority of the members of the Board of Directors present and voting shall be required to elect the officers of this Association.

Section 8. The ballot for the election for the members of the Board of Directors for the office in this Association shall be by closed, written ballot.

Section 9. 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 13

Quorum

Section 1. A quorum for the purpose of holding any meeting of the members shall be at least twenty (20) members, consist of those who attend of whom two must be presiding officers (Amendment 10/21/78)

Section 2. A quorum for the purpose of holding any meeting of the Board of Directors shall be the simple majority of the members of the Board of Directors.

Article 14

Majority Vote

Section 1. A simple majority shall be required to pass any motion at any meeting of the members or Board of Directors, unless otherwise provided.

Article 15

Rights and Obligations of Members

Section 1. Every member in good standing shall have the right to vote at the general membership meetings and to hold office. (Amendment 10/21/78)

Section 2. Any member not in good standing shall not have the right to vote or hold office.

Section 3. The books, accounts and records of this Association shall be open for inspection to any member of the Board of Directors at any time. Members of this Association may, in the discretion of the Board of Directors, inspect such books, accounts and records of this Association at such reasonable times as the Board of Directors may by resolution designate.

Article 16

Section 1 (See page 7)

Standing Committees

(Amendment 10/21/78)

Section 1/2 There shall be such standing committees as from time to time shall be determined by the Board of Directors.

Article 17

Association Seal

Section 1. This Association shall have a seal, upon which shall be inscribed the name of the Association, the year of its creation, and the words "Incorporated Commonwealth of Pennsylvania."

Article 18

Amendments

Section 1. The members of this Association may, by a majority vote of the members present and voting, alter, amend, suspend, or annul these by-laws at any regular meeting or special meeting called for this purpose.

Article 19

Adoption of By-Laws

Section 1. These by-laws shall be adopted by a majority vote of the members present and voting at the time of its proposal to the members for the ratification.

Section 2. These by-laws shall be in full force and effect immediately upon their adoption as set forth in Section 1.

Article 20

Section 1. In event of any disagreement of procedure in a business meeting ROBERT'S RULES OF ORDER, NEWLY REVISED, shall be follows. (Amendment 10/21/78)

Article 21

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 correspondence 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

AMENDMENTS PREVIOUSLY ADOPTED
August 6, 1965

I. ARTICLE 4, SECTION 1

A general membership meeting shall be held twice each year on the fourth Sunday of April (the Annual Meeting) and the third Sunday in September.

II. ARTICLE 4, SECTION 2

The Board of Directors shall meet twice per year.

III. ARTICLE 12, SECTION 5

The term of office for all the officers and members of the Board of Directors shall be for three years.

AMENDMENT ADOPTED APRIL 23, 1978

I. ARTICLE 16 (See amendment page 9)

Section 1. At all times there shall be an Advisory Council of ~~five~~ ^{seven} members. Said members shall consist of ~~persons~~ ^{persons who have been members and associated with the Burnside Camp meeting from its inception, and two persons who have been members and associated with The Camp Crossroads Youth Camp from its inception,} as members are physically and mentally able to qualify. 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 any and all matters--both secular and spiritual. The Council shall be ex officio members of the Board of Directors and all standing committees.

The Advisory Council shall have its own chairman and secretary and shall keep an accurate record of all of its proceedings and recommendations. Recommendations of the Council shall become a part of the official minutes of the Association whether accepted or not.

Section 2. There shall be such other standing committees as from time to time shall be determined by the Board of Directors.

AMENDMENTS ADOPTED October 21, 1973

I. ARTICLE 13, SECTION 1

A quorum for the purpose of holding any meeting of the members shall consist of those who attend of whom two must be presiding officers.

II. ARTICLE 4, SECTION 1

A general membership meeting shall be held twice each year on the fourth Saturday of April (the Annual Meeting) and the fourth Saturday of October.

III. ARTICLE 4, SECTION 5

Each 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.

IV. ARTICLE 5, SECTION 2

Each member shall be entitled to 15 days notice of the regular fall meeting and 15 days notice of the annual spring meeting.

V. ARTICLE 8, SECTION 4 (Add at end)

At each and every meeting known as the annual campmeeting, the Treasurer shall make a report to the Assembly at the end of the first five days and at the end of the first nine days so as to reflect donations, contributions, payments, and expenditures.

VI. ARTICLE 3, SECTION 5 (add)

The Chairman or Vice Chairman shall give a general report of the progress of the campgrounds, work done and plans for the future at a time during the annual campmeeting thought most feasible by the Board of Directors.

VII. ARTICLE 11, SECTION 2 (Insert)

"by the assembly" following the word "authorized" in line 2, paragraph 2.

(add the following statement at the end of the section)

Any conveyance or grant of real estate held, invested in the corporate assets shall require seven (7) affirmative votes of the Board of Directors and three-quarters vote of the general assembly.

VIII. ARTICLE 15, SECTION 1, Line 2 (add)

"s" to the word "Meeting."

IX. ARTICLE 20, SECTION 1 (add)

In event of any disagreement of procedure in a business meeting, ROBERT'S RULES OF ORDER, NEWLY REVISED, shall be followed.

AMENDMENTS ADOPTED OCTOBER 27, 1990

I. ARTICLE 4, SECTION 1 (change)

"fourth Saturday in October to third Saturday in October"

II. ARTICLE 21, SECTION 1 and SECTION 2 (add)

(See that article, page 6)

Article 21

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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Amendment adopted October 19, 1991 to Article 16, Section 1.

Change five members to seven to read: At all times there shall be an Advisory Council of seven members. Said members shall consist of five persons who have been members and associated with the Burnside Campmeeting from its inception and two persons who have been members and associated with the Camp Crossroads Youth Camp from its inception, and this requirement shall exist as long as members are physically and mentally able to qualify....

AMENDMENT ADOPTED APRIL 26, 1997.

ARTICLE 4, SECTION 1 (Change)

"Third Saturday in October to First Saturday in October."