## CONSTITUTION and BYLAWS OF NATIONAL UNITED METHODIST CAMPERS, INC.

# (A TEXAS CORPORATION)

#### PREAMBLE

These Constitution and Bylaws are to provide guidance for the operation of National United Methodist Campers, Incorporated and to insure they are in conformance with applicable provisions of the statue requirements of the State of Texas for organizations incorporated in that State.

## ARTICLE ONE Name

The name of this organization shall be National United Methodist Campers, Incorporated, thereafter referred to as NUMC or the Corporation.

# ARTICLE TWO Objectives and Mission Statement

Section 1: The objectives of the Corporation shall be to:

A. enjoy the out-of-doors in a wholesome Christian atmosphere,

B. provide safe and comfortable opportunities for Christian camping,

C. share in Christian worship at informal campground services, or worship at a nearby church,

D. make new friends and continue long time friendships with others who also enjoy "Our Father's World" and,

E. join in Christian service to help God's people in need.

<u>Section 2:</u> The Mission Statement of National United Methodist Campers, Incorporated is as follows:

We acknowledge God as the maker of heaven and earth and Jesus Christ as His Son and/or advocate with Him. Acknowledging this and the bond between like-minded believers, we wish to preserve, honor, and maintain the beauty of the earth and serve our fellow beings. We come together to give voice and action as we participate in Christian camping experiences. Being aware of God's great gifts to us, we wish to share these gifts with others through Christian fellowship and service.

# ARTICLE THREE <u>Membership</u>

<u>Section 1:</u> Membership in NUMC shall consist of Family Units. A Family Unit is defined as either an individual or family with membership in either an United Methodist Church or any other Christian church. Applications for membership may be submitted to a Local Chapter or to the National Membership Secretary. Family Units may join more than one chapter, but must designate one Local Chapter as their home chapter. Persons who join and do not live near a chapter may join as a Member at Large. The membership year shall be the same as the Corporation's Fiscal Year.

<u>Section 2:</u> To be in good standing, Members must be registered with the National Membership Secretary by having paid the current annual dues in the amount set by the Executive Board. The Membership Secretary of the Local Chapter shall collect the current year's dues and send them directly to the National Membership Secretary. Members at Large who do not belong to a Local Chapter shall forward their membership applications and current dues to the National Membership Secretary.

<u>Section 3:</u> A delinquent Member may be reinstated by paying the dues for the current year.

## Section 4:

An Honorary Life Membership in NUMC may be awarded to a NUMC member Α. for extended or exemplary work performed while a member of a local chapter or while holding a National Office. The Honorary Life Membership may be awarded upon recommendation of a chapter, a member, a past member or a widow or widower of a NUMC member. A request must be submitted in writing to the Executive Board including a sum of \$100.00 payable to National United Methodist Campers, for each Honorary Life Membership Incorporated requested. The written request shall include the member's name, membership number, and a brief statement as to why the applicant is considered worthy. A full refund will be returned if the request is denied by the Executive Board. The National Membership Secretary shall, upon instructions from the Executive Board, record the award on the membership records and issue an Honorary Life Membership acknowledgment.

B. Associate Life Membership. A Chapter may award an honorary Associate Life Membership to a Chapter member for special recognition or honor. An honorary Associate Life Membership shall be defined as a Chapter award and shall not absolve the member from NUMC dues.

## ARTICLE FOUR Meetings

<u>Section 1:</u> The Fiscal Year of the Corporation shall be from January 1 to December 31. The term of office for national officers and chapter officers shall coincide with the Fiscal Year. The Annual Business meeting of the membership of the Corporation shall be held during the National Rally, which shall be held during the term of office of the President. The date of the Annual Rally shall be approved by the Executive Board a minimum of two (2) years in advance of the rally.

<u>Section 2:</u> Special meetings of the Corporation shall be held at any time upon call by the President or by order of the Executive Board. Notice of the time and place of such meetings shall be distributed by the Executive Board.

