

BY-LAWS
OF
PINE HAVEN CHRISTIAN ASSEMBLY

ARTICLE I.

Section 1. An annual meeting of the members of the Corporation shall be held at such location and at such time during the sixty (60) day period commencing the last day of the corporation fiscal year, as may be designated by the Board of Directors. Notice of time and place of the annual meeting shall be mailed at least twenty (20) days in advance thereof by the secretary of this corporation to each member at their last known address.

ARTICLE II. Board of Directors

Section 1. Number: The number of the Board of Directors shall be ten persons, consisting of three ministers of member congregations, and six members of member congregations, of which not more than one director shall be chosen from any one congregation, plus one permanent director from Crossroads College.

Section 2. Tenure: The directors shall be in three groups, each group consisting of one minister and two members of member congregations, one group to be elected at each annual meeting for a period of three years. If a director ceases to be a minister or member of a member congregation during his/her tenure, his/her directorship shall be suspended until he/she becomes a minister or member of another member congregation. If a directorship is suspended at the time of the annual meeting, the position shall be considered vacant. If there is a vacancy due to resignation or for any other reason, a new director shall be elected at the next annual meeting. The term of a director who is filling a vacant position shall end when the term of the position ends.

Section 3. Duties: The affairs of the corporation shall be conducted, controlled and managed by the Board of Directors, and they shall appoint such officers, committees, and agents as they shall deem necessary including filling any vacant offices of the corporation.

Section 4. Regular Meetings: The Board of Directors shall meet in the Fall, Winter, and Spring at such time and place as designated by the Board of Directors. However, any such meetings may be dispensed with by motion duly passed at a preceding regular or special meeting. The secretary shall give notice at least seven days prior to the meeting.

Section 5. Special Meetings: Special meetings may be called at the request of the chairman. The chairman must call a special meeting when requested to do so by at least three members of the board. The time and place or manner of said meeting may be designated by the chairman. Each director shall be given notice prior to the meeting of time, place and purpose of said meeting. Special meetings of the board may be held electronically by conference call, web meetings or other means approved by the Board of Directors. The chairman may authorize voting by the Board of Directors for the purpose of quick action when needed on specific items, electronically, by e-mail or other means.

Section 6. Quorum: Two-thirds of the Board of Directors at any meeting called in accordance with the By-Laws shall constitute a quorum for the transaction of any business of the corporation. A simple majority of those present and voting will constitute an act of the Board of Directors.

Section 7. Election: Any member of a member congregation may make nominations for directors either prior to or at the annual meeting with the prior approval of the nominee. The nominees shall be voted on at the annual meeting and the person or persons with the largest number of votes cast shall fill the open director positions.

ARTICLE III. Officers of the Board of Directors

Section 1. Officers: The officers of the Board of Directors shall be a chairman, vice-chairman, secretary, and a treasurer, who shall hold office for the term of one year. Such officers shall be elected annually by the Board of Directors at an organizational meeting following the annual meeting.

Section 2. Duties of the Officers:

- A. Chairman: Shall preside at all meetings of the Board of Directors and the annual business meeting and such other duties as designated by the board.
- B. Vice-Chairman: Shall perform all duties required of the chairman in absence of the chairman.
- C. Secretary: Shall keep minutes of all the meetings of the Board of Directors in a book or books provided for that purpose; keep a register of all the members of the corporation and Directors, together with the contact information of each including the post office address, email and phone number; be custodian of the records of the corporation, and in general perform such other duties as may be directed or authorized by the Board of Directors.

- D. Treasurer: Shall care and account for all money of the corporation He/she shall prepare financial reports of the corporation monthly and send them to each member of the board and present the financial information at each regular board meeting. He/she shall prepare an annual financial report and present it at the annual meeting. He/she shall keep such records as shall enable an auditor to accurately audit the finances of the corporation.

ARTICLE IV. Camp Personnel

Section 1. Definition: The camp personnel will be the camp deans, faculty, manager, and summer staff. The deans shall be appointed by the Board of Directors. The faculty shall be selected by the deans. The camp manager shall be hired by the board and the summer staff shall be hired by the camp manager. All salaries shall be approved by the Board of Directors.

Section 2. Deans and Faculty Instructions: Camp faculty will receive instruction in a prepared Faculty Manual booklet approved by the board. Camp Deans will receive instructions in a prepared Dean's Manual booklet approved by the board.

ARTICLE V. Amendments

These by-laws may be altered, amended, repealed or additional by-laws created by the majority of the vote of the representatives present at an annual meeting provided that notice is given in accordance with these by-laws.

ARTICLE VI. Miscellaneous

Section 1. Fiscal Year: The fiscal year of this corporation shall be from January 1, through December 31.

Section 2. Facilities: Privilege of use of the camp properties is subject to the approval of the camp manager based on guidelines established by the Board of Directors.

Section 3. Financial Duties: The Board of Directors shall appoint a person or persons who shall deposit all moneys in a checking account in such bank as designated by the Board of Directors. The treasurer and up to two additional board members shall be authorized to sign checks or drafts for the withdrawal or payments of any moneys of the corporation.