



OAK HILL CHRISTIAN SERVICE CAMP

Planting seeds that will grow

Travis Jones, Camp Manager

www.oakhillcamp.org

Bylaws

ARTICLE I. Name and Purpose

SECTION 1. The name of this corporation shall be OAK HILL CHRISTIAN SERVICE CAMP, by which it may contract and be contracted with, and conduct its business, including the purchase and sale, rent or lease of real estate.

SECTION 2. Purpose: The purposes for which the Oak Hill Christian Service Camp is formed are set forth in the Certificate of Incorporation as follows:

- (1) to provide recreation and Christian education training for youth;
- (2) to use such necessary means of a literary, educational, recreational, and Christian character, as will instruct and elevate the minds and character of the youth who may attend the said camp;
- (3) to erect, purchase or receive by gift and maintain recreational and educational training facilities, including buildings and lands, for the use and comfort of the Corporation.

The Corporation shall be non-profit and shall have no capital stock, but simply promote the moral, social, and educational welfare of the young people who may attend the Camp, and generally, to do the things that are incident and necessary thereto.

ARTICLE II Members

SECTION 1. The members of this Corporation shall be those independent Churches of Christ and Christian Churches which provide financial and/or other support to the Camp on a regular basis and shall have been invited by the Board of Directors to be a member of this Corporation.

ARTICLE III Meetings

SECTION 1. Regular meetings of the Board of Directors shall be held on the third Thursday of each month. By majority vote, the Board may elect not to hold such a regularly scheduled meeting, provided they shall meet not less than once every two calendar months.

SECTION 2. The Board of Directors shall hold an annual meeting on the third Thursday of November for the purpose of electing officers, receiving reports of officers and committees, and for such other business as may arise.

SECTION 3. Special meetings may be called by the Chairperson of the Board or by a majority of the Directors. The purpose of the meeting shall be stated in the call, and at least ten days' notice shall be given by mailing the call of the meeting to the last known post office address of each Director.

SECTION 4. One-fourth of the active members of the Board of Directors shall constitute a quorum. An active member is a member who is eligible to vote and attends a meeting at least quarterly.

ARTICLE IV Parliamentary Authority

SECTION 1. The rules contained in the current edition of *Robert's Rules of Order Newly Advised* shall govern the Corporation in all matters to which they are applicable and in which they are not inconsistent with the Articles of Incorporation, these Bylaws, and any special rules of order the Directors may adopt.

ARTICLE V Officers and the Agents

SECTION 1. A Chairperson, Vice-Chairperson, Secretary, and Treasurer of the Board of Directors shall be elected annually at its October meeting. The Chairperson and Vice-Chairperson shall not serve more than two years in succession. The newly elected officers shall assume their respective offices at the beginning of each calendar year. No two of these offices may be held simultaneously by the same person.

SECTION 2. Removal of Officers: Any or all officers of the Board of Directors of this Corporation may be removed at any time, by a three-fourths majority vote of the Board of Directors at any meeting of same.

SECTION 3. Agents and Employees: All agents and employees of the Corporation may be appointed and their salaries fixed by the Board of Directors. They may be removed by three-fourths majority vote of the Board of Directors at any meeting of same.

SECTION 4. Powers and Duties of the Chairperson: The Chairperson shall preside at all meetings of the Board of Directors. Subject to the Board of Directors, he shall have general charge of the business of the Corporation; he shall keep the Board of Directors fully informed of the business of the Corporation; he may sign and execute all authorized contracts, bonds, or other obligations in the name of and on behalf of the Corporation, and may sign all instruments of the Corporation, including checks, and/or drafts upon the funds of this Corporation, in its name and on its behalf, and any bank or depository in which funds of the Corporation shall be deposited, shall be fully and conclusively protected in honoring any checks and/or drafts on behalf of this Corporation, and shall do and perform such other duties as, from time to time, may be assigned to him by the Board of Directors. In the absence or disability of the Chairperson, the Vice-Chairperson shall exercise all his functions in accordance with provision as set forth in Article V, Section 5.

SECTION 5. Vice-Chairperson. The Vice-Chairperson shall perform all duties and be vested with all the authority of the Chairperson in case of a vacancy in the office of the Chairperson, or in the absence or disqualification of the Chairperson, and shall have such other powers and shall perform such other duties as may be assigned to him by the Board of Directors. Until the Board of Directors shall act, the Vice-Chairperson shall be in active charge of the business and operation of the Corporation under the supervision and control of the Board of Directors.

SECTION 6. Secretary. The Secretary shall issue notices of meetings and shall keep their minutes, shall have charge of the seal and the Corporate books, shall with the Chairperson, sign such instruments as require their signatures, and shall make such reports and perform such duties as are incident to the office, or as are required by law, or as are required by the Board of Directors.