<u>Section 3:</u> A quorum for any meeting of the Members of the Corporation shall be the Members present and voting at any duly announced meeting. Each Family Unit shall have one vote at each corporate meeting at which it is present.

# ARTICLE FIVE The Council of Presidents

<u>Section 1:</u> The Council of Presidents is made up of the Chapter Presidents or their designee. A meeting of the Council of Presidents shall be presided over by the National President and shall be held at the National Rally preceding the Annual Business Meeting of the Corporation. The meeting shall be for the purpose of considering matters proposed by anyone attending. The President of the Corporation, or the Presidents of three Local Chapters, may call a Council of Presidents meeting. Notice to all Chapter Presidents and the Executive Board shall be given by the President of the Corporation. Such notice shall state the time and place of the meeting and the purpose for which it is called.

#### ARTICLE SIX The Executive Board

<u>Section 1:</u> Except as otherwise provided by these Bylaws, all powers of the Corporation shall be vested in and exercised by the Executive Board and committees created by such Board. The Executive Board shall be composed of the elected Officers of the Corporation and the Corporation Directors. The immediate Past President, Chaplain and Historian shall be ex-officio members of the Executive Board.

<u>Section 2:</u> The number of Directors shall be three, one of whom shall be elected each year for a three year term. The number of Directors may be changed by the Executive Board, but shall never be less than three; and no change in the number of directors shall shorten the term of any incumbent Director.

<u>Section 3:</u> The Annual Meeting of the Executive Board shall be held at the same place preceding the Annual Meeting of the Members of the Corporation without further notice. Special meetings of the Executive Board may be called by the President or any two members of the Board. Notice of the time and place of the meeting shall be given to each member of the Executive Board by the President.

## ARTICLE SEVEN The Officers and Directors

<u>Section 1:</u> The Officers of the Corporation shall be the President, First Vice-President, Second Vice-President, Recording Secretary, Membership Secretary, Publicity Secretary, Treasurer, National Coordinator, Storekeeper, Nurse, and all Directors. To hold a National Office, each officer shall be a member in good standing of a local chapter. National officers shall be elected, and no national officer shall hold more than one national office at one time. No one shall be excluded from serving as an officer because of race, sex, age, or occupation, except as noted above. The Second Vice-President shall be elected for one term. All other elected national officers may be reelected for an unlimited number of terms. Appointed national officers may be reappointed for an unlimited number of terms.

<u>Section 2:</u> The Officers shall perform such duties as are ordinarily incumbent upon their positions plus such other duties that are directed by the Executive Board. In addition to such ordinary and specially directed duties, they shall perform the following:

A. The President shall appoint committees as the President determines a need, with the approval of the Executive Board. The President shall appoint a Historian for the purpose of preserving the National History, a Parliamentarian to assist in ruling on conduct and procedure at meetings, and a Chaplain to serve as the religious leader of the Corporation. The Chaplain shall be a recognized minister of any Christian church. The President shall select the location and plan the program of the Annual Meeting and fill vacancies in the Executive Board with the approval of the Board. In the event a President is unable to fulfill the term of office for the President, the First Vice President shall be the presiding officer for the duration of the President's elected term. An attempt shall be made to abide by the decisions announced by the President regarding the place and program for the Annual Meeting.

B. The First Vice President shall appoint the Nominating Committee. The First Vice President shall substitute for the President in all matters for which the President cannot act.

C. The Second Vice-President shall be responsible for receiving and compiling the camping schedule for each NUMC Chapter and forwarding the information to the Publicity Secretary for publication in the National Newsletter. The Second Vice President shall be available to assist in all matters normally handled by the President and First Vice President, should the need arise.

D. The Recording Secretary shall take, prepare and preserve Minutes of the Annual Business, the Council of Presidents, and the Executive Board meetings. Minutes shall be delivered to each member of the Executive Board

E. The Membership Secretary shall be the registered agent for the Corporation. The Membership Secretary shall keep an accurate list of members in good standing, issue membership letters to each new Family Unit, assign membership numbers in the order in which the applications are received, instruct Local Chapter Secretaries on reporting their members and transmitting dues, and notify them of intent to drop members. Applications for membership received directly by the Membership Secretary shall be referred to existing Local Chapters.

