



February, 1994

The Mountain Matters

Celebrating our 15th Year!

the mountain • Highlands Camp & Conference Center, Inc.

A few words from our Director...

What an exciting time, this first of the year "ritual" we all go through of looking forward, making plans, setting objectives, optimistically embracing the opportunities ahead of us. And this year, our fifteenth, is especially invigorating as I see us completing our "new" REC Hall, continuing our successful and meaningful "Transformations" programs, running larger youth camps, conducting our first Leadership School for young adults, improving our financial performance, and beginning the process of sharing with you our new Long Range Plan.

As we move into this new year I ask three things of you - vote, attend and experience. First, vote in this year's election of a trustee and a nominating committee member and on the proposed changes in our by-laws. Please pay special attention to the President's report as Carole talks about the most important work that has been done on governance and their strong endorsement of these by-law changes. One of the primary "benefits" and responsibilities of membership is voting, being heard about your thoughts on leadership for *the mountain*.

Secondly, attend our Member weekends this year. The Annual Meeting will be held March 25-27 (see Carole's column), so that we can review the previous year in a more timely manner, elect our new leadership, and set our direction earlier in the year. Note also that we have changed the time to 7:30 pm on Saturday, giving us the opportunity to have lots of activities during the day and a more celebrative meeting in the evening. Also, we have asked our *mountain* Reps and our "Spirits" (the designers of our senior high summer camp) to join us for the weekend. It should be lots of fun and very informative. Our Annual Members Memorial Day weekend will be May 27-30, a time to "honor" each other and this year, and to dedicate our new REC Hall - a not-to-be-missed event. And, of course, Thanksgiving. Last year we had 175 people for dinner, a truly festive, family time. This year will be just as special. I encourage you to register early for all three of these Member weekends.

And lastly, participate. As you will note from our calendar, we have planned some wonderful programs this year - programs of spirituality, leadership, diversity, and Earth partnerships. Whether you attend any of these programs, or Elderhostel (yes, UUs, this is a program for you, too), youth camps, congregational retreats (check your *mountain* Rep Information Board), or just "drop in," you will experience the power of these intentional communities that form every day on this mountaintop of ours. Participate, tell others about us - a lot is happening here.

As for the "business" of *the mountain*, we do plan to develop and publish a 5-year Long Range Plan that addresses the issues of program direction, facility planning, environmental protection, marketing and financing - where we will be and how we plan to get there. If you are interested in any of these areas please call me and let me know your thoughts - we value all of the input we can get.

And on a final note: the Trustees, at their November 1993 meeting, authorized the establishment of a Mountain Endowment Fund. Although the details need to be developed (we'll discuss more at the Annual Meeting), this is a significant statement for us all. It says that we believe *the mountain* is "forever," that it is deserving of our "investments," that it will be here for our children and their children. The Endowment Fund - what a wonderful commitment to our future. If you have any thoughts about it or are interested in participation, please call *the mountain*. We'd love to talk to you.

My best to each of you in this new year. We look forward to seeing and hearing from you soon.

Tom

the mountain's Staff Community

A brief portrait of the "old-timers" - seven of the eight persons who've lived and worked here the longest. Or perhaps this is really a portrait of *the mountain*, seen through their eyes. Richard and Rachel Arends, along with Richard's wife, Barbara, came to *the mountain* from Detroit in 1988. The Denhamis - Shelley, Ian, Gillian, Megan, and Joy - became members and frequent visitors from Cincinnati in 1983, and joined the staff in early 1989.



Rachel



Megan

"My favorite thing [about *the mountain*] is the people, because everyone's just so friendly and loving and even if you don't know someone, it's like you know them, because there's really no strangers at *the mountain*, there's no one to be afraid of." - Rachel

"Everybody [at *the mountain* is] nice and friendly most of the time, and... I like the people... because they're all open." - Joy

"I was real little, so I don't remember it much, but I used to love coming up here. I looked forward to it for so long. I'd be like, 'We're going to *the mountain*!' 'Which mountain?' 'I don't know.'"

