

# **CONSTITUTION**

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# **BYLAWS**

**ESTABLISHED**

**DECEMBER 29, 2011**

**Updated: December 5, 2018**

**CAMP HOPE**

**OF SOUTHWEST WASHINGTON**

**12800 N.E. ROPER ROAD**

**BATTLE GROUND, WA 98604**

# **CONSTITUTION**

## **ARTICLE I. NAME**

The name of this corporation (hereinafter known as the camp) shall be CAMP HOPE of SOUTHWEST WASHINGTON.

## **ARTICLE II. PURPOSE AND PREROGATIVES**

The purpose of this camp shall be to:

- a. Establish and maintain a place of gathering for the youth of the community.
- b. Provide a common ground of growth and self-worth of each individual.
- c. Help to motivate, encourage, and draw out the best in each person.
- d. To establish other camps and provide for their development.
- e. To own, own in trust, use, sell, convey, mortgage, lease or otherwise acquire or dispose of such property (real or chattel) as may be needed for the prosecution of its work.

### **MISSION STATEMENT**

Camp Hope exists to compassionately reach our youth, empowering them to overcome life's challenges.

### **VISION STATEMENT**

Investing in the youth of our community through programs and partnerships to offer hope. This is Camp Hope.

### **CORE VALUES**

TRUTH

INTEGRITY

Leaders above reproach

All life has value

Respect for self and others

Self-discipline

## **ARTICLE III. DISSOLUTION**

In the event that this corporation ceases to function or is dissolved for any reason, its assets shall be donated to an agreed upon organization(s) who qualifies under Section 501(c)(3) of the Internal Revenue Service. See Articles of Incorporation, Article VIII. (in Operations and Procedures Manual).

## **ARTICLE IV AMENDMENTS**

Amendments to the constitution may be made at any annual meeting or special meeting of the Board of Directors of the corporation upon receiving a two-thirds vote of all listed directors (whether present or not). Only members present and those whose names appear on the board shall have the right to cast a vote. Absentee ballots or voting by proxy shall not be accepted.

## **BYLAWS**

### **ARTICLE I. MEETINGS**

#### **Section 1. Order of Business:**

In order to expedite the work of the Board, business meetings, and the board meetings and to avoid confusion in deliberations, meetings shall be governed by the accepted rules of parliamentary procedure in keeping with the spirit of fellowship and harmony. The parliamentary authority shall be Robert's Rules of Order, Newly-Revised, and it shall apply when it is not inconsistent with the constitution, bylaws or any special rules of order that this board may adopt in the future.

#### **Section 2. Membership Meetings**

- a. Annual: The annual meeting *and strategic planning meeting* of the board members of this corporation shall be held no later than the *thirtieth day of November*, each year. Written or printed notice of the annual meeting shall be given to each voting board member either personally, or by written mail or email not less than ten nor more than fifty days before the date of said annual meeting.
- b. Special: Special meetings of the Board of this corporation may be called from time-to-time at the discretion of the Chairman or the Board of Directors and shall state the purpose or purposes for which the meeting is to be called and shall be given to each board member either personally, by mail or email not less than ten

nor more than fifty days before the date of the meeting. No other business shall be considered at any special meeting other than that described in said notice.

- c. **Emergency:** Emergency meetings may be called by any one of the board members upon one day's notice. Meetings may be conducted in person or by conference call. One-half of the board members of the official board shall constitute a quorum.
- d. **Voting Rights:** Each voting board member shall be entitled to one vote. Voting by proxy or absentee ballot shall not be allowed.
- e. **Quorum:** A simple majority of board members at any properly called regular or special business meeting of the corporation shall constitute a quorum.
- f. **Adoption:** A simple majority will be required for the adoption of any matter voted upon by the board unless a greater proportion is required by law, the articles of incorporation, or the bylaws. A  $\frac{2}{3}$  majority will be required for all bylaw and constitution amendments.

### **Section 3. Board of Directors**

**Regular:** The official Board of this corporation shall hold a regular meeting no less than once per quarter and such special meetings, as they shall deem necessary for the competent management of the affairs of the corporation.

## **ARTICLE II. MANAGEMENT OF THE CORPORATION**

### **Section 1. Board of Directors**

The corporation shall be managed by one board of directors that shall be known as the official Board, Board of Directors, or the Board.

- a. **Qualifications:** The board shall be men or women of mature experience and knowledge. They shall have a passion for the care and encouragement of the youth of the community and their future.
- b. **Youth Membership:** At the discretion of the Board, they may offer an invitation to a limited amount of youth to participate with the Board at regular meetings. The

selected youth(s) shall be non-voting members and will be present for discussion and input only.

