

BY-LAWS
OF
EAST MACHIAS CAMP MEETING ASSOCIATION, CORP
A NOT-FOR-PROFIT ASSOCIATION

Approved July 2022

ARTICLE 1. ORGANIZATION

The name of the organization shall be East Machias Camp Meeting Association CORP.

East Machias Camp Meeting Association is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 2. PURPOSES

The following are the purposes for which this Association has been organized:

1. The Association is a Faith based Christ centered membership organization that was established to provide a safe place in the community where children and adults may gather to worship, study, play, and experience true Christian community.
2. The Association offers to lease land for members to build/purchase/own cottages to use while they are actively involved in campground activities and as a retreat place for the members, their families, and friends. The lease holder is responsible for real estate taxes to the town, the annual lease fee, and property insurance.
3. The open land of the Association will be available for recreation, walking areas, conservation activities, swimming, boating, and any other activity that supports the environment and the mission of the Association.
4. The Association provides the opportunity for youth camps, camp meetings, community church services, Scout camps, day camps, mission groups (people working in the community), and numerous activities that enhance the Town, County, and World in which we live.
5. The Association will provide support to activities, churches, and groups that are involved in mission activities in the area communities. A user fee, set by the Board of Trustees, will be charged to all groups to cover costs for operation and upkeep of campground.

ARTICLE 3. MEMBERSHIP

3.1 Membership in the Association is open to all active members of Christian churches.

3.2 Membership is open to all licensed or ordained clergy of Christian churches. They must complete the application for Association membership and fulfill requirements of member in good standing. If the clergy status of an approved member changes they will retain their membership as an individual as long as they comply with Article 3.4.

3.3 To become a member (other than clergy) an individual must complete an application for Association Membership and attach a letter of recommendation from their Pastor and two letters of recommendation that give example of working together in Christian faith. All application will be reviewed for approval by the Board of Trustees.

3.4 To be considered a member in good standing individuals must meet the following criteria:

1. All Association annual fees are current. If lease fees are not paid 30 days prior to annual meeting, lessees will not have a vote at annual meeting.
2. Participate in the spiritual activities of the Association and uphold the principles and ideals set forth in the Purpose, Vision, and Mission Statements.
3. Association members must abide by the standards of ownership as set forth in these by laws and/or any Association standards.
4. Association members that hold lot leases must keep their town property tax and property insurance up to date. The Board of Trustees will review membership rolls to determine members in good standing and voting status for annual meeting.

3.5 Any member found to not be in good standing will have their membership reviewed by the Board of Trustees and if cause exists, membership can be revoked by action of the members of the Association.

ARTICLE 4. MEETINGS

4.1 The annual meeting of this Association shall be held the last Saturday of Camp Meeting week.

4.2 The Secretary shall cause to be mailed/emailed 14 days prior, to every member in good standing at his/her address as it appears in the membership record, a notice reminding them of the time and place of the next annual meeting.

4.3 The Association at the annual meeting shall elect by vote all officers, President, Vice President, Secretary, Financial Secretary, and Treasurer, Trustees, and membership of all standing committees.

4.4 Special meetings of the Association shall be held if deemed necessary by the Association President or at the request of (10) ten members of the Association who are in good standing. Notice of such meeting shall

state the reasons that meeting has been called, the business to be transacted at meeting and by whom it was called. Notice of meeting shall be made by the Association Secretary and mailed/mailed 14 days prior to meeting announcing and fixing the agenda.

4.5 Board of Trustee meetings of this Association may be called by the Chair of the Board of Trustees or the President when deemed necessary for the best interest of the Association. Notice of meeting shall be made by the Trustee Secretary and mailed/mailed 14 days prior to meeting.

4.6 Presence through communication equipment: Trustees may participate in a meeting by means of a conference telephone, video monitor, or similar communications mode by means which all Trustees participating in the meeting can hear or communicate with each other at the same time and participate in proceedings. Such means shall constitute presence in person at a meeting.

4.7 If the circumstance arises that the Board of Trustees cannot physically gather to form a quorum and important business needs to be acted upon, the use of email will be acceptable. Adequate opportunity should be given for all Trustees to respond prior to the vote being taken. Printed copies of individual emails registering votes will be attached to the minutes of this electronic meeting.

4.8 All regular and special meetings of the Association and standing committees shall be open to all members of the Association with voice (requires approval of chair) and no vote.

ARTICLE 5. VOTING

5.1 To be eligible to vote in the annual meeting all fees due the Association must be paid in full no less than (30) thirty days before such meeting. The Financial Secretary and Treasurer will certify those eligible to cast a vote.

5.2 At all annual meetings members in good standing shall use a voting card issued by the Financial Secretary. A request for a written ballot must be approved by a simple majority.