Megan, on visiting the mountain as a young child, before moving here

"I fell in love with the mountain so much that I signed Ian and I up as Life Members before he'd even been here." - Shelley

"[Shelley] fell in love with the place - almost instantaneously. Well, in fact, she signed us up for Life Membership before she got home. I found out about that later." - Ian

"You grow up here. I mean, I've grown up here. And I've experienced lots of things that I don't think I'd ever have experienced in Cincinnati - and I know it. I mean, I got to be an ASCENDER this summer, and... that was an incredible experience." - Gillian

"There's a part of me that will always wonder if the kids got enough time from us, because that first year [of working at *the mountain*] they really lost their parents. The flip side of that is... the gifts that they have received from this community, the gifts of a larger community of people that they can trust. I mean, they always know they can call upon Tom or Jane or KC or Dan and Nina. You know, if they can't get hold of us, they've got this whole pool of people who care about them, and who we care about." - Shelley

"Something that changed me a lot... was when the Lodge burned down. Because I was at the bottom of *the mountain*, and it scared me so much. I knew that one of the buildings was on fire. I didn't know which one, and I didn't know where my parents were." - Megan



Ian & Shelley



Gillian

"I would say that there are more people who are sympathetic to the UU ideals now than there were when we first moved here. And certainly more than when we first opened up in 1979. - Ian

"[People in Highlands] don't treat me any differently now.... I think that [the young members of the staff community, who go to school in town] are a big part of the reason why people don't think that we're devil worshippers anymore, because they used to think that about *the mountain*.... A lot of people in town have been [to *the mountain*] now, for meetings or whatever. - Megan

"I was in the back room of the Ascender Home, and I couldn't get warm. The wind was whistling.... I took a look at the thermometer, and I think the temperature wasn't much above freezing in the room." - Ian, on his first night as a mountain staff member, in February, 1989

"Well, it's gotten bigger. All the buildings are bigger. And it's gotten better - all the programs are more organized." - Joy ("What's changed about *the mountain* since you've been here?")

"I tell them that it's a very warm and friendly place, and that a lot of the people who come are Unitarians, but you don't have to be a Unitarian, and that... you're not forced to believe certain things; you don't have a set of rules, and that *the mountain*'s very flexible and free-flowing, and things happen, and everything's not completely planned - just kind of a place to relax." - Rachel ("What do you tell people about *the mountain* who know nothing about it?")

"This is a place where you can relax and be yourself, because people will accept your self - you know, the way you really are inside. You don't have to have... a cover or a shell over you. - Gillian (What do you tell people about *the mountain* who know nothing about it?")



Joy

"On the average year, I have two offers to leave the place. Some of them are for double [what I make at *the mountain*].... I'm here because I'm supposed to be here now. I used to fight those feelings.... I've learned that you can indeed fight them, and do what you want to do. Sometimes, it just slows down the process - you come to the same end that you could have saved yourself a lot of grief on. So, in later life, I've learned to listen to it. And sometimes it causes me grief listening to it as well, but I just feel that this is where I'm supposed to be. I don't know just why. So far, I haven't the feeling that I've completed what I've done here, so this is where I am."

- Richard



Richard

REPORT OF THE NOMINATING COMMITTEE

TO: All current Members of *the mountain*
FROM: 1993/94 Nominating Committee: Paul Clipp (Clemson '96)
Bud Evans (St. Petersburg '95)
Dr. Steve Soloway, (Chair, Lilburn GA '94)

Three nominations have been submitted for one Trustee of *the mountain* Board at-large position for a three-year term following the annual meeting. If the proposed changes in the By-Laws are approved, vacancies or additional Board positions may be filled by appointment by the Board from among those nominated and/or from the membership at large. Trustees are expected to attend four or more weekend meetings of the full Board per year as well as being active on committees and participating in various mountain functions. All nominees are from the Mid-South District:

Hildegard Gray, former vice-president and 4-year board member of UUCA (Atlanta), served on our director search committee and is a Patron Life Member of *the mountain* with her husband John Vacher (also a Charter Life Member). Hildegard, mother of three children, is a management consultant working for an international firm; previously, she worked for NCR, finishing as a business unit manager and director of engineering.

Larry K. Long, currently secretary of the UUCGwinnett Board (Lawrenceville GA), has been an active volunteer in many mountain construction and renovation projects with his wife Juana Mae. Having been Charter Life Members and Patrons, their experiences include spending a summer vacation working in our kitchen as well as Larry's serving on the 1981 Long Range Planning Committee. Larry is also a pledging friend/former member of UUCA.

Jeri Moulder, former president (and previously DRE) of First UU Church of New Orleans and a Peace Corps alum, is a 1990 graduate and two-year instructor/facilitator for our Leadership School. After moving to New Orleans from Santa Barbara in 1982, she and her husband immediately became committed to the church, serving on various fund-raising committees and as the Chair of the new building Capital Fund. Jeri is a Sustaining Member.

There is one regular vacancy for the Nominating Committee. (If the new by-laws are approved, the Board has proposed to make changes in this committee, which will become the Selection/Election Committee). Members of this committee are charged to solicit nominations, review qualifications, and make recommendations to the membership on candidates, according to procedures set out in Board policies. One candidate has been proposed:

Richard Eason, former president of the UUCGwinnett board (Lawrenceville GA), was a participant in the 1992 Leadership School at *the mountain*. He and his wife Sue are very active members of their congregation and have attended many activities at *the mountain* (specially Surf 'N Turf and Oktoberfest) with their two young children, Brett and Mackenzie.