- c. Terms of Office: Members of the Board shall serve for a two-year period and shall be chosen by the current Board members. The original Board members shall stagger their terms. Any board member is allowed to serve continuous terms with the consent of the board.
- d. Duties:
  - (1) The internal business affairs of this corporation shall be managed by its board.
  - (2) The official board shall be authorized to transact business for the corporation between annual meetings.
  - (3) The official Board shall be specifically responsible for overseeing the business activities of this corporation, including but not limited to, the entering into contracts, owning, holding in trust, using, selling, conveying, mortgaging, leasing, or otherwise acquiring or disposing of such property (both real and chattel) as may be needed for the prosecution of its work. They shall be trustees of the corporation and be responsible for the maintenance of the corporation's buildings, land, and equipment.
  - (4) The Board is authorized to appoint such sub-committees as may be necessary for the prosecution of its work. All sub-committees so appointed shall be amenable to work under the supervision and control of the Board.
- e. Vacancy: In the event a vacancy occurs on the Board, the Board shall be empowered to appoint a successor to serve until the next annual meeting or special business meeting of the Board.
- f. Removal: Any member of the Board (including officers) may be removed without cause by a two-thirds vote of the Board.

## **Section 2. Officers**

- a. Officers of this corporation shall consist of a Chairperson, Vice-Chairperson, Secretary, Treasurer and Registered Agent. Any two or more offices may be held by the same person except the office of Chairperson and Secretary.

- b. All officers shall be members of the Board and shall be chosen by the Board of Directors. At the discretion of the board, the office of Treasurer may be a Non-Board member. The terms of office shall be consistent with the terms of office delineated in Article 11 Section 1.c.

### **Section 3. The Chairperson**

#### a. Duties

- (1) The Chairperson shall be the president of this corporation and shall act as chairperson of all business meetings of the board.
- (2) The Chairperson shall be authorized to perform any functions that may be customary of the office(s) that he/she holds or as may be directed by the board.
- (3) In addition to those duties listed above the Chairperson shall listen to the advice of the Board and rely on their guidance.

### **Section 4. Vice-Chairman**

#### a. Duties

- (1) The Vice-Chairperson is subject to this or any other provisions in this constitution or by-laws, and any other corporate officer shall act in all business matters pertaining to the corporation and business affairs of the Board in the absence of the Chairperson.

### **Section 5. Secretary**

#### a. Duties

- (1) His/her duties shall be custodian of all legal documents and shall be authorized to sign all official and legal documents, to conduct correspondences where required, to perform any other functions as are customary or as may be directed by the Board.
- (2) He/she shall maintain written minutes of all sanctioned meetings as a permanent record.

## **Section 6. Treasurer**

### **a. Duties**

- (1) His/her duties shall include being the custodian of all corporation funds which shall be deposited into a bank account designated by the Board.
- (2) He/she shall be authorized to sign checks and make deposits of funds as may be required in accurate conduct of Board business under the supervision of the Board and consistent with this or any other provision of this constitution and by-laws.
- (3) He/she shall give a financial report to the Board at its meetings and at the annual meeting.
- (4) He/she shall perform any other functions that may be customary or as may be directed by the Board.
- (5) He/she shall be bondable if required by the Board.

## **ARTICLE III. DEPARTMENTS AND COMMITTEES**

### **Section 1:**

The Board shall appoint such departments and committees as is necessary to manage the affairs of the Board, and they shall operate under the supervision of and be accountable to the Board.

## **ARTICLE IV. COMPENSATION/REMUNERATION**

### **Section 1:**

There shall be no compensation for serving on the Board in any capacity; this is voluntary only. Reimbursement cost will be repaid for cost out-of-pocket only on board approved expenses.

## **ARTICLE V. PROPERTY AND CONTRACTS**

### **Section 1:**

All property, real or chattel, shall be held in the name of this corporation.

**Section 2: Real Property:**

No real property of this corporation shall be purchased, sold, leased, mortgaged, or otherwise delineated without same having been authorized by at least a two-thirds majority vote of those Board members at any annual or special meeting called for such purpose.

**Section 3: Personal Property:**

No personal (chattel) property of this Board shall be bought or sold without same having been authorized by at least two-thirds vote of voting Board members at any annual or special meeting called for such purpose, except transactions amounting up to \$250.00 or less.

**Section 4. Contracts:**

No contract of any nature shall be entered into on behalf of this Board without same having been authorized by at least two-thirds vote of voting Board members at any annual or special meeting called for such purpose, except consideration amounting up to \$250.00 or less.

**ARTICLE VI. AMENDMENTS**

Amendments to these by-laws may be made at any annual meeting or special meeting of the voting Board members and shall be adopted only upon receiving a majority of two-thirds vote.

**ACCEPTED AND ENACTED THIS DATE: DATE: \_\_\_\_\_**

**AARON MARVIN \_\_\_\_\_**

**REUBEN KULLA \_\_\_\_\_**

**DAVE MYLLYMAKI \_\_\_\_\_**

**DANIELLE CHRISTESON \_\_\_\_\_**

**JAMES OJA \_\_\_\_\_**