

BYLAWS

OF

MADISON CHRISTIAN HEALTH AND DEVELOPMENT SERVICES, INC., an Indiana nonprofit corporation

ARTICLE 1 NAME AND POWERS

1.1 **Name.** The name of the corporation shall be Madison Christian Health and Development Services, Inc., an Indiana nonprofit corporation (hereinafter referred to as the "Corporation").

1.2 **Powers.** The Corporation shall have the powers of a nonprofit corporation as are now or shall hereafter be conferred by the Indiana Nonprofit Corporation Act of 1991, as amended.

ARTICLE 2 PURPOSE AND PROHIBITED ACTIVITIES

2.1 **Purpose.** The purpose of the Corporation, as set forth in its Articles of Incorporation, is exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1985, as amended, (the "Code") or the corresponding provision of any future United States Internal Revenue Service statute, including, but not limited to, providing health and human services to promote the social welfare and emotional stability of individuals residing in Jefferson County, Indiana and surrounding communities.

2.2 **Prohibited Activities.** Notwithstanding the foregoing or any other provision of these Bylaws of the Corporation (these "Bylaws") or the Articles of Incorporation:

2.2.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors (as defined below in Section 4.1), officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable and fair market compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.

2.2.2 The Corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; and, except as may be permitted pursuant to Section 501(h) of the Code, no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation.

2.2.3 The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE 3 OFFICES AND REGISTERED AGENT

3.1 **Principal Office.** The Board of Directors (as defined below in Section 4.2) may designate a principal office or other offices, either within or without the State of Indiana, as the affairs of the Corporation may require from time to time.