

**BYLAWS OF CAMP SONRISE MOUNTAIN
A NON PROFIT ORGANIZATION**

ARTICLE I - NAME

- 1.01. The name of this organization shall be "Camp Sunrise Mountain", a subsidiary corporation of the Allegheny Region Conference of the Churches of God, General Conference, which was incorporated under the non-profit corporation laws of the Commonwealth of Pennsylvania on April 11, 1866, P.L. 1446.
- 1.02. Camp Sunrise Mountain is located in Garrett County, Maryland adjacent to the Maryland-Pennsylvania line near Friendsville, Maryland and Markleysburg, Pennsylvania, and the registered office be the same as the parent Corporation: 143 Hartman Road, Oakley Park I Suite 13, Greensburg, Pennsylvania 15601.

ARTICLE II - PURPOSE

- 2.01. The purpose of this subsidiary corporation, which is organized exclusively for charitable purposes within the meaning of Section 501 of the Internal Revenue Code of 1954 or the corresponding provision of any subsequent law, shall be to operate a Christian Youth Camp and for said purposes it is the further object of the subsidiary corporation to receive gifts, devices, and bequests of real and personal property, to buy, hold, manager, sell, exchange, lease and rent real or personal property.

ARTICLE III - MEMBERSHIP

- 3.01. The Subsidiary Corporation shall consist of those persons who comprise the Board of Directors.
- 3.02. Any full time employee of Camp Sunrise Mountain shall be ineligible to serve on the Board of Directors.

ARTICLE IV - BOARD OF DIRECTORS

- 4.01. The Board of Directors of this Subsidiary Corporation shall be persons who are at least 21 years of age. At least seventy-five percent (75%) of the total number of members must be active members of the Allegheny Region Conference churches of God, General Conference. Other members must be active members of a Christian church. There shall be at least seven (7) Directors of the Subsidiary Corporation, all of whom will be elected by the Administrative Council of the Allegheny Region Conference of the Churches of God, General Conference, from nominees submitted by the Camp Sunrise Mountain Board of Directors. The terms shall be staggered so at least one (1) Director will be elected each year for a seven (7) year term. A person may serve an unlimited number of terms as a Director. Non-voting advisory members shall consist of the Camp Caretaker, the Director of the Allegheny Region Conference, and others so designated by the Board of Directors.

Vacancies

- 4.02. Vacancies on the Board of Directors shall be filled by nominees selected by the Camp Sunrise Mountain Board of Directors in the manner as outlined in Section 4.01 hereof. Each Director so elected shall serve the remaining term of the vacant Director's term of office.

Governing Power

- 4.03. The business and affairs of this Subsidiary Corporation shall be managed by the Board of Directors which may exercise all such powers of this Subsidiary Corporation and do all such lawful acts as are permitted by Statute or by the Allegheny Region Conference of the Churches of God, General Conference or by the Articles of Incorporation or by these Bylaws.

Annual Organizational Meeting

- 4.04. The annual organizational meeting of the Board of Directors shall be held in the Fall of each year, and the elections of new Directors or the re-elections shall have taken place prior to this meeting so they may be seated and qualified to vote at this meeting.

Regular Meetings

- 4.05. The Board of Directors may provide by resolution for regular meetings of the Board, to be held at such times and places as the Board shall determine.

Notice of Meetings

- 4.06. Notice of the annual organizational and any regular meetings of the Board shall be given each Director at least five (5) days before each meeting either personally or by mail or by telephone.

Special Meetings

- 4.07. Special meetings of the Board may be called by the President or the Vice-President on three (3) days' notice, if possible, to each Director, either personally or by mail or by telephone, which notice shall include a statement as to the general nature of the business to be carried on at such meeting. Special meetings shall also be called by the President or Secretary in like manner and on like notice upon the written request of two Directors.

Waiver of Notice

- 4.08. Before or at any meeting of the Board of Directors, any Director may, in person or in writing or by telephone to the President or Secretary, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof.

Quorum

- 4.09. At all meetings of the Board of Directors, a majority of the Directors then in office shall constitute a quorum for the transaction of business.

Voting: Conflicts

- 4.10. Each voting member of the Board of Directors who is present at the meeting shall be entitled to one vote. Providing there is a quorum, any act of a majority of the Directors present and voting at a meeting shall constitute the action of the Board.

No member of the Board of Directors shall participate in the discussion or vote on any matter in which he/she shall have a financial interest, either directly or indirectly, and said member shall be counted as present for purposes of determination of a quorum at such meeting but shall not be counted for purposes of determination of a majority vote to carry such motion.

Informal Action in Lieu of Meeting

- 4.11. Any action which may be taken at a meeting of the Directors may be taken without a meeting, if consent or consents in writing setting forth the action so taken shall be signed by all of the Directors in office and shall be filed with the Secretary of this Subsidiary Corporation.

