

BYLAWS
WHITEWATER CHRISTIAN SERVICE CAMP, Inc.
A NON-PROFIT ORGANIZATION

1. **NAME and PURPOSE:** The name and purpose for which the Whitewater Christian Service Camp, Inc. is formed are set forth in the Articles of Incorporation.
2. **GENERAL PROVISIONS:**
 - a. Governing Law. Whitewater Christian Service Camp, Inc. (the "Corporation") is a nonstock, non-profit corporation governed by the non-elective provisions of the Indiana Nonprofit Corporation Code, and these bylaws are to be construed insofar as possible to be consistent therewith.
 - b. Governing Statements. Any statement, such as but not limited to a Mission Statement, Vision Statement, or Values Statement, that is passed or amended by action of the Board of Directors is incorporated herein by reference, so long as such statement (1) is passed or amended consistently with requirements for passage or amendment of these Bylaws, (2) references this section, and (3) is included with the records of the Corporation.
3. **FISCAL YEAR:** The fiscal year of the Corporation shall be from January 1st to December 31st.
4. **MEMBERS:** The members of this Corporation shall be of the independent Churches of Christ and Christian Churches who financially support the Camp and shall have been invited and approved by the Board of Directors to be a member of this Corporation. A list of these churches will be updated yearly and approved by the Board of Directors at a regularly scheduled meeting.
5. **MEETINGS:**
 - a. Regular meetings of the Board of Directors shall be held at least once a quarter, scheduled at least two weeks in advance by the President of the Corporation.
 - b. The Board of Directors at the end of the third quarter meeting, will set a date and time to host a public special election for the positions of President, Vice-President, Treasurer, Secretary, and Trustees.
 - c. Special meetings may be called by the President. The purpose of the meeting shall be stated in the call, and at least two weeks' notice shall be given of the meeting to each Officer of the Corporation.
 - d. Three-fourths of the Board of Directors shall constitute a quorum.
6. **OFFICERS:**
 - a. A President, Vice-President, Secretary, Treasurer, and Trustees of the Corporation shall be elected for terms in conjunction with the Articles of Incorporation, at the special called meeting after the third quarter. The newly elected officers shall assume their respective offices at the beginning of each calendar year. No two of these offices may be held simultaneously by the same person.
 - b. Removal of Officers: Any or all officers of the Board of Directors of this Corporation may be removed at any time, by a three-fourths majority vote of the Board of Directors at any meeting.
 - i. Any Officer who is absent for half of the regular scheduled meetings of that year is subject to be removed by vote.
 - c. Employees: All employees of the Corporation may be appointed, and their salaries fixed by the Board of Directors. They may be removed by three-fourths majority vote of the Board of Directors at any meeting. A committee of Trustees and individuals of member churches selected by the President will seek out employment positions which will be proposed to the Board of Directors for approval.
 - d. Powers and Duties of the President: The President shall preside at all meetings of the Board of Directors. Subject to the Board of Directors, he shall have general charge of the business of the Corporation; he shall keep the Board of Directors fully informed of the business of the Corporation. In the absence or disability of the President, the Vice-President shall exercise all functions in accordance with provision as set forth in his duties.
 - e. Powers and Duties of the Vice-President. The Vice-President shall perform all duties and be vested with all the authority of the President in case of a vacancy in the office of the President, or in the absence or disqualification of the President, and shall have such other powers and shall perform such other duties

as may be assigned to him by the Board of Directors. Until the Board of Directors shall act, the Vice-President shall be in active charge of the business and operation of the Corporation under the supervision and control of the Board of Directors.

- f. Powers and Duties of the Secretary. The Secretary shall issue notices of meetings and shall keep their minutes, shall have charge of the Corporate books, shall with the President sign such instruments as require their signatures, and shall make such reports and perform such duties as are incident to the office, or as are required by law, or as are required by the Board of Directors.
 - g. Powers and Duties of the Treasurer. The Treasurer shall have the custody of all the funds and securities of the Corporation and shall have the power to sign checks and drafts of the Corporation and any depository in which the funds of this Corporation are deposited shall be protected in honoring and acting upon any check or draft signed by the Treasurer. The Treasurer shall sign all receipts and vouchers for payments made to the Corporation and shall keep full and accurate account of all monies received and paid on account of the Corporation, which shall truly reflect all the financial transactions and conditions of the Corporation, and shall conform to the requirements hereof, and shall generally perform all acts incident to the position of Treasurer, and shall have further powers and duties as shall be, from time to time, conferred upon the Treasurer by the Board of Directors.
 - h. Trustees. A Trustee is a representative of a member church in which they are a member of, to serve on the Board of Directors. No more than two trustees from each represented member church can hold the office of trustee. A Trustee shall be an individual person given control or powers of administration of property in trust with a legal obligation to administer it solely for the purposes specified by the camp's Board of Directors.
 - i. Terms of Trustees: Trustee terms are elected to a three-year term and can serve as many terms as they are elected.
 - ii. Assumption of Office: The term of office of elected Trustees shall commence at the beginning of the next calendar year following the election. In the event a Trustee is not able to complete the terms of office, the Board of Directors can appoint an interim Trustee to serve on the Board of Directors and will have voting privileges.
 - i. Removal from Office: Any Officer who fails to complete the duties of office as established by the Board of Directors may be removed from office with a majority vote. Likewise, any Officer who does not exemplify the characteristics of Christian leadership or whose behavior places Whitewater Christian Service Camp in financial, reputational, or spiritual jeopardy may be removed from office with a majority vote of the Board of Directors.
- 7. CAMP MANAGER AND CARETAKER:** A Camp Manager and Caretaker, shall be hired and compensation determined by the Board of Directors. He shall perform such duties pursuant to the operation of the Camp as shall be detailed in a written job description or may otherwise be delegated by the Board of Directors.
- 8. SPECIAL COMMITTEES:** The President shall, if deemed necessary, appoint special committees that report to the Board of Directors. The President shall appoint these special committees when deemed necessary. All committees shall be subject to the orders of this Board of Directors. No action of any committee shall be binding to the Corporation and cannot conflict with action taken by the Board of Directors.
- a. Special Committee Task Examples:
 - i. Prepare the annual budget for the Corporation.
 - ii. Promote / support fundraising programs.
 - iii. Assist the treasurer in the performance of his duties.
 - iv. Present to the Board of Directors a written evaluation of the camps employees; performance, recommendations regarding salary and other compensation, and recommendations regarding changes in job descriptions. A file of these evaluations shall be maintained with a copy of the file to be kept by the Secretary. Before submitting its evaluation to the Board of Directors the committee is to meet with the employees at least once yearly, for discussing and evaluating work accomplished and for assisting the employees in formulating plans for completion of work.

- 9. CORPORATE RECORDS:** The Board of Directors and Officers of this Corporation shall keep accurate account of the corporate transactions. The books and records of the Corporation shall, always be subject to examination by any Director or by any committee appointed.
- 10. STATEMENT of POLICY:** Requirements for participation and acceptance in the recreational, educational, and spiritual program of the camp shall be the same for all without regard to race, creed, or national origin.
- 11. AMENDMENTS:** Amendments or changes to the By-Laws shall be passed by the Board of Directors by three-fourths vote.
- 12. OFFICE of CORPORATION:** The registered office of the corporation shall be Vevay, Indiana, and the process agent shall be the Secretary of the Board of Directors. The permanent office of the corporation is located at the office of Whitewater Christian Service Camp, Inc., Vevay, Indiana.