Rafting on the Nantahala River

Ballot on Page 11

NEW SCHOLARSHIP COMMITTEE TO BE APPOINTED

At their January meeting, your Board of Trustees approved the designation of a special committee to review applications for financial assistance from youth campers and participants in other *mountain* programs. The committee, composed of three dedicated members who are not currently serving on the Board or staff, will be charged to review all applications with an eye toward the Vision goal of improving economic as well as cultural and racial diversity at *the mountain*. They will also be asked to help find ways to better solicit additional sources for the new scholarship fund.

During all of 1993, in addition to the traditional contributions at the Sunday worship services, 10% of the gross of *mountain* store sales (about \$6000) went into the scholarship fund. These two sources, supplemented by thoughtful gifts from *mountain* members, will serve as the basis for current awards in 1994 while efforts are made to secure sources for future funding.

The committee will also assist in the management of a small, but significant, matching fund donated by a *mountain* family which is intended to encourage congregations to support the attendance of teens and young adults at our adult and family programs, especially congregational retreats.

Please be aware of the existence of these special scholarship funds as you talk about our programs; specific questions should be directed in writing to the committee, c/o *the mountain*. Thanks for your part in building this part of *the mountain's* outreach program to UU's and others.

Highlighting Youth Camp:

Some events and info we'd like you to know about...

First Time Camp (Grades 1-3) June 4-11

Designed especially for the initial away-from-home experience. A *mountain* Youth Camp director will work with parents during the opening weekend to provide an understanding of what their children will experience during the week.

CAMPERSHIPS

Applications are available NOW and are due March 1.

High Adventure (Grades 10-12) July 31 - August 1

Campers will experience a ten to twelve-day cross country backpacking trip, supplemented by rock climbing and other outdoor activities. They will learn outdoor skills, and will also develop group problem-solving and leadership skills, as the counselors gradually step back and let the campers lead the way.

ASCENDERS (Grades 10-12) June 12 - July 17

Eight youth will be chosen to participate in a five-week program of adventure, personal growth, and community living. With two mentors as guides, the youth will work in the kitchen, do maintenance around *the mountain*, and help with youth camp, learning new skills and gaining confidence in their own resourcefulness. Applications are available NOW and are due March 1.

WHITE WATER SKILLED PERSONS

the mountain is looking for a skilled canoeing instructor. Contact René.

Camper Parents' Weekend June 17-19

Especially for our *mountain* Camp parents! Dr. Pam Phelps, the founding director of *the mountain's* youth camps, will lead a workshop for parents that will provide an understanding of how our counselors and staff interact with children, what sort of activities the children participate in, and why. There will also be family-oriented activities, which will give parents a chance to see (and do) what your children do at *the mountain*. Come to learn, and for some quality play-and-relax time with your family.

For applications, or our Youth Camp 1994 flyer including descriptions of all our youth camps, call or write us:



HIGHLAND CAMP & CONFERENCE CENTER
PO Box 1799 • Highlands, NC 28741
(704) 536-4195 or 704-336-2511

1994 ANNUAL MEETING

Date: Saturday, March 26, 1994

Time: 7:30 p.m.

Location: *the mountain*
841 Hwy. 106
Highlands, North Carolina
Lodge Great Room

President's Letter

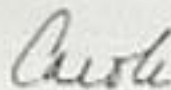
During 1993, your Board and staff have continued to work toward improving accountability to the membership. One aspect of this work is reflected in the new date for the annual meeting (March 25-27). Reporting on the prior year's activities during the Memorial Day weekend has been like reading last week's newspaper-- it was always "old news". So, in the spirit of experimentation, we are moving the meeting to March. (Some time ago the annual meeting was held in February, but fear of wintry weather compromised attendance. We're hopeful that the late March date, and the inclusion of our annual mountain Rep information and planning weekend as an integral part of the activities, will feel more balanced.)

Another aspect of this work on accountability is reflected in your Board's recommendation that the membership ratify a set of changes to our By-laws, amendments that the Board has been working on for two years. These amendments reflect the maturity of our organization and staff as well as an explicit recognition of changes in our constituency and our vision for the future. We've also tried to simplify language when possible. For example, the specific amendment to the by-law statement of our corporate purpose, that "The Highlands Camp & Conference Center is to be a center for humankind to experience Unitarian Universalism", will better embrace our "revised" values of diversity, spirituality, leadership, community and earth stewardship.