Resignation: Removal

- 4.12. Any Director may resign at any time by giving written notice of resignation to the Secretary of this Subsidiary Corporation.

Upon the affirmative vote of a majority of the Directors, at a regular or special meeting of the Board, any Director may be removed for just cause.

Committees of the Board

- 4.13. The Board of Directors may, by resolution adopted by a majority of the Directors in office, establish one or more committees to consist of one or more Directors of this Subsidiary Corporation, and set forth the powers, duties, term of service and governing rules of such committees as it deems necessary or expedient, to the extent permitted by law. Persons, either Directors or not Directors, may be permitted to attend committee meetings and to serve in an advisory capacity, but such persons shall not be entitled to vote on matters which come before the committee meeting.

Compensation

- 4.14. Directors shall serve without compensation for their services, but shall be entitled to reimbursement of expenses incurred by them in performance of their duties, and such expenses for attendance at meetings as may be determined by resolution of the Board of Directors.

ARTICLE V - OFFICERS

Number and Term

- 5.01. The officers of this Subsidiary Corporation shall be elected by the Board of Directors at its annual organizational meeting and shall be a President, a Vice-President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors from among its members. The Board of Directors may also elect or employ such other officers and appoint such terms, having such authority and perform such duties, as may from time to time be prescribed by the Board of Directors.

Removal

- 5.02. Upon the affirmative vote of a majority of the members of the Board of Directors, at a regular or special meeting of the Board, any officer or agent elected, appointed or employed may be removed at any time and within the period, if any, for which such person was elected, appointed or employed whenever in the Board's judgement it is in the best interest of this Subsidiary Corporation, and all persons elected, appointed and employed shall be subject to provisions hereof. If the office of any officers becomes vacant for any reason, the vacancy shall be filled by the Board of Directors.

President

- 5.03. The President shall be the chief executive officer of this Subsidiary Corporation; shall preside at all meetings of the Board of Directors; shall have general and active management of the affairs of this Subsidiary Corporation; shall see that all orders and resolutions of the Board are put into effect, subject, however, to the right of the Board of Directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President, to any other officer or officers of this Subsidiary Corporation.

Vice-President

- 5.04. The Vice President shall perform the duties and exercise the powers of the President in the absence or disability of the President. The Vice President shall perform such other duties as may be assigned to him/her by the Board of Directors or the President.

Secretary

- 5.05. The Secretary shall attend the meetings of the Board and keep accurate records thereof in one or more books kept for that purpose; shall give, or cause to be given, the required notice of all meetings of the Board of Directors; shall maintain a record of all Directors by name and address; and shall perform such other duties as may be assigned to him/her by the Board of Directors or the President.

Treasurer

- 5.06. The Treasurer shall have the custody of the corporate funds; shall keep full and accurate accounts of the receipts and disbursements in books belonging to this Subsidiary Corporation; shall deposit all moneys and other valuable effects in the name and to the credit of this Subsidiary Corporation in such depositories as shall be designated by the Board of Directors, shall disburse the funds of this Subsidiary Corporation as may be ordered by the Board, taking proper vouchers for such disbursements; shall monthly render to the Directors, at regular meetings of the Board, or whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of this Subsidiary Corporation.

ARTICLE VI - FINANCES

Fiscal Year

- 6.01. The fiscal year of this Subsidiary Corporation shall be from January 1 to December 31. The Board of Directors may, from time to time, adopt resolutions relating to the finances of this Subsidiary Corporation such as, but not limited to, the adoption of a budget for this Subsidiary Corporation and submit the same to the parent Corporation, the Allegheny Region Conference of the Churches of God, General Conference.

Books and Accounts

- 6.02. Books and accounts of this Subsidiary Corporation shall be kept under the direction of the Treasurer of this Subsidiary Corporation and the financial condition and results of operation shall be audited not less than annually either by the Auditing Committee of the Allegheny Region Conference or an independent firm.

Indemnity

- 6.03. Each officer, director, or employee of this Subsidiary Corporation shall be indemnified by this Subsidiary Corporation against expenses reasonably incurred by him/her in connection with any action, suit or proceeding to which he/she may be made a party by reason of his being, or having been an officer, a director, or employee of this Subsidiary Corporation, except in relation to matters as to which he/she be finally adjudged in such action, suit, or proceeding to have been derelict in the performance of his/her duty as officer, or director or employee.

ARTICLE VII - EXECUTION OF INSTRUMENTS

- 7.01. All checks, drafts, bills of exchange, notes or other obligations or orders for payment of money shall be signed in the name of this Subsidiary Corporation by such person or persons holding the offices or positions as may be designated by the Board.