F. The Publicity Secretary shall publish the Newsletter quarterly in months approved by the Executive Board each year and distribute such Newsletters to each Family Unit on the list of active members. The Publicity Secretary shall solicit news items from each local chapter and the national officers. The Publicity Secretary shall set a cutoff date for each edition.

G. The Treasurer shall keep accurate records of all receipts and disbursements. The Treasurer shall have custody of all monies of the Corporation and deposit them to obtain the highest insured interest rates. The Treasurer shall prepare an annual financial report each year and submit it to the membership at the Annual Business Meeting. An annual report shall be made to the Executive Board at the Annual Meeting on the audit of each chapter's financial records and on the audit of the Storekeeper's books. The Treasurer shall issue checks only on the authorization of a voucher signed by another elected national officer.

H. The National Coordinator shall promote the Corporation through the website.

I. The National Nurse shall provide first aid and emergency care when needed. The National Nurse shall promote health education, when possible.

J. The National Chaplain shall conduct worship services at the Annual Meeting. The National Chaplain will install National officers at the Annual Meeting. Upon completion of the Chaplain's term of office, the National Chaplain shall be acknowledged as an Honorary Life Member by the Corporation.

K. The Storekeeper shall be responsible for the purchase and maintenance of salable NUMC merchandise. The Storekeeper shall maintain accounting records and have the records audited annually at the end of each fiscal year. A copy of the audit report shall be provided to the National Treasurer for presentation at the Annual Meeting. The Executive Board shall approve the kind of merchandise and pricing. The Storekeeper shall display merchandise in the meeting hall at the National Rally. The Storekeeper will provide new member packets to all new members.

<u>Section 3:</u> The President shall appoint a Bylaws Committee as needed. The Committee shall be responsible for reviewing the Constitution and Bylaws and for proposing changes. Amendments to the Constitution and Bylaws may also be proposed by Local Chapters, in accordance with ARTICLE TWELVE, Sect. 1. The Committee shall assure that the Constitution and Bylaws and proposed changes continue to conform to the Corporation Statues of the State of Texas.

## ARTICLE EIGHT Elections

<u>Section 1</u>: The Nominating Committee shall consist of the First Vice President and four individual members appointed by First Vice President. The names of the members of the Nominating Committee shall be published in the Newsletter preceding the National Rally with the request that Local Chapters or members submit suggestions for nominations to them.

<u>Section 2</u>: The Nominating Committee shall nominate at least one person for each elective office except that of President and the First Vice President. The First Vice President shall succeed the President and the Second Vice President shall succeed the First Vice President. Each candidate for Second Vice President must have held an elective office during one of the three years preceding the election in either the Corporation or a Local Chapter. Each nominee must agree, if elected, to assume the duties of the office before the nominee's name is placed on the ballot. The slate of officers shall be presented to the General Membership at the National Rally and voted on by voice vote.

# ARTICLE NINE Local Chapter Organizations

<u>Section 1:</u> The Corporation may have an unlimited number of Local Chapters. A Local Chapter may be dissolved by the vote of the local chapter.

Section 2: There must be at least five Family Units to form a new Local Chapter.

<u>Section 3</u>: Each Local Chapter may adopt such Bylaws as it deems desirable, providing that they do not conflict with Bylaws of the Corporation. The Local Chapter Bylaws should provide for the officers to form the Executive Board of the Local Chapter.

<u>Section 4</u>: The accounting period for each Local Chapter shall be January 1 to December 31. The President of each Local Chapter shall have the books of the chapter Treasurer audited by two individuals of the Local Chapter at the end of each fiscal year. A copy of the report of each audit shall be sent to the National Treasurer prior to the National Rally.

<u>Section 5</u>: Chapter Presidents and the National President shall not permit the use of alcoholic beverages or any illegal substance, nor permit any kind of gambling at any campout or other meeting of a Local Chapter or of the Corporation.

<u>Section 6</u>: Local Chapters may establish their own election and officer installation procedures.