The other major by-law amendments relate to our recommended change in the composition of your Board of Trustees, moving from a majority appointed by SUUSI and the UUA Districts to direct election by you, our members. (I am happy to report that our discussions with SUUSI and each of the District boards about this planned change in our governance resulted in a clear message of support and endorsement of the concept.) The Board will be composed of six elected trustees, each serving a three year term. Three additional voting trustees may be appointed by the Board to address diversity needs and/or particular skill sets.

Although there have never been any explicit By-law requirements for the Nominating Committee, we feel it's important to inform you that the Board intends to reconstitute it as a "Selection/Election Committee," composed of five members. Reflecting our ongoing commitment to the founding UUA Districts, one committee member will be appointed by each of the district boards (Mid-South, TJ, and Florida) with the idea that those appointees will have knowledge of good member candidates. The other two committee members will be appointed by the Board-- one from within the board (to communicate its needs), and one to reflect other growing member constituencies.

I hope this outline gives you a better context for reviewing the proposed by-law amendments. On behalf of your Board, I wholeheartedly recommend your approval of the entire package as an integral part of our effort to ensure the future of the mountain in service of Unitarian Universalism and our members. Please don't hesitate to contact me or any other member of our current Board if you have any questions or concerns about the proposed changes or any aspect of ongoing operations at your mountain. I hope you can join us at the annual meeting, but let me thank you now for your continued support and participation.



ARTICLE ONE: Offices

1.1 Registered Office and Agent. The Corporation shall maintain a registered office and shall have a registered agent whose business office is identical with such registered office.

1.2 Other Offices. The corporation may have offices at such place or places, within or outside the State of Georgia, as the Board of Trustees hereafter to be referred to as Board may require or make desirable.

ARTICLE TWO: Purpose

2.1 Purpose. The purpose of Highlands Camp & Conference Center, Incorporated, a non-profit corporation, and an Independent Affiliate of the Unitarian Universalist Association ~~shall be to operate and maintain a camp and conference center to facilitate the religious, personal, and educational growth of Unitarian Universalists and like-minded people~~ is to be a center for humankind to experience Unitarian Universalism.

ARTICLE THREE: Membership

3.1 Membership. Individuals and organizations may hold non-transferable membership in this Corporation. Individual memberships shall be granted upon payment of amounts determined by the Board. Unitarian Universalist societies may hold another class of membership in the corporation, Institutional Membership, upon the payment of an amount to be determined by the Board and the designation of one authorized voting Member by the chief corporate officer of that society. Memberships of all types are entitled to vote at all annual and special meetings of the corporation.

ARTICLE FOUR: Members' Meetings

4.1 Annual Meeting. The Corporation shall hold an annual meeting ~~within six~~ 6 (6) months after the close of the Corporation's fiscal year at a time and place determined by the Board.

4.2 Budget and Annual Report. The Board shall provide to the Corporation at its annual meeting the current ~~fiscal budget and annual report and have available the current fiscal budget.~~

4.3 Special Meetings. A special meeting of the Corporation will be called by the Board at such time and place as they designate upon presentation to the President of the Corporation of a written petition signed by not less than fifty (50) Memberships of the Corporation. At any special meeting only that business which has been stated in the notice calling the meeting shall be taken before and acted upon by the membership.

4.4 Notice of Meetings. Unless waived as contemplated in Section 5.4 or by attendance at the meeting in person, for any purpose other than to object to the transaction of business, a written or printed notice of each membership meeting stating the place, day and hour of the meeting shall be delivered not less than thirty (30) days before the date thereof, either personally or by mail, by or at the direction of the President or Secretary or other person calling the meeting, to each Membership entitled to vote at such meeting. Except in the case of a special meeting, the notice of the meeting need not state the purpose or purposes of the meeting unless the purpose or purposes of such meeting constitute a matter which these Bylaws or Georgia Nonprofit Corporation Code requires to be stated in the notice of the meeting.

4.5 Presiding Officer. The President, or in his/her absence, the Vice President shall serve as Chair at every Membership meeting. In his/her absence, the President shall select a designee or, absent a designee, the Trustees present shall select someone to serve. The Chair shall appoint such persons as he/she deems required to assist with the meeting. In his/her absence, the President shall designate someone to preside. If the President is unable to make such an appointment, the Trustees present shall select someone to serve as Chair.

ARTICLE FIVE: Voting Memberships

5.1 Voting for Trustees. The election of members of the Board, as set forth in Section 6.2 below, shall be conducted in the following manner: (a) With the Notice of Meeting provided in Section 4.4, the members shall be sent a mail ballot for the election of Trustee(s) in a form approved by the Board. (b) The Trustee(s) shall be elected by the majority of ballots received by the secretary at the address designated in the mail ballot seven (7) ~~ten~~ (10) days prior to the annual meeting and those delivered by hand to the Secretary one hour prior to the commencement of the annual meeting; not to be duplicated by mail ballots. (c) Each membership shall be entitled to one vote for each vacancy on the Board.