5.3 At all votes by written ballot, the Secretary of the Association shall, prior to the commencement of balloting, appoint a committee of three (from eligible members) who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, inform the Secretary of the results of the election. The Secretary will inform the Association and will note the said results in the minutes of the meeting.

5.4 During a ballot vote, no candidate for any office on the ballot shall be a ballot clerk.

ARTICLE 6. ORDER OF BUSINESS OF ANNUAL MEETING

1. Attendance/Celebrations.
2. Approval of the Minutes of the preceding meeting(s).
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business (Old agenda items).
6. New Business (New agenda items).

7. Adjournments.

ARTICLE 7. BOARD OF TRUSTEES

7.1 The business of operating the campground shall be managed by a Board of Trustees consisting of 9 members, together with the officers of this organization. Candidates for the Board of Trustees will be nominated by the Nominations committee and/or by nominations from the floor at annual meeting.

7.2 No more than one member of a household may serve on the Board of Trustees at the same time. The only exception to this rule is if there is no qualified person available to fill existing position and this exception must be approved by the annual meeting.

7.3 Three Trustees will be voted at each annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of (3) three years. No person shall serve more than three (3) consecutive years unless no other nominations from the floor or the nominations committee are made. The New England Conference of the United Methodist Church, an organization required to act in accordance with The Book of Discipline of The United Methodist Church, shall have final approval of at least sixty percent (60%) of the organization's voted officers and voted or appointed Board of Trustees. The Corporation will submit to the New England Conference of the United Methodist Church for approval a list of the officers and Board of Trustees members voted at the annual meeting or any special meeting called in accordance with the Corporation Bylaws. This includes interim and honorary Board of Trustees members.

7.4 The Board of Trustees shall elect their own officers.

7.5 The Board of Trustees will appoint an Auditor for the next year. This person must not be a Trustee.

7.6 Five (5) members of the Board of Trustees shall constitute a quorum and the meetings of the Board of Trustees shall be held when called by the chairperson in compliance with 4.5.

7.7 Each Trustees shall have one vote and voting may not be done by proxy.

7.8 The Board of Trustees may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

7.9 Interim vacancies on the Board of Trustees may be filled by a majority vote of the Board until the next annual meeting.

7.10 Trustees may be terminated for the following reasons:

- a. Resignation
- b. Death
- c. by Action of Annual Camp Meeting
- d. Absence from three consecutive meetings
- e. Termination due to disqualification by terms of Article 3

7.11 The Board of Trustees may elect not more than three honorary Trustees who shall serve in an advisory capacity only, without vote.

7.12 The President shall call for all annual reports to be submitted not later than May 30th.

7.13 The Board of Trustees shall borrow no monies or sell any real properties without approval of the Association.

ARTICLE 8. OFFICERS

8.1 The initial officers of the organization shall be as follows:

President:

Vice President:

Secretary:

Financial Secretary:

Treasurer:

8.2 The President shall preside at all membership meetings of the Association. In the President's absence the Vice President or one chosen by the Association will act as the Chairperson.

The President shall:

Present at each annual meeting of the organization an annual report.

See that all books, reports, and certificates required by law are properly kept or filed.

Have such powers as may be reasonably construed as belonging to the chief executive of any Association.

Serve as manager over all Association programs and mission.

8.3 The Vice President shall in the event of the absence or inability of the President to exercise their office become acting President of the organization with all the rights, privileges, and powers as if they had been the duly elected President for the remainder of said time.

8.4 The Secretary shall keep the minutes and records of all Association meetings.

The Secretary shall:

Give and serve all notices to members of this organization.

Present to the membership at any meetings any communication addressed to them as Secretary of the Association.

Submit to the Board of Trustees any communications which shall be addressed to them as Secretary of the organization.

Attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary. Records kept by the secretary shall be open to review by any member of the Association.

8.5 The Financial Secretary shall receive all monies and cause the proper codes to be attached to each item received and every expenditure.

The Financial Secretary shall:

Assist the Treasurer with record keeping.

Send notice of leases due when directed to by the Association President.

Maintain all Association records dealing with leases, dues, correspondence, and cottage status.

8.6 The Treasurer shall have the care and custody of all monies belonging to the Association and shall be solely responsible for such monies or securities of the Association.

The Treasurer shall:

Cause to be deposited in a regular business bank or trust company all monies received in a timely manner (5) five working days.

Be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

Render at stated periods as the Board of Trustees shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Trustees of such meeting. Records kept by the Treasurer shall be open to review by any member of the Association.

Exercise all duties incident to the office of Treasurer.

8.7 Candidates for officers will be nominated by the Nominations committee and/or by nominations from the floor at annual meeting.

