

**By-Laws of Pleasantville Camp as
Amended by the Corporation June 29, 2013**

Article I - Name

The name of this Corporation shall be Pleasantville Camp, a nonprofit corporation, chartered under the laws of the Commonwealth of Pennsylvania on May 6, 1985.¹

Article II – Mission and Vision

Mission Statement:

Pleasantville Camp, a ministry, affiliated with the Free Methodist Church of North America, exists to glorify God by providing facilities and programs that enhance the work of the local church in ministering to the whole person.

Vision Statement:

Pleasantville Camp provides year-round programs designed to:

- win lost people to faith in Jesus Christ;
- build believers in their ability to “walk as Jesus walked”
- equip growing disciples for ministry in the church and to the world
- multiply godly, competent leaders for multiplied spiritual impact

Article III – Doctrinal Position

The Doctrinal position of this Corporation shall be the Wesleyan interpretation of the Scriptures and that which is set forth in the Free Methodist Book of Discipline (in its most recent edition.)

Article IV – Affiliations

Pleasantville Camp is a ministry affiliated with the Free Methodist Church.

Article V – Membership

The Corporate Body shall be all cottage owners, **with submitted membership form**, board members, and those who seek application and are granted membership by the board or its representative committee. Members of the Free Methodist Church upon application will automatically be granted membership. Corporate members must be in attendance in person to vote at any duly called meeting of the corporation, or respond within a prescribed time limit for any board approved mail-in or email vote.

Article VI – Meetings

1. An Annual Meeting of the members of the corporation **may** be held each year in conjunction with Family Camp. The meeting shall be held at the camp in Pleasantville, Pennsylvania whenever feasible. This meeting shall be for the purpose of electing officers and conducting such other business as may come before the body. The time and date must be announced at least 30 days in advance either through the camp newsletter or first class mail. A quorum for the Annual Corporation Meeting shall be fifteen (15) voting members.
2. Special meetings may be held at the call of the chair of the Board of Directors. The Board of Directors will determine a means of notification which will reach the greatest number of the members of the corporation allowing for a 10 day advance notice.

¹ This was formed by the consolidation of the Oil City District Quarterly Conference incorporated May 31, 1905 and the Erie District Quarterly Conference.

Article VII – Board of Directors

1. There shall be a board of nine (9) Directors (also known as Trustees) whose duties shall be to hold in trust all property, real, and personal, and manage the interest of the same in harmony with the corporation by-laws and the Free Methodist Book of Discipline. (Only these 9 elected board members may vote on legal matters.)
2. Term of Office - There shall be three (3) rotating terms of three years each.
3. Qualifications - Two-thirds of the members must be full members of the Free Methodist Church.
4. Election - Board members will be elected each year by ballot. They will retain their office in harmony with the Free Methodist Book of Discipline. The corporation elects three Board Members each year at the annual meeting.
5. Limitation of Powers - The Board of Directors are responsible for the day to day operations of the camp, the long range development of the camp, and seeing that the camp continues to focus on its mission as a Christian camping ministry. They are empowered to act on behalf of the corporation in carrying out all business of the camp between annual meetings of the corporation.
6. Any vacancy in the Board of Directors may be filled by special election or by board appointment (if the vacancy occurs more than 6 months prior to the annual meeting.) A member's seat on the Board of Directors can be declared vacant by the Board due to 3 consecutive absences without good cause. (Every effort should be made to notify the Board Chair in advance of known absences.)
7. The elected Treasurer, the Executive Director and the Caretaker shall be full voting members of the board except they may not vote on specific legal matters unless they are also one of the nine elected trustees.

Article VIII – Officers

1. Officers of the Corporation and the Board of Directors shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer, all with full vote. All officers shall be elected by the board at their annual organizational meeting following the Annual Corporation meeting except for the treasurer, who will be elected for a three year term by the full body at the annual corporation meeting. The Caretaker and Executive Director are hired or appointed by the board.
2. All officers and board member shall be persons who regularly reflect Christian principles, financially support the camp, volunteer to serve on camp work teams or on standing committees, as God enables and gifts them. Board Members will approve policies, budgets, contracts, major purchases, and reports as well as any Strategic Action Plans. Each Board member should promote Pleasantville Camp as they are able.

Article IX - Duties of Officers

1. Board Chairperson

The Chairperson will be responsible to chair the Board of Directors of Pleasantville Camp. If unable to serve at any time, leadership shall pass to the Vice- Chairperson. The Chairperson will also be responsible to: develop the agenda for Board meetings in consultation with other leaders and staff and encourage all Board and Corporate Members to participate in the ministries of the camp.