5.2 Voting as to Other Matters. Except as otherwise provided in these Bylaws, each membership shall be entitled to one vote on each matter submitted to a vote at a meeting of Members. Voting on all matters may be by voice, by show of hands, or by ballot.

5.3 Quorum. At all meetings of the Members, a quorum shall consist of Memberships present, and either the President or Vice-President, the Corporate Secretary, and a majority of the voting members of the Board. A majority of the Memberships entitled to vote which are represented at any meeting shall determine any matter coming before the meeting unless a different vote is required by statute, by the Articles of Incorporation or by these Bylaws.

5.4 Action of Members Without a Meeting. With the exception of Bylaws amendments, any action which may be voted upon at a meeting of the membership may be voted upon without a meeting. The Board is empowered to establish a voting procedure, which shall include the quorum necessary for a vote and appropriate notification to the membership of all business to be considered. Given the necessary quorum of members voting, a majority vote if written approval and consent in a form authorized by the Board, specifically setting forth the action to be considered, shall be signed as approved by a majority of the members voting thereon with respect to the subject matter thereof. Such consent and approval shall be effective as of the date set forth in such consent and approval. Such approval and consent so filed shall have the same effect as a vote of the membership at a special meeting called for the purpose of considering the action authorized.

ARTICLE SIX: The Board of Trustees

6.1 General Powers. The business and affairs of the Corporation shall be overseen by the Board: a Board of Trustees. In addition to the powers and authority expressly conferred upon it by these Bylaws, the Board may exercise all such powers of the Corporation and do all such lawful acts and things as are not by law, by any legal agreement among Memberships, by the Articles of Incorporation, or by these Bylaws, or by applicable law, not directed or required to be exercised or done by the Members. The Board shall make overall policy for carrying out the purposes of this Corporation. Including but not limited to: (a) Defining goals and objectives for the Corporation; (b) Making policies that support them; (c) Maintaining high quality service; (d) Interpreting the importance of these services to our constituency; (e) Keeping the membership informed of the Corporation's status and progress; (f) (g) Selecting, evaluating, and discharging an Executive Director and defining that person's duties and responsibilities; (g) Establishing (a) Assuring the establishment of a sound fiscal plan and a strategy for fundraising; (h) (i) Approving capital improvements involving debt; (ii) Providing safe and clean physical facility in harmony with the environment; (g) Considering the long-term effect of all projects and activities on the environment of The Mountain; (h) (h) Providing for continuity in operation; (h) (i) Evaluating the services' overall performance of the camp and conference center in relation to the Corporation's goals; and (h) (i) Assuring that periodic audits are conducted.

6.2 Number and Term of Office. The Board shall consist of the following: (a) one Trustee from each of the three districts of the Unitarian Universalist Association in the Southeast: The Thomas Jefferson, The Mid-South and the Florida Districts. Each Trustee shall be elected, appointed, or removed as each District determines; (b) One Trustee from the Southeast Unitarian Universalist Summer Institute, Inc. (SU/SI). Such Trustee shall be elected, appointed, or removed as SU/SI determines; (c) At least three Trustees elected by the Members of the Corporation at a regular or special meeting of the Members. Any Trustee elected by the Memberships may be removed from office with or without cause by the vote of a majority of the Memberships (voting); (d) Up to three Trustees appointed by the Board of Trustees itself. Any Trustee appointed by the Board may be removed from office with or without cause by the Board and (e) The Executive Director of the camp and conference center, ex-officio, without vote. **Composition.** All members of the Board shall be members in good standing of the corporation. The Board shall ensure that its commitment to diversity is reflected throughout the process of Trustee selection. The Board shall also provide that among its voting members one will serve as Financial Advisor and one will serve as a Unitarian Universalist spiritual and organizational resource.

(a) For the years 1994-1997, Trustees who have been duly appointed according to the previous By-Laws (in effect until March, 1994), shall continue to serve their appointed terms until the earlier of the expiration of that term or their replacement by action of the Board and/or membership. It is the intent of this section that, beginning with the 1995 annual meeting, at least one of the previously appointed Trustee positions (as previously designated by the Thomas Jefferson, Mid-South, Florida, and SU/SI boards, respectively) shall be replaced by an elected Trustee position (elected by the membership at large) each year until the 1997 annual meeting. The Board is hereby fully empowered to effectuate this intent by any appropriate temporary mechanism. At the close of the annual meeting in 1997, upon complete fulfillment of the terms of this section (a), it shall expire and section (b) below, shall be in full force and effect thereafter.

