


CAMP
of the  CROSS
Ministries



Lake Sakakawea, North Dakota

1228A 47th Avenue NW

Garrison, ND 58540

Phone & Fax (701) 337-2246

Constitution & Bylaws

Our Mission: Camping with Christ...
for Lives of Faith

Preamble: Camp of the Cross Ministries is an outdoor ministry expression of the Evangelical Lutheran Church in America committed to affirming and experiencing our interrelationship with all of God's creation in an intentional Christian community. Camp of the Cross Ministries encourages spiritual renewal for the whole person by providing encounters with scripture, experience of the environment, witness of staff and opportunities for worship, recreation and development of relationships. In support of and in partnership with parish ministries, Camp of the Cross Ministries encourages a continued growth in Christian faith and enables people of all ages to live lives of prayer, praise, thanksgiving and service.

Goals of Camp of the Cross Ministries:

1. To be an integral part of the ministry of the local congregation.
2. To be a servant of the Gospel for outreach and to be a resource to the community.
3. To provide Christ-centered programs which meet the needs of the constituency.
4. To provide opportunities to develop an awareness of and a sense of responsibility for our environment.
5. To provide quality training for staff, board members, and volunteers, that ministry might be safe and effective.
6. To provide and maintain safe, functional and environmentally sound facilities.

The programs of Camp of the Cross Ministries strive to meet the above stated mission and goals. The Camp is uniquely equipped to offer numerous resources to the church. The staff of the organization can be designed to foster growth, education and inspiration in a number of ways among the participants of this ministry. And the programs of Camp of the Cross Ministries can be designed to creatively fulfill the needs of parishes in our region.

I. Name

The name of this Corporation shall be Camp of the Cross Ministries, duly organized as a non-profit religious corporation under the laws of the state of North Dakota.

II. Purpose

- A. To establish and maintain a facility known as Camp of the Cross Ministries for the furtherance of Christian growth among people of all generations.
- B. This Corporation shall have the power to purchase, hold and convey real estate and personal property, receive donations, devises, and bequests of property for value, for the use and benefit of the Corporation. No dividend shall be paid to any of its members, and none of its property, real or personal, shall ever be used or expended, except in carrying into effect the legitimate ends and purposes of this organization.

III. Camp Office

- A. This Corporation's principal place of business shall be 1228A 47th Ave. NW, Garrison, North Dakota 58540. The registered agent of this corporation shall be the Executive Director of the Corporation.
- B. The time for which this Corporation is to exist is not limited, but shall exist perpetually, unless dissolved according to the laws of the State of North Dakota.

IV. Memberships

ELCA congregations who participate in the Camp program or which are within the designated CCM area of the Synod are considered a constituent congregation. If such Lutheran congregation desires to be added or taken off the constituent list, they may do so by having an official representative contact the Camp's Board of Directors, requesting such a change. Non-ELCA congregations may be admitted into membership of the corporation by a two-thirds {2/3} majority vote of the delegates at any annual or special meeting of the corporation. The constituency shall maintain a 2/3 majority ELCA membership. Congregations which are on the Camp of the Cross Ministries constituent list shall be entitled to send three {3} voting members and their pastors, who also have vote, to the annual meeting.

V. Annual Meeting

This Corporation shall hold its annual meeting during the month of February, the date to be set by the Board of Directors. Special meetings may be called by a majority of the Board of Directors or at the request of five (5) constituent congregations of the corporation. The president shall call such a meeting. Notice of regular and special meetings shall be sent to the constituent congregations not more than 50 days nor less than 15 days prior to the meeting. A quorum shall consist of those gathered for the meeting.

VI. Board of Directors

The Corporate powers, business and property of the corporation shall be exercised, conducted and controlled by a Board of Directors consisting of {at least 12} individuals from constituent congregations. There shall be a minimum of three {3} clergy on the board. The board shall maintain a 2/3 ELCA majority membership. All members of the Board of Directors must be elected by the delegates to the annual meeting. The term of office for Board of Director members shall be three (3) years. A duly elected Board of Directors cannot serve more than two (2) successive three (3) year terms. No more than one Board of Directors member can be elected or appointed from one constituent congregation.