SECTION 7. Treasurer. The Treasurer shall have the custody of all the funds and securities of the Corporation and shall have the power to sign checks and drafts of the Corporation and any depository in which the funds of this Corporation are deposited shall be protected in honoring and acting upon any check or draft signed by the Treasurer. The Treasurer shall sign all receipts and vouchers for payments made to the Corporation and shall keep full and accurate account of all monies received and paid by him on account of the Corporation, which shall truly reflect all the financial transactions and conditions of the Corporation, and shall conform to the requirements of Article VIII hereof, and he shall generally perform all acts incident to the position of Treasurer, and shall have further powers and duties as shall be, from time to time, conferred upon him by the Directors.

ARTICLE VI Trustees

SECTION 1. Definition: A Trustee of Oak Hill Christian Service camp shall be an individual person given control or powers of administration of property in trust with a legal obligation to administer it solely for the purposes specified by the camp's Board of Directors.

SECTION 2. Terms of Trustees: Trustee terms are limited to three years and to no more than two consecutive terms. The Board may alter this from time to time to meet transition requirements or to accommodate casual vacancies.

SECTION 3. Assumption of Office: The term of office of elected/selected Trustees shall commence at the beginning of the next calendar year following election. The term of office for departing Trustees shall end at the adjournment of the same meeting. In the event a Trustee is not able to complete the terms of office, an Executive Board-appointed Trustee shall take office immediately after their appointment unless

SECTION 4. Removal from Office: Any Trustee who fails to complete the duties of office as established by the Board of Directors may be removed from office with a majority vote. Likewise, any Trustee who does not exemplify the characteristics of Christian leadership or whose behavior places Oak Hill Christian Service Camp in financial, reputational, or spiritual jeopardy may be removed from office with a majority vote of the Board.

ARTICLE VII Camp Manager

SECTION 1. A Camp Manager shall be hired and his salary and compensation determined by the Board of Directors. He shall perform such duties pursuant to the operation of the Camp as shall be detailed in a written job description or may otherwise be delegated by the Board.

ARTICLE VIII Committees

SECTION 1. The Chairperson shall appoint all standing and special committees of the Board and the chairperson shall appoint them in November of each year.

SECTION 2. The Executive Committee shall consist of the Officers of the Board of Directors and shall:

- (1) Prepare the annual budget for the Corporation.
- (2) Develop and promote fundraising programs.
- (3) Assist the treasurer in the performance of his/her duties.
- (4) Present to the Board of Directors a written evaluation of the Camp Manager's performance, recommendations regarding his salary and other compensation, and recommendations regarding charges in his job description. A file of these evaluations shall be maintained with a copy of the file to be kept by the Secretary.
- (5) The committee shall meet with the with the Manager at the Camp at least twice yearly prior to submitting its evaluation to the Board, for the purpose of discussing and evaluating work accomplished and for assisting the Manager in formulating plans for completion of work which needs to be completed.

SECTION 3. The Chairperson shall appoint such other committees as the Directors shall, from time to time, deem necessary to carry on the work of the Camp. The Chairperson of the Board shall be an ex officio member of all committees.

SECTION 4. All committees shall be subject to the orders of this Board of Directors. No action of any committee shall conflict with action taken by the Board of Directors.

ARTICLE IX Corporate Records

The Directors and Officers of this Corporation shall keep accurate account of the corporate transactions. The books and records of the Corporation shall, at all times be subject to examination by any Director or by any committee appointed for the purpose at a meeting of the Directors. The minutes and resolutions of the Board of Directors shall, at all times, be open to examination by any member of the Board of Directors or by any committee appointed by the Directors at any meeting. The books of this Corporation shall be kept so as to show at all times what money or other consideration is on hand in the Corporate depository, or has been paid for any corporate obligation.

ARTICLE X Corporate Seal

The Corporate Seal shall consist of two concentric circles with the name Oak Hill Christian Service Camp between them and in the middle a cross.

ARTICLE XI Statement of Policy

Requirements for participation and acceptance in the recreational, educational, and spiritual program of the camp shall be the same for all without regard to race, creed, or national origin.

ARTICLE XII Amendments

These bylaws may be amended at any meeting of the Board of Directors by two-thirds vote, provided that the amendment has been submitted in writing at the previous meeting.

ARTICLE XIII Office of Corporation

SECTION 1. The registered office of the corporation shall be Mechanicsville, Virginia, and the process agent shall be the Secretary of the Board of Directors.

SECTION 2. The permanent office of the corporation is located at the office of Oak Hill Christian Service Camp, Inc., Mechanicsville, Virginia.

Amended / Approved March 17, 2016
Amended / Approved October 18, 2012
Amended / Approved November 19, 2009
Amended / Approved January 21, 1993