(b) The Board will be composed of six voting Trustees elected by the membership, up to three voting members selected by vote of the Board, the Executive Director (non-voting), and such other non-voting Trustees as may be appointed by the Board as needed to carry on the work of the Board.

6.3 Term of Office. The term of office for Trustees shall be three years. No person shall be elected or appointed to more than two consecutive three-year terms. Any person who is elected or appointed to a vacant term of more than eighteen (18) months shall be elected or appointed to no more than one succeeding term. **Terms.** All voting Trustees will serve for terms of three (3) years. All non-voting positions are for one (1) year. No Trustee, elected or appointed, shall serve more than six (6) consecutive years. Any Trustee elected by the Membership may be removed from office with or without cause by the vote of a majority of the Memberships voting.

6.4 Vacancies. A vacancy occurring among the elected positions on the Board may be filled by appointment by vote of a majority of the Trustees until the next regularly scheduled election.

6.5 Compensation. Trustees shall receive no compensation for their services as Trustees. A Trustee may also serve the Corporation in a capacity other than that of Trustee and receive compensation, as determined by the Board, for services rendered in that other capacity. Nothing herein shall prevent the Board from authorizing the reimbursement of reasonable expenses incurred by Board members on behalf of the Corporation.

6.6 Committees of the Board. The Board may create such regular, special and ad hoc committees as it deems necessary. Except as prohibited by law, each committee shall have the authority set forth in the resolution establishing said committee.

ARTICLE SEVEN: Meetings of the Board

7.1 Regular Meetings. The Board shall meet regularly at least four times a year.

7.2 Special Meetings. Special meetings of the Board may be called by or at the request of the President or by a majority of the voting Trustees.

7.3 Place of Meetings. The Board may hold their meetings by conference call or at any place as the Board may from time to time establish.

7.4 Notice of Meetings. The Board will publish annually the dates and locations for its regular meetings for the year.

7.5 Quorum. At meetings of the Board, a majority of the voting Trustees, ~~including at least two officers,~~ shall be necessary to constitute a quorum for the transaction of business.

7.6 Vote Required for Action. Except as otherwise provided in this section or by law, or if consensus cannot be achieved, the act of a majority of the voting Trustees present at a meeting at which a quorum is present at the time shall be the act of the Board.

7.7 Adjournments. A meeting of the Board, whether or not a quorum is present, may be adjourned by a majority of the Trustees present and reconvened at a specific time and place. It shall not be necessary to give notice ~~to the membership~~ of the reconvened meeting or of the business to be transacted, other than by announcement at the meeting which was adjourned. At any such reconvened meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting which was adjourned.

ARTICLE EIGHT: Notice and Waiver

8.1 Procedure. Whenever these Bylaws require notice to be given to any Member or Trustee by mail, the notice shall be sent first class mail by depositing the same in a post office or letter box in a postage prepaid sealed envelope addressed to the Member or Trustee at his/her address as it appears on the books of the Corporation, and such notice shall be deemed to have been given at the time the notice is deposited in the United States mail.

ARTICLE NINE: Officers (Positions)

9.1 Number, (Officers) The officers of the Corporation shall consist of a President, Vice-President, and a Corporate Secretary, elected from among the voting Trustees ~~and a Treasurer~~. If appointed from outside the Board, the Treasurer shall be an ex-officio, non-voting member of the Board.

9.2 Election and Term. All Officers shall be elected or appointed by the Board annually and shall serve at the will of the Board and until their successors have been selected ~~and have qualified~~ or until their earlier death, resignation, removal, or retirement or disqualification.

9.3 Removal. Any officer, trustee, or person ~~or agent~~ selected or appointed by the Board may be removed by the Board at any meeting with respect to which notice of such purpose has been given.

9.4 President. The President shall be the chief executive officer of the Corporation and shall have general supervision of the business of the Corporation. He/she shall see that all orders and resolutions of the Board are carried out. The President shall perform such other duties as may from time to time be delegated by the Board.

9.5 Vice-President. The Vice-President shall, in the absence of the President, perform the duties and exercise the powers of the President. The Vice-President shall perform whatever duties and have whatever powers the Board may from time to time assign.

9.6 Corporate Secretary. The Corporate Secretary shall keep the accurate records of the acts and proceedings of all meetings. He/she shall have authority to give all notices required by law or by these bylaws. He/she shall be the custodian of the corporate books, records, contracts and other documents. The Corporate Secretary may affix the Corporate Seal to any lawfully executed documents requiring it and shall sign such instruments as may require his/her signature. The Corporate Secretary shall perform whatever additional duties and have whatever additional powers the Board may from time to time assign.