Members of the Board of Directors shall serve without pay, except that directors may approve such amounts as will reimburse them for their actual expenses. If a vacancy occurs on the Board of Directors, such vacancy shall be filled by an appointee of the Board. The appointee shall serve only until the next annual meeting of the corporation when such vacancy shall be duly filled by election to complete the unexpired term.

A. Board of Directors Quorum

A majority of the Board shall constitute a quorum. Any corporate business performed or acts done by; a quorum of the Board of Directors shall be valid as a corporate act, if approved by a majority vote of the Board members present.

B. Board of Directors Meetings

Meetings of the Board of Directors shall be held quarterly, or as required, at a time and place agreeable to the majority of the members of the Board. A special meeting of the Board of Directors may be called by the president of the Board upon notice in writing five (5) days prior to the meeting. The beginning of the five (5) days notice shall occur when the notices are deposited with the U.S. Postal Service.

C. Board of Director's Executive Committee

The Board of Directors shall elect from its midst a President, Vice President and Secretary annually and they shall serve for one (1) year. The above named officers shall constitute the

Executive Committee, who shall meet if feasible and necessary, prior to each Board meeting to prepare an agenda for such meetings and make necessary recommendations to the Board.

D. Treasurer

The Board of Directors shall appoint a treasurer, who may or may not be a member of the Board. The treasurer shall serve a one year term and may be appointed to no more than 5 consecutive terms. The treasurer shall oversee receipts and expenditures of the Corporation. The treasurer, in conjunction with the office manager and Executive Director, shall give a monthly report to the Board of Directors.

E. Duties of Board of Directors Officers

1. President-shall preside at all meetings of the Corporation and the Board of Directors, under Robert's Rules of Order, and shall perform those duties pertaining to this office and those mutually agreed upon by the Corporation and the Board of Directors.
2. Vice President-shall perform the duties of the president in his/her absence, and shall assist the president in his/her duties.
3. Secretary-shall keep an accurate record of the proceedings of each meeting of the Corporation and the Board of Directors, and shall mail a copy of the minutes of each meeting of the Board of Directors to the Board members as soon as possible after each meeting.

F. Board of Directors Committees

The Board of Directors shall divide itself into the necessary standing committees for effective work in the Corporation. Such standing committees may include: Finance, Property, Personnel, Program and Nominating. Other ad hoc committees may be formed as necessary. Each of these committees shall have a chairperson and may meet prior to the regular Board of Directors meeting or at other times as needed.

Nominating Committee

A nominating committee shall have the particular responsibility of securing suitable candidates to be elected to the Board of Directors at the annual meeting. The nominating committee shall use the following guidelines in the selection of candidates.

1. Membership on the board shall be representative of the congregations in the constituency, using regional guidelines determined and approved by the Board of Directors.
2. Total Board membership shall be at least half lay persons.

The Board of Directors shall appoint four (4) members to serve on the nominating committee, including the board chairperson. The Executive Director shall be an advisory member.

G. Board Discipline

Any board member who is absent from three consecutive meetings without excuse shall automatically be dropped from the Board. His or her replacement shall be appointed by the Board.

VII. Annual Reports

The President, Treasurer, and Standing Committee chairpersons shall present an annual report to the Corporation at the Annual Meeting.

VIII. Dissolution

If it becomes necessary to dissolve this Corporation, it shall follow the laws of Corporate Dissolution of the State of North Dakota.

IX. Suggested Order of Business

1. Opening devotions or prayer
2. Roll call (quorum)
3. Reading and/or approving of the minutes
4. Treasurer's Report
5. President's Report
6. Committee Reports
7. Staff Report
8. Unfinished business
9. New business
10. Adjournment

X. Camp of the Cross Ministries Endowment Fund

An Endowment Fund was established on February 6, 2000. (Rules for the fund will be adopted at the annual meeting in February of 2001.)

