

BYLAWS

of the
NORTHEAST CAMPGROUND ASSOCIATION, INC.

As amended March 21, 2024

ARTICLE I - NAME

The name of the organization shall be the Northeast Campground Association, hereinafter referred to as the Association. The Association is composed of Affiliated Associations and their Campground Members, Associate Members, and Business Members. The Association is self-governing and determines its own policies and practices and its financial affairs. The address of the Association is that of the Executive Director or of the President if there is no Executive Director.

ARTICLE II - PURPOSES

The purposes of the Association are:

- (1) To stimulate public interest in and recognition of the value of family camping.
- (2) To encourage an appreciation of and the proper use of our natural resources for a quality outdoor recreation experience.
- (3) To engender principles of social and environmental responsibility among providers and participants in family camping.
- (4) To promote the development and growth of state campground associations in the northeast.
- (5) To bring state associations into closer relationship for the exchange of ideas to promote camping and campgrounds and to seek solutions to common problems.
- (6) To further the education and professional development of its members.
- (7) To cooperate on legislative matters affecting its members.
- (8) To promote camping and the use of member campgrounds by the camping public.
- (9) To sponsor a regional camping conference and other regional seminars, workshops and/or meetings to further the purposes of the Association.
- (10) To serve as a forum for the sharing of skills, exchange of ideas and problem solving among the membership.

ARTICLE III - MEMBERSHIP

Section 1. Membership in the Association is open to those who are involved with or have an interest in the camping industry and who subscribe to the objectives of the Association and meet the requirements of the various membership categories.

There are three categories of membership:

Affiliated Associations:

All campgrounds in good standing in their affiliated state association are automatically members of the Association.

Associate Members:

Individuals providing support to or having an interest in the campground industry and/or the camping public. Associate Members are not voting members.

Business Members:

Commercial enterprises providing services and/or materials to the campground industry or to the camping public. Business memberships are held in the name of the designated business and are not voting members.

ARTICLE IV - THE OFFICERS AND BOARD OF DIRECTORS

Each Affiliated Association shall appoint one representative to the Board of Directors, as defined in Article IX, Section 5, who shall serve for a three (3) year term.

Section 1. The officers of the Association shall be a President, a Vice President, a 2nd Vice President, and a Treasurer.

Section 2. The term of office for each officer shall be for a period of one (1) year. Officers shall be elected by the board of directors, from the board of directors, at the annual board meeting and at other times as necessary.

Section 3. An officer may be re-elected to serve in the same office for four (4) full consecutive terms.

Section 4. In filling vacancies for unexpired terms a full term is defined as meaning a period of not less than six (6) months, nor more than twelve (12) months.

Section 5. The Board of Directors shall be composed of one appointed member from each of the affiliated state associations as per Article XV and the immediate Past President with no deference to his or her affiliation and is a non-voting member of the Board of Directors.

Section 6. The President may appoint one (1) Director-At-Large as a voting member of the Board of Directors. The term of a Director-At-Large shall be for a period of one (1) year. The Director-At-Large will be an Associate Member of the Association from a state within the Northeast region (Article XV, Section 1) that at the time of appointment has a minimum of 10 Associate Members in good standing.

ARTICLE V - MEETINGS, BOARD OF DIRECTORS

Section 1. The annual meeting of the Board of Directors shall be held immediately prior to the Association's annual camping conference. A meeting of the Board of Directors may also be held during the fall. A meeting of the members of the Association may be scheduled during the annual camping conference.

Section 2. Special meetings of the Board of Directors may be called by the President or by any five (5) members of the Board of Directors. Notice of any special meeting shall be forwarded to each member of the Board of Directors at least thirty (30) days prior to the special meeting, stating the reason for the meeting.

ARTICLE VI - DUTIES OF THE BOARD OF DIRECTORS

The Board of Directors shall appoint employees as needed, establish the dues for membership, approve the appointments of heads of Association committees, determine the location and date of the annual camping conference, establish policy and initiate activities to implement the purposes of the Association.

ARTICLE VII - VOTING, BOARD OF DIRECTORS

Each member of the Board of Directors is eligible to cast one vote. In the event of the inability of a Director to attend, an alternate Director may attend and vote provided the alternate has been designated in advance by an official action of that organization's own governing authority, in accordance with Article IX, Section 5, with the exception of a state's Executive Director as a temporary voting Director.

ARTICLE VIII - VOTING

Section 1. The Officers of the Association shall be elected by the Board of Directors at the annual meeting of the Board of Directors in accordance with Article IV.

Section 2. A quorum for the purpose of electing officers of the Association shall consist of a simple majority of the Board of Directors.

Section 3. The eligible voting membership may vote on any policy question or matter of business which shall be referred to the membership by the Board of Directors. A membership meeting may be called by any five (5) members of the Board of Directors.

ARTICLE IX - DUTIES OF OFFICERS

Section 1. President: Presides at the meetings of the Association and of the Board of Directors; shall serve as spokesperson for the Association and shall maintain close liaison with all State Association Presidents within the Association. The President shall appoint the heads of the Association committees and may appoint one (1) Director-At-Large with the approval of the Board of Directors. The

President shall plan the agenda for the meetings of the Board of Directors and shall see that the agenda is forwarded to the members of the Board of Directors no later than thirty (30) days prior to each meeting. The President shall oversee the work of the Executive Director.

Section 2. Vice President: The Vice President shall be ready to assume the duties of the President and shall carry out any duties assigned by either the President or the Board of Directors. In case of the vacancy of the office of President, the Vice President shall assume the office and duties of the President.