2. Vice- Chairperson

The Vice-Chairperson of Pleasantville Camp shall assist the chairperson as needed and shall chair any meeting of the Board of Directors or Corporation at which the Chair cannot be present.

3. The Secretary

The Secretary shall serve as Secretary of the Corporation and the Board of Directors, keeping a faithful record of all their proceedings. He/she will keep and distribute the minutes of the Board's meetings, send out reminders of Board meetings, type and mail Board correspondence and perform other duties as assigned by the Board.

4. The Treasurer

The treasurer shall serve as a full voting member of the board and will keep a faithful record of all receipts and disbursements, giving a monthly report to the Board of Directors and an annual report at the Annual Meeting. The treasurer is a member of the finance team and shares responsibility for the development of a yearly corporate budget, an annual camp budget and a periodic review of camp rates and fees. The treasurer shall be responsible for obtaining a yearly audit. The auditor's report will be made public either at the annual corporation meeting or in writing to all members.

Article X - Bonds

The Board of Directors may require such officers to be bonded as it shall deem necessary. The amount of such bonds shall be such as the Board of Directors deems requisite.

Article XI - Duties and Powers of the Board of Directors

1. The property and business of this corporation shall be managed by the Board of Directors.
2. The Board of Directors by virtue of their office, the powers and authority expressly given by law, by the terms of the BOOK OF DISCIPLINE of the Free Methodist Church of North America and by these bylaws, the following specific powers are expressly conferred on the Board of Directors, contingent upon adoption of proper resolutions adopted by the Board of Directors: to purchase or otherwise acquire for the corporation any property, real or personal, right or privilege at such price or consideration and upon such terms as they deem expedient, or, if such property, real or personal, right or privilege has already been acquired by the corporation, then to ratify the purchase or other acquisition thereof; to borrow money from commercial lending institutions or from The Keystone Conference Loan Fund; to execute all documents necessary to effect such property acquisition or commercial lending transaction; to employ, appoint or remove those positions deemed necessary or unnecessary for the optimum efficiency and operation of the camp and to determine their duties and affix their salaries as deemed appropriate.
3. Any business or action normally done at a regularly scheduled meeting of the Board, may be done by email, mail or other duly authorized means, providing approval by at least five Board members is received via email, mail, phone or personal contact by the Board Chair or secretary, and is duly filed with the secretary prior to such business or action being transacted (5 Board members required as per Article XIII.) Every effort shall be made to contact all Board members.

Article XII - Personal Liability of Directors

1. A director shall not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless:
 - a. The Director has breached or failed to perform the duties of his or her office under Section 8363 of the Director's Liability Act; or
 - b. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.
2. Number 1 of this Article shall not apply to:
 - a. The responsibility or liability of any director pursuant to any criminal statute;
 - b. The liability of a director for the payment of taxes pursuant to local, state or federal law.

Article XIII - Quorum Vote

A quorum of at least 15 corporation members or at least 5 board members is required to conduct legitimate and binding business at their respective meetings. A simple majority of those present shall be required to pass any motion or resolution except for changes to the by-laws. (see article XIX)

Article XIV – Standing Committees

Facilities Committee

1. The chairperson of the facilities committee will be appointed by the Board of Directors. All other members shall be selected by the committee chair and affirmed by the board at their earliest meeting possible (before Oct. 1).
2. The facilities committee will be responsible for seeing that all buildings and properties are in good repair and make sure that all buildings meet at least minimum safety standards as outlined by the Department of Labor and Industry. Any private cottages deemed in need of repairs, will receive a notice from the facilities committee. Cottage owners will be given 9 months to (1) make repairs on their own or (2) sell or relinquish rights of the property to the corporation. In event of a sale, the sale will include a “3 month repair or relinquish” clause for the new buyer. Corporation owned buildings will be evaluated annually and repairs to them prioritized.
3. The Facilities Committee will deal with contractors and other building and grounds related workers at the camp.
4. They shall form a standing committee known as “the Lot Committee” which shall oversee the cottage owners program of the camp.

Program & Promotion Committee

1. The Chairperson of the program and Promotions committee shall be appointed by the board.
2. The members of the Program Committee shall be selected following the annual corporation meeting by the committee chairperson .The list of those selected shall be affirmed by the Board of Directors no later than Oct. 1. Representatives of the following ministry areas should be included: Adult, children, youth WMI, food service, Minister’s training and others as deemed appropriate.
3. The Program/Promotion Committee will be responsible for promoting the availability of Pleasantville Camp Ministries to Free Methodist Churches and to other Christian Churches and organizations in harmony with our guidelines.
4. The Program/Promotion Committee will be responsible for developing or overseeing of camp sponsored ministry opportunities.
5. The Program/Promotion Committee will secure workers for events, develop schedules and advertise these events.