XI. Amendments

Amendments to this constitution and its by-laws may be proposed by at least 8 constituent congregations or by the Board of Directors. Proposals must be filed in writing with the Board of Directors at least 60 days before formal consideration by Camp of the Cross Ministries at its regular or special meeting called for that purpose. The Board of Directors shall notify the constituent congregations of the proposal with the Board of Directors' recommendations at least 30 days in advance of the meeting.

This constitution and its by-laws may be repealed or amended at the annual meeting of the Corporation or special meeting called for that purpose, by a two-thirds (2/3) majority of the members voting.

Any former by-laws of the Camp of the Cross of Garrison, North Dakota, heretofore adopted by the Corporation, are heretofore rescinded, repealed and voided by the adoption of these by-laws, and any and all previous resolutions in our minutes in conflict with these by-laws, are hereby repealed.

Adopted by the Corporation February 6, 2000 at the annual meeting of Camp of the Cross Ministries. (The meeting was held at First Lutheran Church, Washburn, ND, 4:00 p.m.)

****Amended- At the Annual Meeting, Sunday, February 28, 2010 of Camp of the Cross Ministries. (The meeting was held at First Lutheran Church, Washburn, ND at 3PM CDT)***

Camp of the Cross Ministries

Board Responsibilities

1. The basic function of the Board is to serve as the trustee of the Camp on behalf of the community to insure:
 - That the Camp functions properly.
 - That the funds are wisely spent and accounted for.
2. The Board is incorporated under the laws of the state of ND. The Board bears the legal responsibility for the successful performance of the organization. (CCM does carry Board liability insurance, which protects the individuals of the Board who make decisions in good faith for the Camp.)
3. The chief volunteer officer of the Camp is the Board President. He/she is accountable to the Board for the Camp's successful operation. She/he motivates, coordinates, and develops the diverse Board members' talents and personalities for the Camp's success.
4. The chief staff officer of the Camp is the Executive Director. He/she is called by the Camp through the Board and is accountable to the Board. She/he works with the Board President to facilitate the Board operation and effective committee functioning.
5. The Executive Director is responsible for the effective daily operations of the Camp as well as the implementation of policy.
6. The Executive Director is the chief personnel officer of the Camp. All staff are employed by him/her and are accountable to her/him. The Executive Director will assign staff members to serve as aides to committees and task forces.
7. The Board reviews the ongoing program of CCM through the regular reports of the Executive Director and Office Manager.
8. The Board reviews the current and long-range plans of the standing committees.
9. Board members are to accept a standing committee assignment.
10. The standing committees are:
 - **Executive**
 - **Board Development**
 - **Fund Development**
 - **Program**
 - **Publicity**
 - **Site**
11. The Committee Chairperson is a member of the Board. The chairperson is responsible for making sure regular reports are given to the Board.
12. Board members are to visit Church Councils and congregations on a regular basis to uplift the needs of CCM and express appreciation for support given. (We should attempt to visit all of our congregations at least once every three years.)
13. Board members are to promote Outdoor Ministry in their own Church and community.
14. The Board develops, interprets, and evaluates the philosophy, theology, and objectives of the Camp and its program
15. The Board is to help locate the funding necessary to operate the Camp.

Duties and Benefits of Camp Board Membership

When a person accepts a position of responsibility on the Camp Board, she/he is individually obliged to:

1. Attend regular meetings of the Camp Board and to share in the responsibility of effective decision-making.
2. Accept responsibility for formulating, adopting, implementing, and evaluating policy decisions.
3. Interpret and support the decisions and programs of the Camp and staff to the constituent groups.
4. Take responsibility for implementing designated policies and decisions as assigned by the Board President.
5. Give personal abilities, skills, and resources to the organization.
6. Be involved in, and visit enough to see and know first-hand the physical and programmatic operation.
7. Support the organization with time and talent, and encourage others to do the same.

Board members also have a right to expect a number of satisfactions from Board membership, along with the responsibilities. They have every right to expect a rewarding group experience. They can look forward to an experience...