ARTICLE VIII - AMENDMENTS

- 8.01. These Bylaws may be amended by first a two-thirds vote of members present at a meeting of the Camp Sonrise Mountain Board of Directors and second approved by two-thirds vote of the members of the Administrative Council of the Allegheny Region Conference of the Churches of God, General Conference. A notice shall be mailed to each member of the Camp Sonrise Mountain Board of Directors at least ten (10) days prior to the date of the meeting, giving information relating to the proposed amendment or amendments.

ARTICLE IX - DISSOLUTION

- 9.01. Upon the dissolution of this Subsidiary Corporation the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, turn over all of the assets of this Subsidiary Corporation exclusively to the parent Corporation, the Allegheny Region Conference of the Churches of God, General Conference. Such assets shall be disposed of by the Allegheny Region Conference of the Churches of God, General Conference exclusively for such purposes or causes that the Conference shall determine which are organized and operated exclusively for such purposes.

THESE BYLAWS HAVE BEEN ADOPTED BY A UNANIMOUS VOTE AS SET FORTH ABOVE AT A MEETING OF THE BOARD OF DIRECTORS AT Camp Sunrise Mountain, R.D. 1, Markleysburg, PA ON March 12, 1992 and REVISED June 18, 2001.

NOTICE

Camp Sunrise Mountain was known as Camp Sunrise Mountain from its inception in 1964 until it was incorporated as "Camp Sunrise Mountain" on May 1, 2001, a non-profit subsidiary corporation of the Allegheny Region Conference (formerly the West Pennsylvania Conference) of the Churches of God, General Conference.

CAMP SONRISE MOUNTAIN - GENERAL INFORMATION

Camp Philosophy: A camp which provides a Christian evangelistic outreach.

- A. Facilities available:
- 10 brick & block cabins with gas furnace, rest room facilities & hot showers in each cabin - capacity per cabin is 12.
 - Maximum sleeping capacity at camp is 124 persons (includes 4 in guest house).
 - Chapel, including 2 rest rooms and foyer - total seating capacity of 150.
 - Fellowship hall and 2 classrooms under the Chapel.
 - Dining room, where all hot meals are served cafeteria style to meet Maryland regulations - maximum serving capacity of 150.
 - Full kitchen facilities.
 - Guest House - presently sleeps 4.
 - First Aid Station.
 - Outdoor amphitheater with fire pit - capacity 150.
 - Pavilion with fireplace - capacity 150.
 - Heated swimming pool (Lifeguard provided by Camp); volleyball and basketball courts; ball field; camp store.
 - Resident custodian available on grounds. (Please feel free to ask for any assistance needed)
- B. We do not permit the moving of cabin beds or Chapel piano. We ask that you refrain from tampering with furnace or water heater thermostats. You may contact the Custodian for needed help.
- C. Maryland law requires one (1) lifeguard per fifty (50) swimmers to be on duty when swimming. Therefore, no camper or staff person is permitted in the pool area unless a lifeguard is on duty. Campers are not permitted in the swimming pool filter building, sewage treatment building or garage/storage building.
- D. All renters are covered by insurance obtained by the Camp (the cost is included in the rental rate).
1. Camp Insurance covers injuries of persons at Camp and is underwritten by Church Mutual Insurance Company. The maximum benefits for hospital, doctor, medical and nurse expenses is \$5,000.
 2. Camp Sunrise Mountain is not responsible for expenses exceeding maximum benefits that is not the direct result of negligence on the part of Camp Sunrise Mountain.
- E. All renters and visitors must abide by all the rules and policies of Camp Sunrise Mountain.
- F. Reservation deposits are required for all renters. Deposits are applied to final charges, but are non-refundable if cancelled 60 days or less of scheduled dates.
- G. DAMAGES: The camp is inspected before the arrival and after the departure of each renter. Any damages discovered are charged to the renter.
- H. Premise Phones: Dining Hall (pay phone) 301-746-9921; Camp Office: 301-746-5760
- I. Directions to Camp Sunrise Mountain:
- From North: Turn off Route 40 onto Route 281 South to Markleysburg (located about 18 miles East of Uniontown and 7 miles West of Addison). In Markleysburg go past Post Office and take the first road on left. Travel about one mile and turn left onto Caney Valley Road at "Camp Sunrise Mountain" sign. Travel about one mile to next camp sign and turn right onto the Camp Lane.
- From South: Turn off I-68 onto Route 42 North at Friendsville, MD (located about 32 miles East of Morgantown, WV and about 40 miles West of Cumberland, MD). Take Route 42 North. Travel about one mile past MD and PA State line and turn right onto Caney Valley Road at "Camp Sunrise Mountain" sign. Travel about one mile to next camp sign and turn right onto the Camp Lane.