ARTICLE 9. General duties and Responsibility of the Board of Trustees:

9.1 The Board of Trustees recognizes its empowerment by and responsibility to the East Machias Camp Meeting Association for the care and oversight of the Campground. In this regard the Board shall:

9.1.1 Provide an annual accounting of all fiscal matters and a budget to the annual meeting of the Association for approval.

9.1.2 Will accept direction as initiated by action of the annual Association meeting, incorporating policy, vote, or mandate as appropriate in the care and safekeeping of the Association and its properties.

9.1.3 Provide copies of any new written regulations and procedures as are created by the Board of Trustees to all Association members.

9.1.4 Provide the dates of quarterly meetings for the following year.

9.2 Management responsibilities: The Board of Trustees shall have control and management of the affairs, property, and business of the Association. To manage all property, creating regulations and procedures to accomplish the stated purpose of the Association. This shall include but not be limited to:

9.2.1 The maintenance and safeguard of Association buildings and equipment.

9.2.2 Upkeep, maintenance, and improvement of campground facility support.

9.2.3 The leasing of sites for cottages, trailers, and Association property.

9.2.4 The establishment of procedures for the sale, purchase, donation, and termination of leases of privately owned cottages.

9.2.5 Establish standards of upkeep of all lease holder properties.

9.2.6 The development of an annual plan for use, program, and activities of the campground.

9.3 The Board of Trustees shall only act in the name of the Association when it shall be regularly convened by its chairman after due notice of all the Board of Trustees per Article 4.5.

ARTICLE 10. SALARIES

10.1 Compensation: Trustees shall not receive compensation for their service as Trustees.

10.2 The Board of Trustees shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary for the conduct of the business of the Association.

ARTICLE 11. COMMITTEES

11.1 All non-standing committees of this organization shall be appointed by the Board of Trustees or the Association, and will be established by a majority vote, and their term of office shall be for a period of one year or less if terminated by action of the Board of Trustees or Association. Example of non-standing committees: 1. Policy and Procedures Committee 2. Building standards and Guidelines for cottage owners and lease holders.

11.2 All committees of this Association will keep a full record of minutes for each meeting and forward them to the secretary for inclusion in next scheduled Board of Trustees meeting.

11.3 The standing committees shall be: 1. Nominating Committee 2. Program Committee

ARTICLE 12. DUES

The dues of this organization for non-lease holders shall be set at the annual meeting for the coming year, and shall be payable by January 31st.

ARTICLE 13. COTTAGE LEASES

13.1 Members may lease lots for cottages. These leases are renewable each year as long as the member remains in good standing. Fees will be set at annual meeting for the coming year and shall be payable by January 31st.

13.2 Should any cottage owner neglect to pay their lease fee for a period of two years the lease is void. The Board of Trustees, at their discretion, acknowledging that no lease exists, may institute measures to have any cottage removed at the owners' expense and shall consider the property free to lease.

13.3 Cottage owners may at any time donate their cottage to the Association. The Association will absorb any fees owed to the Association. The Association will be liable for any real estate taxes due on any donated property.

ARTICLE 14. INCOME

All income, (membership dues, lease fees, fund raising, mission groups, donations, and etc.), shall be used to support the mission of the East Machias Camp Meeting Association.

ARTICLE 15. AMENDMENTS

These By-Laws may be altered, amended, or repealed by an affirmative vote of not less than two-thirds vote of those attending the annual meeting of the Association. Alterations, amendments, or repeals to the following articles shall require approval of the New England Conference of the United Methodist Church;

Article 1,
Article 7,
Article 15,
Article 16

ARTICLE 16. DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the organization, all assets of the organization remaining after all liabilities and obligations of the organization have been paid, satisfied, and discharged, will be transferred, conveyed, and distributed to New England Conference of the United Methodist Church.

If on the date of such proposed distribution, New England Conference of the United Methodist Church is no longer in existence or does not qualify for exempt status under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, the assets of the organization shall be transferred, conveyed, and distributed to the United Methodist entity (the “Successor Organization”) entitled under The Book of Discipline of The United Methodist Church, or by other General Conference, Jurisdictional Conference, Annual Conference, or District action, to receive the assets of New England Conference of the United Methodist Church upon its dissolution.

If pursuant to the preceding paragraphs, the organization’s assets are to be distributed to the Successor Organization, but on the date of the proposed distribution, the Successor Organization is no longer in existence or does not qualify for exempt status under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, the assets of the organization shall be transferred, conveyed, and distributed to such other United Methodist related organization(s) as may be specified in, or provided for, under a Plan of Distribution adopted by this organization; provided, however, that in any event, each such distributee organization shall be exempt under the provisions of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Adopted by the East Machias Camp Meeting Association on July 23rd, 2022.