<u>Section 7:</u> The term of office for Chapter Officers and the Chapter Fiscal Year shall be the same as the National Corporation. Chapter Officers may be reelected as many times as the chapter desires.

## ARTICLE TEN Official Emblems

<u>Section 1</u>: Official emblems shall be restricted to non-commercial activities of the Corporation, Local Chapters and Members. Changes in official corporate paraphernalia must be approved by the Executive Board before being offered for sale or issue.

## ARTICLE ELEVEN Grievances

<u>Section 1:</u> Any person having a grievance may submit it to the Executive Board of the Local Chapter to which he or she belongs. If the action of the Local Chapter Executive Board is not satisfactory, the grievance may be submitted to the Corporate Executive Board which may consider the matter itself or designate a committee of three persons to consider the matter and report back to the Executive Board. The National Executive Board's decision is final.

## ARTICLE TWELVE <u>Amendments</u>

<u>Section 1:</u> The Constitution and Bylaws may be amended at an Annual Business Meeting of the members of the Corporation with a two-thirds vote of the Family Units present.

A. Proposals for amendment changes must be submitted to the National President no later than 180 days preceding the Annual Meeting. The National President shall submit copies of proposed amendment(s) to each member of the Executive Board no later than 150 days preceding the Annual Meeting. If the proposed amendment is approved by a majority of the Executive Board, the President shall prepare the same for presentation at the annual meeting

B. Proposals for amendments to the Constitution and Bylaws may be submitted by a committee duly appointed by the National President or by a NUMC chapter.

C. Through the Corporation "Registered Agent", amendment(s) must be filed with the Texas Secretary of State using the "Certificate of Amendment" Form (424) within 90 days.

## ARTICLE THIRTEEN Parliamentary Authority

<u>Section 1</u>: Roberts Rules of Order shall govern the conduct and proceedings at all meetings to the extent they are not in conflict with the Articles of Incorporation of NUMC and this Constitution and Bylaws.

#### ARTICLE FOURTEEN DISSOLUTION OF CORPORATION

<u>Section 1:</u> Upon dissolution of National United Methodist Campers, Inc. all remaining assets will be forwarded to the United Methodist Committee on Relief (UMCOR).

DRAFT COPY DEVELOPED THIS <u>16th</u> DAY OF <u>February 1975</u> /S/ Le Roy Adams, National President

ADOPTED THIS <u>14th</u> DAY OF <u>July</u>, <u>1976</u> /S/ Le Roy Adams, National President

AMENDED THIS <u>14th</u> DAY OF <u>July 1979</u> /S/ Richard Long, National President

AMENDED THIS <u>20th</u> DAY OF <u>July 1985</u> /S/ Le Roy Adams, National President /S/ Gail Adams, Recording Secretary

EDITED THIS <u>9th</u> DAY OF <u>December 1985</u> /S/ Melvin C. Loeffler, National Vice President (Signed on January 10, 1987)

AMENDED THIS <u>1st</u> DAY OF <u>September 1991</u> No signatures on document

AMENDED THIS <u>17th</u> DAY OF <u>July 1999</u> /S/ Johnette Ney, National President /S/ Betty J. Tripp, National Recording Secretary

AMENDED THIS <u>19th</u> DAY OF <u>July 2003</u> /S/ Doyle Fenn, National President /S/ Jane Robinson, National Recording Secretary

AMENDED THIS <u>19th</u>DAY OF <u>May 2006</u> /S/ Pat Akin, National President /S/ Diane Smith, National Recording Secretary AMENDED THIS <u>2nd</u> DAY OF <u>May 2009</u> /S/ Ed Clark, National President /S/ Patricia Becker, National Recording Secretary

AMENDED THIS <u>25th</u> DAY OF <u>April 2015</u> /S/ Bryant Carter, National President /S/ Rebecca Martin, National Recording Secretary

AMENDED THIS \_\_\_\_ DAY OF \_\_\_\_\_\_\_, National President (S) \_\_\_\_\_\_\_, National Recording Secretary