9.7 Treasurer. The Treasurer shall provide advice on all financial matter. The Treasurer shall review management systems to assure they produce full and true accounts of all receipts and disbursements and shall make such reports to the Board and President as are requested. Each year the Treasurer will assist preparation of the financial segments of an annual report and will direct preparation of an annual budget. The Treasurer shall perform all duties as may be assigned to him/her from time to time by the Board.

9.8 9.6 Other Positions. Other positions may be appointed by the Board from time to time in order to accomplish its responsibilities.

9.9 9.7 Bonds. The Board may require any or all of the officers, agents or employees of the Corporation to give bonds to the Corporation to supply information necessary to secure fidelity bonds on behalf of the Corporation and to comply with such other conditions as may from time to time be required by the Board.

ARTICLE TEN: Indemnification

10.1 Indemnification. Each trustee or officer of this Corporation, and each person who at its request has served as an officer or trustee of another corporation, partnership, joint venture, trust or other enterprise shall be indemnified by this Corporation against those expenses which are allowed by the laws of the State of Georgia and which are reasonably incurred in connection with any action, suit or proceeding, pending or threatened, in which such person may be involved by reason of his/her being or having been Trustee or Officer of this Corporation or of such other enterprises. Such indemnification shall be made only in accordance with the laws of the State of Georgia and subject to the conditions prescribed therein. The Corporation may purchase and maintain insurance on behalf of any such Officers and Trustees against any liabilities asserted against such persons whether or not the Corporation would have the power to indemnify such Officer and Trustees against such liabilities under the laws of the State of Georgia. If any expenses or other amounts are paid by way of indemnification, other than by court order, action by Members or by an insurance carrier, the Corporation shall provide notice of such payment to the Members in accordance with the provisions of the laws of the State of Georgia.

ARTICLE ELEVEN: Miscellaneous

11.1 Inspection of Books and Records. The Board shall have the power to determine which accounts, books and records of the Corporation shall be opened to the inspection of Members, except such as may by law be specifically open to inspection, and shall have the power to fix reasonable rules and regulations not in conflict with the applicable law for the inspection of accounts, books and records which by law or by determination of the Board shall be open to inspection.

11.2 Fiscal Year. The Board is authorized to fix the fiscal year of the Corporation and to change the same from time to time as it deems appropriate.

11.3 Seal. The Corporation Seal shall be in such form as the Board may from time to time determine.

11.4 Annual Financial Statements. Not later than three (3) months after the close of each fiscal year, and in any case prior to the next annual meeting of Members, the Corporation shall prepare (a) a balance sheet showing in reasonable detail the financial condition of the Corporation as of the close of its fiscal year, and (b) an income statement showing the results of its operations during its fiscal year. Upon receipt of written request, the Corporation promptly shall mail to any Member of record a copy of the most recently Board approved balance sheet and statement of operations.

11.5 Procedures. Any meeting of the Corporation, the Board, or its committees shall be conducted according to procedures agreed upon by a majority present.

ARTICLE TWELVE: Amendments

12.1 Power to Amend Bylaws. These Bylaws may be amended by action of the Board upon approval of a two-thirds (2/3) majority vote of the Memberships of the Corporation voting.

12.2 Proposal of Bylaw Amendments. Any proposed Bylaw Amendment can be brought before the membership: (a) By the Board or (b) By written petition of at least ten (10) Members of the Corporation received by the Secretary no later than sixty (60) days before the Corporation's annual meeting.

12.3 Publication of Proposed Amendments. Any proposed Bylaw Amendment for consideration by Members must be published and mailed with the notice of the annual meeting sent to each Member.

12.4 Voting on Amendments. All proposed Bylaw Amendments shall be voted on by mail ballot in the same manner as the election of Board as provided in Section 5.1

ARTICLE THIRTEEN: Dissolution

13.1 Dissolution and Distribution of Assets. Upon dissolution of the Corporation, all assets shall revert to the Unitarian Universalist Association or its successors.