Section 3. 2nd Vice President: The 2nd Vice President shall record the minutes of all meetings and conduct such correspondence as requested. After approval of the minutes by the President, the 2nd Vice President shall see to their duplication and distribution to the State Association Presidents and Executives and to the Association's Board of Directors. At the next meeting of the Board of Directors, the Board shall review, correct if necessary, and approve the minutes of the preceding meeting.

Section 4. Treasurer: The Treasurer in conjunction with the Executive Director shall prepare a budget for the fiscal year, forward to Finance Committee for comment and submit it for review to the Board of Directors one month before the annual Board meeting. The budget shall be approved or amended by majority vote at the annual Board meeting. The Treasurer shall submit a financial report at the annual Board of Directors' meeting with copies for all members of the Board.

Section 5. Qualifications of Director: Each Board of Director shall be an owner or operator ('Operator' is defined as someone who is involved in the day-to-day operation of a campground.) of an active campground as approved by his or her state association and shall be a voting member of the Association.

ARTICLE X - EXECUTIVE DIRECTOR

A qualified person may be engaged by the Board of Directors to serve as Executive Director. The Executive Director shall perform such duties as assigned by the Board of Directors and as outlined in the job description for the position.

ARTICLE XI - ASSOCIATION COMMITTEES

Section 1. The President shall appoint the heads of Association committees with the approval of the Board of Directors. Neither the head of any committee nor members shall be restricted to members of the Board of Directors. The terms of office of committee heads shall be concurrent with that of the appointing President; they shall continue in office until successors are appointed.

Section 2. Standing Committees of the Association may include, but are not limited to, the following:

(a) Conference Committee: This committee shall be responsible for whatever is necessary to plan and implement the conference program.

(b) Bylaws Committee: This committee shall keep abreast of corrections and/or amendments needed to the bylaws to execute properly the business of the Association.

(c) Legislation Committee: This committee shall strive to be cognizant of legislative action or problems within each of the represented states. The head of this committee will serve as liaison between the Association and the Legislation Committees of the State Associations. By doing so, the Association Legislation head can furnish information on any legislative action taken or proposed by a state that could affect another state.

(d) Marketing and Public Relations Committee:
This committee shall endeavor to improve the image of private campgrounds by utilizing the various media. The committee shall coordinate the Association's participation in camping shows. The committee will also research shows in which the Association may wish to participate.

(e) Education Committee: This committee shall be responsible for professional development of campground operators.

(f) Finance Committee: This committee shall work closely with the Treasurer in preparing a budget for the Association.

(g) Research Committee: This committee shall investigate matters of interest to the members; shall recommend to the Board of Directors surveys on topics of interest and shall build and maintain a library of publications and trade journals for the use and information of the members.

(h) Nominating Committee: This committee shall notify the Board of Directors of its recommendation of a slate of candidates for the Officers of the Association.

(i) Scholarship Committee: This committee shall oversee the administration of the Scholarship Fund.

(j) Personnel Management Committee: This committee shall assist the Executive Director and review the performance of the Executive Director at annual meetings.

ARTICLE XII - DUES / FEES

Section 1. Dues and/or administrative fees of the Northeast Campground Association will be determined by the Board of Directors. The fees for campgrounds which are members of Affiliated Associations may not be charged directly but paid from the funds of that association.

Section 2. Dues of members not part of an affiliated association shall be billed directly.

Section 3. Association funds shall be used to meet the cost of programs, projects, activities and the incidental expenses necessary to conduct the business of the Association.

ARTICLE XIII - FISCAL YEAR

The fiscal year of the Association shall be from January 1 to December 31.

ARTICLE XIV - QUORUM

A simple majority of the Board of Directors shall constitute a quorum.

ARTICLE XV - AFFILIATED ASSOCIATIONS

Section 1. States within the Northeast region (not to expand beyond NH, VT, ME, MA, CT, RI, NJ, NY, MD, DE, PA) may join the Northeast Campground Association by agreeing to pay said fees as determined by the Board of Directors of the Northeast Campground Association. This shall entitle all campgrounds who are members of their state association to be members of NCA.

Section 2. Should an individual campground, or campground association (one which encompasses a portion of a state) wish to affiliate, it may do so only if the state association is not affiliated.

Section 3. Should there be more than one Affiliated Association from a state, the association with the larger membership shall have a seat on the Board of Directors.

Section 4. No Affiliated Association, Campground, Associate, or Business Member shall have authority to bind the Northeast Campground Association to any financial obligation.

ARTICLE XVI - AMENDMENTS

These bylaws may be amended by the Board of Directors at any meeting, by mail ballot, or by electronic communication. A majority of two-thirds (2/3) of the votes cast shall be necessary to carry the proposed amendment. Members of the Board of Directors must be informed of any proposed amendment to the bylaws at least thirty (30) days prior to the vote on such amendment.

ARTICLE XVII - ASSETS ON LIQUIDATION

No part of the net income and grants of the Association shall inure to the benefit of any member, officer, or any private individual (except that reasonable compensation may be paid for services in connection with one of its purposes) and no member, officer or private individual shall be entitled to share in the distribution of any part of the assets of the Association on its dissolution or liquidation. The assets of the Association, after payment of debts and obligations, shall be transferred to an organization with federal tax exemption for charitable or educational uses and purposes similar to those of the Association, which exempt organization shall be designated by the final Board of Directors.