Finance Committee

1. The Finance Committee will consist of the treasurer, assistant treasurer, camp director, and two or more members at large. The committee will select its own chairperson, who will be confirmed by the board no later than Oct. 1.
2. The Finance Committee will be responsible for:
 - a. Developing an annual budget for presentation to the Board of Directors in May and to the Corporation at the annual meeting.
 - b. Recommending to the Board fees and assessments reasonable for the solvent operation of the camp grounds.
 - c. Assuring integrity in the fiscal operation of the camp.
 - d. Tracking the financial support of the camp and attending to yearly statements and reports.
 - e. Working with the Family Camp Planning Committee to affix rates and fees.

Nominating Committee

- 1 The Nominating Committee will be composed of six persons elected by the Corporation at its annual meeting. Nominations for the committee will be received from the floor. Two persons will be elected each year for a three year term.
- 2 The Nominating Committee shall elect their chair from the six members, and report such to the board no later than Oct. 1. **The past chair is responsible for calling the meeting to organize.**
- 3 The nominating committee will report their list of board nominees and a brief bio for each (and picture if possible) to the board of directors at the board's June meeting. **All potential board candidates will be read or sent the qualifications in articles 8 & 9.**
- 4 Nominations will be published at least **15** days prior to the annual meeting. **Recommendations** may come from any member of the corporation, but must be made to the chair of the nominating committee no later than May 1 each year. (Nominations from the floor will **not** be accepted as a review of the candidate would not be possible.)

Article XV - Camp Employees

- 1 The Board of Directors shall be responsible for the hiring or appointment of any personnel necessary for the efficient operation of the camp. Each person so engaged shall be entitled to professional employment procedures and a clear job description and financial package.
- 2 An Executive Director is appointed by the Board of Directors and will serve on the board as a full voting member, except when the Board is voting on legal matters. The Executive Director serves as ex officio member on all committees.
- 3 The duties of an Executive Director shall be: at the discretion of the board of directors and may include the following: promotions and publications, organization and administration, long range planning, assisting the board in the governance and preparation of the camp.

- 4 A Caretaker is hired or appointed by the Board and will serve as a full voting member of the Board, except when the Board is voting on legal matters. **The job description shall be reviewed yearly.**
- 5 The board may also hire other staff as needed for the efficient and optimal operation, safety and security of the campgrounds.

Article XVI - Lots and Cottages

Any members of the Free Methodist Church, or those of similar faith shall have the opportunity to lease any occupied or unoccupied lot on the camp grounds and to purchase any structure upon said lot. Ownership is contingent upon a written application, approval by the Board or Lot Committee, the signing of a lease and the payment of an annual lease fee, the amount of which is set by the Camp Board of Directors. All cottage purchases, sales and maintenance must adhere to conditions of the Lease Agreement of Pleasantville Camp and all owners must also adhere to the by-laws and membership requirements. **A completed lease must be on file.**

Article XVII - Conduct and Discipline

All persons staying on the Campgrounds are expected to comply with the Rules and Guidelines of the Camp as posted. Campers and all guests shall conduct themselves in an orderly and quiet manner, and respect the rights of others. Violation of these requirements may be considered sufficient reason for dismissal from the premises. The Caretaker or Camp Director shall have authority to make such dismissals as he/she may deem to be for the good of the Camp. Return of any payments shall be at the discretion of the Camp Director or Caretaker. **Article**

XVIII - Corporate Seal

There shall be a corporate seal. It shall be a circular disk, bearing the following inscription: Pleasantville Camp. The seal shall be used to affix same to such documents and conveyances as may be necessary. The seal shall be stored with camp deeds and other legal property documents.

Article XIX – Amendments

Amendments to the by-laws may be made by a two-thirds (2/3) vote of the members present at any duly called meeting of the corporation or by two thirds vote of the members responding to a mail in or email vote, (minimum number for official business is 15, as per article XIII), providing that notice of the proposed change(s), is communicated to all corporate members, by means so noted in VI. 2, at least **15** days prior to the meeting. Proposed By-law changes from members at large must be in writing 60 days prior to the annual meeting and carry signatures of three nonrelated members in good standing. (A corporate member is a person who has completed an application and been approved by the Board or its representative committee as per Article V.)

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