1993/94 Board of Trustees

Dr. Carole Light, President (Mid-South District appointed '94)
Rev. Liz McMaster, Vice President (Elected at-large '96)
Bob Whitney, Secretary (Elected at-large '94)
Randy Whit, Treasurer (Board appointment, w/o vote)
Jane Craven Sholin, Rec. Secretary (Board appointment, w/o vote)

Betty Green (Florida District appointed '96)
Bill Pilgrum (Elected at-large '95)
Dr. Anthony Stringer (Board-appointed '96)
Mary Leta Tallison (SU/SL Board appointed '96)
Lewin Walker (TI District appointed '96)

Registration Form

1994 Annual Meeting

(403)25309

Arrive: Friday, March 25, 1994 (before supper at 8 pm)

Depart: Sunday, March 27, 1994 (after breakfast)

Registrant _____

Address _____

City _____ ST _____ Zip _____

Day Phone (_____) _____ Eve Phone (_____) _____

Names as you want them to appear on namelists

Adults:	Sex	Mtn Mbr (Y/N)	Youth, children, infants:	Age	Sex	Childcare (Y/N)
_____	_____	_____	_____	_____	_____	_____

Lodging preference:

(subject to availability)

_____
need
wheelchair
accessible?

Prices shown: Member / non-Member adult

LODGE	CABIN	CABIN
PVT BATH (2-3, adults)	PVT BATH (2-4, families)	SHARED BATH (2-8, groups, families)
\$ 80 / 107	\$ 76 / 99	\$ 72 / 91

Youth Rates

Youth 7-17	\$ 47
Children 4-6	\$ 40
Infants 0-3*	\$ 5

*Childcare optional with
advance notice - \$3/hour

Mobility limitations? (describe) _____

Bed Preference: (subject to availability) Single _____ Double _____ (for 2) Crib _____

inside any
buildingsskip
this section
if you have
no special
dietary
needs

I do not eat: fish _____ poultry _____ dairy _____ eggs _____ red meat _____ pork _____

Special Dietary Considerations? Allergies? Special diets? _____

PO Box 1299 • Highlands, NC 28741
(704) 526-4505 or 5838 (fax) 2511**NON-REFUNDABLE DEPOSIT ENCLOSED \$**

A \$20 deposit is required for each adult and a \$10 deposit for each youth ages 4-17 (when youth programming is offered) for any overnight stay of 1-4 nights; a \$50 per adult (\$20 per youth) deposit is required for stays of 5 nights or more. **Your check is preferred**; Visa and MasterCard can be used by carefully printing your complete card number and expiration date and signing below in the space provided. Youth housed in the same room with adults pay nothing for housing and reduced rates for meals. The deposit is applied to your final bill.

Visa/MasterCard # _____ Expiration date _____

Cardholder's Signature _____

deposit received	housed	data entered	confirmed
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BALLOT

One vote per Membership. Ballots must be received by 6:30 a.m., Saturday, March 26, 1994.

Sign here for validation _____

Trustee-at-Large (vote for one)

_____ Hildegard Gray
_____ Larry K. Long
_____ Jeri Moulder

Nominating Committee (vote for one)

_____ Richard Eason

Amendments to the By-Laws

_____ Approve
_____ Disapprove

Welcome to 1994 at *the mountain*!

Did you know... that *the mountain* turns 15 this year? This is really something to celebrate! First, we can celebrate more than 15 years of human effort that have gone into *the mountain's* creation and evolution. We can also celebrate the people connected with this place, from the time when *the mountain* was an idea in the minds of a few persons, through years of sometimes painful, sometimes joyful, transition, to the people who will visit *the mountain* for the first time in 1994. We can celebrate the joy, play, laughter, sadness, and togetherness that all of us have experienced here. And we can celebrate continuing transformation: a new REC Hall taking shape, an ongoing commitment to being a family camp for Unitarian Universalists, a growing role as a continental resource for UUism, and an increasingly intentional effort to reach out to non-UUs, to share our values and to include new persons in our community.

Come join us this year as we celebrate. We'll be intentional about celebrating the 15th anniversary throughout the year, and especially during these times: at our Annual Meeting, March 25-27, when we'll elect new leaders and review 1993 at *the mountain*; at our Staff Reunion and Easter Celebration, April 1-3; at our Memorial Day Weekend, May 27-30, when we'll dedicate the new REC Hall; at our Thanksgiving Celebration, November 23-27.

Come home soon - and we'll celebrate together!

A note about The Mountain Matters. We'll be publishing six this year: three full-sized editions like this one, and three single-page issues - to keep our Members informed of mountain happenings throughout the year.

Attention: Quilters

Jan and Debra Osgood are going to piece together a SAMPLER* mountain quilt to be auctioned during Thanksgiving 1994 at the mountain. We ask all quilters who would like to make a quilt block to send their name and address to: Ms. Jan Osgood, 3818 Beya Way, Doraville, GA 30340 Phone: (404)938-1315

Jan will then send you information regarding size, color, deadline for mailing, and any other pertinent information.

* The SAMPLER design they will be using is shown in the November issue of Quilter's Newsletter, in an article about Judy Martin, a nationally known quilt designer.



Ballot & By-laws
Enclosed!