1. That is full of light moments and fun;
2. That gives a sense of purpose and mission outside of self and a feeling of accomplishment;
3. That provides opportunities to pray and worship together;
4. That reveals a Christian community of persons who affirm and care about one another.

Persons who are approached about Camp Board membership should be told both sides of this story, and only those who commit to both parts of it, the duties and the benefits, should be invited to join the group.

Executive Committee (Finance Committee)

General Purpose

The Executive Committee is commissioned by and responsible to the Board to function on behalf of the Board in matters of emergency and in interim periods between regularly scheduled Board meetings. The Executive Committee shall have and exercise the authority of the Board provided that such authority shall not operate to circumvent the responsibility and authority vested in the Board by the By-laws, and any action taken is to be ratified by the Board at its first subsequent meeting.

Appointments and Composition

1. The Executive Committee shall be composed of the President, Vice-President, Secretary, and Treasurer of the Board.
2. The Chair of the Executive Committee shall be the President of the Board.
3. The President, Vice-President, Secretary, and Treasurer shall be elected in accordance with procedures set forth in the By-laws of CCM

Responsibilities

1. To make decisions on behalf of the full Board as needed which cannot wait for the full Board or on matters delegated to the Executive Committee by the Board.
2. To coordinate the annual planning and budget process of CCM in conjunction with the Executive Director.
3. To respond to the call of the Board President or Executive Director for emergency meetings to deal with special problems between regular Board meetings.
4. Review all non-budgeted expenditures over \$500.00 and recommend action to the Board.
5. Annually submit objectives as part of the planning and budgeting process.
6. Arrange for an annual audit with submission of the same to the Board.
7. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Board Development Committee

General Purpose

The Board Development Committee is commissioned by and responsible to the Board to assume the primary responsibility for matters pertaining to Board member recruitment, nominations, orientation, training, and evaluation in accordance with the By-laws of the Camp as well as established policies and practices approved by the Board.

Appointments and Composition

1. Appointments of the Chair and members of the Board Development Committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the By-laws. The Chair of this Committee shall be a member of the Board.

Responsibilities

1. Study the current composition of the Board to determine current skills and experience.
2. Recruit members to run for the Board and develop a slate of directors for consideration by the membership at the annual meeting in accordance with election procedures outlined in the By-laws.
3. Develop an orientation and training plan for new Board members.
4. Review the attendance of the Directors, recommending removal of any Director from the Board after 3 consecutive unexcused absences.
5. Annually submit objectives as part of the planning and budgeting process.
6. Annually evaluate its work as a Committee and the objectives it has committed itself to and report on the same to the Board.
7. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Fund Development Committee

General Purpose

The Fund Development Committee is commissioned by and responsible to the Board to assume the primary responsibility for raising funds to meet the budget of the Camp.

Appointments and Composition

1. Appointments of the Chair and members of the Fund Development Committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the By-laws. The Chair of this Committee shall be a member of the Board.
2. Other members may be appointed and need not be members of the Board, subject to the conditions stated in the By-laws.

Responsibilities

1. Work closely with the Executive Director to develop an annual funding plan that will generate the funds needed to meet the budget.
2. Develop the necessary sub-committee systems to successfully carry out the events and activities that are part of the annual fund development plan.
3. Supervise the function of the sub-committees.
4. Develop a plan for involving Board members in the fund development activities of the Camp.
5. Investigate new fund development projects, activities, and ideas for possible use in the future.
6. Annually submit objectives as part of the planning and budgeting process.
7. Annually evaluate its work as a Committee and the objectives it has committed itself to and report on the same to the Board.
8. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Mutual Ministry Task Force

General Purpose

The Mutual Ministry Task Force is commissioned by and responsible to the Board to assume the primary responsibility for support and evaluation of the Executive Director, and the development of staff policies and practices in accordance with the By-laws of the Camp.

Appointments and Composition

1. Appointments of the Mutual Ministry Task Force shall be made by the President of the Board and by the Executive Director. Each shall select two members to two-year renewable terms.
2. This Task Force will consist of people who are not members of the Board.

