

CHOICES FOR WOMEN RESOURCE CENTER ***BY-LAWS***

ARTICLE I - OFFICES

Section 1. Principal and other business offices. The *Choices For Women Resource Center Inc.*, "the corporation," shall have a principal office, and other offices, either inside or outside the state of Indiana, as the board of directors may designate or the business of the corporation may require from time to time. Until otherwise determined, the principal office of the corporation shall be the address stated in its Articles of Incorporation. The resident agent of the corporation is Richard Harris of Harrison County in the State of Indiana.

ARTICLE II - PURPOSES

Section 1. The corporation is primarily supported by churches, businesses, and individuals who believe in our purpose.

Section 2. Since the primary purpose of the corporation is to serve others in Christ's name, the corporation is committed to the principle that every aspect of its ministry must be consistent with biblical truth and love. The end does not justify the means. There is no place for deception, falsehood, or exaggeration in the corporation's efforts to bring individuals to the corporation through advertising, telephone procedures, or other means of ministering to them.

Section 3. The corporation never discriminates on the basis of race, religion, nationality, age, sex, marital status, or decision on whether to carry an unborn baby to term. All services shall be confidential and free of charge.

Section 4. The corporation is not a medical facility and does not give medical advice. The corporation always recommends that a client seek attention from a medical care provider as soon as possible if her pregnancy test appears positive or if her menstrual periods do not continue to occur. The corporation does not offer contraceptive counseling or refer individuals for contraceptives or contraceptive services. The corporation never advises, refers, or provides for abortion or abortifacients.

Section 5. The corporation educates individuals with information concerning the development of the unborn, abortion, complication related to abortion, alternatives to abortion and related services offered by the corporation that are available free of charge. With this information and services, individuals will be better equipped to make good, informed decisions concerning their life and future, as well as that of their unborn child.

Section 6. The corporation is committed to offering hope and assistance to women of all ages who are facing crisis pregnancies. Through the provision of God's people and the greater community, the corporation will, within its ability and resources, offer emotional and spiritual help, as well as practical assistance.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the corporation shall be administered by a board of directors who shall have power to elect or appoint all necessary officers or committees; to employ an executive director and any such other employee(s) as shall be necessary to conduct the operations and purposes of the corporation and to fix the compensation and benefits of such employees; to prescribe the duties of such employees; to dismiss any such employees whenever, in its judgment, the best interests of the corporation would be served thereby. All the employees of the corporation shall be employees at will.

Section 2. Number and Term of Directors

- a. Number. The business and property of the corporation shall be managed by a board of directors consisting of no less than ten nor more than fifteen members.
- b. Term. Members may serve [two consecutive terms of three years](#), after which any additional terms of service will require the approval of the board of directors.
- c. Permanent Positions. The corporation's board of directors shall have (3) three permanent board member positions. These board positions shall be filled by the individuals who may now, or in the future, occupy the following positions:
 1. A representative of the Southeastern Indiana Baptist Association.
 3. A representative of Right to Life of Southern Indiana.
 4. A representative from each satellite location of the Choices for Women Resource Center to attend as the need arises.

Section 3. Qualifications. A person shall be qualified to serve on the board of directors if (a) he or she has publicly made a profession of faith in Jesus Christ as personal Savior and is growing in that relationship and (b) has stated, in writing, his or her agreement with the Statement of Faith and Statement of Purpose of the corporation. The Statement of Faith and Statement of Purpose are attached to these bylaws and are incorporated here by reference as is fully stated.

Section 4. Vacancies. A vacancy occurring on the board of directors may be filled by the majority vote of the board when, in its judgment, the best interests of the corporation would be served thereby. All judgments and decisions made by the board must be based on biblical principles. Potential members shall be told that it is imperative that they attend all meetings unless providentially hindered. The occurrence of three unexcused absences by a director within one year shall result in a board review of dismissal of that director.

Section 5. Meeting of the Board of Directors

- (a) Annual. The regular meeting of the board of directors shall be held in the Fall of each year or at such time as the board may direct.
- (b) Regular. The board of directors shall meet quarterly as the board may direct.
- (c) Special. The Chairperson, upon giving notice of the time, place, and purpose to each director, may call special meetings of the board of directors.
- (d) Notice. Notice of regular and annual meetings shall be given five days in advance. Members may contribute to the agenda by contacting the chairperson of the board three days in advance of the meeting.
- (e) Quorum. A quorum at any meeting shall consist of two-thirds of the total members of the board of directors serving at that time or the closest number exceeding two-thirds. The action of a majority of the directors present at a meeting at which a quorum is present shall be the action of the board of directors. Voting by proxy shall not be allowed.

ARTICLE VI - COMMITTEES

Section 1. Executive Committee. There shall be an Executive Committee composed of the officers of the corporation. The chairperson of the corporation shall serve as chairperson of the Executive Committee. The Executive Committee shall have the power to act on behalf of the corporation in case of emergency or where action must be taken and the board of directors is unable to convene a quorum.

Section 2. Finance Committee. There shall be a Finance Committee composed of people appointed by the board of directors who serve at the pleasure of the board. The Treasurer of the corporation shall serve as chairperson of the Finance Committee, which shall meet at least once a quarter. The Finance Committee (and others designated by them) shall be responsible for the planning and implementation of all fund-raising events. This committee shall prepare for approval by the board of directors at the annual meeting of the corporation the annual operating budget outlining projected expenditures for the upcoming calendar year and projected sources of revenue for the corporation.

Section 3. Other Committees. The board of directors may create other committees and appoint members of the board of directors to serve on them. Each committee shall have two or more members, who shall serve at the pleasure of the board.

ARTICLE X - AMENDMENTS

Section 1. These bylaws may be amended by a 2/3rd vote of the board of directors of the corporation at any regular meeting at the recommendation of the executive committee. These bylaws were approved and accepted by the initial board of directors of the corporation at its regular meeting on the 1st day of March 2004.