Responsibilities

1. To discuss the joys and concerns of the ministry of the Camp specifically in regards to the Executive Director.
2. To handle staff grievances according to the staff policy and practices manual.
3. Provide policy recommendations to the Board in the areas of training, employee benefits, employee relations, legal issues relating to employees, recruitment, interviewing, and selections procedures.
4. Annually review the performance of the Executive Director.
5. Annually submit objectives as part of the planning and budgeting process.
6. Annually evaluate its work as a Task Force and the objectives it has committed itself to and report on the same to the Board.
7. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Program Committee

General Purpose

The Program Committee is commissioned by and responsible to the Board to assume the primary responsibility for program development.

Appointments and Composition

1. Appointments of the Chair and members of the Program Committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the By-laws. The Chair of this Committee shall be a member of the Board.
2. Other members may be appointed and need not be members of the Board, subject to the conditions stated in the By-laws.

Responsibilities

1. Analyze trends and demographics for direction in program development.
2. Advise in the development of program materials.
3. Explore new program ideas.
4. Identify the new program's impact on the Camp's facilities and staff.
5. Evaluate programs and policies as to appropriateness with regard to the Camp's mission and goals.
6. Conduct a regular program of evaluation of participant and staff reactions to the Camp's program.
7. Annually submit objectives as part of the planning and budgeting process.
8. Annually evaluate its work as a Committee and the objectives it has committed itself to and report on the same to the Board.
9. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Publicity Committee

General Purpose

The Publicity Committee is commissioned by and responsible to the Board to assume the primary responsibility for communicating the Camp's vision and mission in accordance with the By-laws of the Camp.

Appointments and Composition

1. Appointments of the Chair and members of the Publicity Committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the By-laws. The Chair of this Committee shall be a member of the Board.
2. Other members may be appointed and need not be members of the Board, subject to the conditions stated in the By-laws.

Responsibilities

1. Provide for the design and updating of the brochure and other Camp informational material.
2. Advise and provide input for the editor of the newsletter.
3. Advise and assist the Board and Executive Director in relating to the CCM Constituency.
4. Publicize the specific program offerings of CCM.
5. Develop a strategic plan for communicating the CCM vision to the constituency and general public.
6. Work with the Fund Development Committee to make known the events of CCM.
7. Annually submit objectives as part of the planning and budgeting process.
8. Annually evaluate its work as a Committee and the objectives it has committed itself to and report on the same to the Board.
9. Report to the Board at regular meetings of the Board in a manner determined by the Board.

Site Committee

General Purpose

The Site Committee is commissioned by and responsible to the Board to assume the primary responsibility for the Camp's facilities, furnishings, grounds, and equipment in accordance with the By-laws of the Camp. It will supervise the stewardship of the physical resources and work closely with the Camp staff to that end.

Appointments and Composition

1. Appointments of the Chair and members of the Site Committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the By-laws. The Chair of this Committee shall be a member of the Board.
2. Other members may be appointed and need not be members of the Board, subject to the conditions stated in the By-laws.
3. The Site Director will be a non-voting member of the Site Committee.

Responsibilities

1. Work with Site Director and Executive Director to implement the overall site plan for the Camp.
2. Plan and design for future facility and grounds needs that arise out of program needs.
3. Organize volunteers for the completion of Camp work projects.
4. Organize the maintenance and improvement plans and schedules of the Camp in line with priorities and advocate the advancement of facility care with the Board.
5. Review the site to determine quality workmanship on projects and adequate maintenance care of the site.
6. Schedule preventative maintenance.
7. Negotiate and contract with consultants approved by the Board (architect, designers, engineers, etc.) and serve as a liaison body to represent the interests and intent of the Camp.
8. Annually submit objectives as part of the planning and budgeting process.
9. Annually evaluate its work as a Committee and the objectives it has committed itself to and report on the same to the Board.
10. Report to the Board at regular meetings of the Board in a manner determined by the Board.