

## **SOCIETIES ACT**

### **CONSTITUTION**

1. The name of the society is **“GRACE FELLOWSHIP CHURCH CHILLIWACK”**
2. The purposes of the Society are to:
  - "A. Preach, teach, promote disseminate and advance the gospel of Jesus Christ both in Chilliwack and abroad and thus fulfill the command of our Lord that His gospel be preached in all the world as a witness for all nations.
  - B. Gather for the purposes of exalting our God, extending His kingdom, encouragement, evangelism, and to edify and equip one another in the faith.
  - C. Organize and provide religious instruction in the local Church.
  - D. Perform pastoral and missionary work in the local Church.
  - E. Commit together to live by Biblical teaching under the Lordship of Jesus Christ.
  - F. Proclaim the gospel of Jesus Christ through preaching, teaching, personal witness and missions outreach in our community of Chilliwack and in our World.
  - G. Maintain worship, fellowship, prayer, the study of Scripture, and the fulfillment of the great commission as outlined in Matthew 28:18-20."

  
CAROL PREST

BYLAWS  
Of  
**GRACE FELLOWSHIP CHURCH  
CHILLIWACK**

## CONTENTS

1. Definitions .....	6
2. Statement of Belief .....	6
2. Leadership & Independence .....	8
2.0 Spiritual Leadership .....	8
2.1 Authority .....	8
2.2 Membership .....	8
2.3 Independence .....	9
2.4 Interdependence .....	9
3. Membership .....	10
3.0 Purpose of the Fellowship .....	10
3.1 Members & Directors .....	10
3.2 Renumeration of Directors & Elders .....	10
3.3 Active Membership .....	10
3.4 Voting Privileges .....	11
3.5 The Right of Challenge .....	11
3.6 Applications for Membership .....	13
3.7 Admittance to Membership .....	14
3.8 Denial of Membership .....	15
3.9 Responsibilities of Members .....	15
3.10 Withdrawal from Membership .....	16
3.11 Church Discipline .....	16
4. Elders .....	22
4.0 Powers .....	22
4.1 Number of Elders .....	24
4.2 Nomination, Selection & Tenure .....	24
4.3 Qualifications .....	25
4.4 Duties .....	26
4.5 Vacancies of the Elders .....	28
4.6 Removal of Elders .....	29
4.7 Criminal Accusations & Charges .....	29
4.8 Rights of Inspection .....	31
4.9 Decisions of the Elders .....	31
4.10 Fees & Compensation .....	32
5. Pastors .....	33
5.0 Election of Teaching Pastor .....	33
5.1 Duties of Teaching Pastor .....	34
5.2 Election of Associate Pastors .....	34
5.3 Duties of Associate Pastors .....	35
5.4 Terms of Office .....	36
5.5 Probation of Office .....	36
6. Directors & Employees .....	40
6.0 Directors of the Church .....	40
6.1 The Treasurer .....	40

6.2 Ministry & Pastoral Assistants.....	41
6.3 Election of Non-Elder Directors .....	42
6.4 Removal of Directors .....	42
6.5 Vacancies of the Directors .....	42
6.6 Absences in the Directors .....	42
7. Deacons & Deaconesses .....	43
7.0 Election of Deacons & Deaconesses.....	43
7.1 Duties .....	43
8. Meetings of the Church.....	44
8.0 General Meetings .....	44
8.1 Worship Meetings .....	45
8.2 Special Meetings .....	45
8.3 Notice of Meetings.....	45
8.4 Quorum .....	45
8.5 Place of Meetings.....	46
8.6 In Absentia Voting.....	46
8.7 Miscellaneous .....	47
9. Meetings of the Elders .....	48
9.0 Regular Meetings .....	48
9.1 Special Meetings .....	48
9.2 Notice of Special Meetings.....	48
9.3 Quorum .....	48
9.4 Virtual Participation in Meetings.....	49
9.5 In Absentia Voting.....	49
9.6 Adjournment of Meetings .....	49
9.7 Action Without Meeting .....	50
9.8 Minutes & Records .....	50
10. Ordination, Licensing & Commissioning .....	51
10.0 Ordination .....	51
10.1 Licensing.....	51
10.2 Commissioning .....	52
10.3 Marriages & Weddings.....	52
11. Conflict Resolution.....	53
11.0 Interpersonal Conflict .....	53
11.1 Employment Disputes.....	54
11.2 Legal Action.....	54
12. Conflict of Interest.....	55
12.0 Definition of Interested Person .....	55
12.1 Definition of Financial Interest.....	55
12.2 Duty to Disclose.....	55
12.3 Determination of Conflict of Interest.....	56
12.4 Procedures for Addressing a Conflict of Interest.....	56
12.5 Violations of Conflict of Interest Policy .....	57
12.6 Recordings of Proceedings .....	57
12.7 Compensation .....	57

13. Investments & Disbursement of Funds.....	59
13.0 Receipt .....	59
13.1 Investment & Disbursement .....	59
14. Corporate Records & Reports.....	60
14.0 Records .....	60
14.1 Fiscal Year of the Church .....	60
14.2 Financial Statements & the Annual Meeting.....	60
15. Indemnification.....	61
16. Amendments .....	62
16.0 Procedure of Amendments.....	62
16.1 Record of Amendments .....	62
17. Miscellaneous Provisions .....	63
17.0 Endorsement of Documents & Contracts .....	63
17.1 Representation of Shares of Other Religious Societies .....	63
17.2 Construction & Definitions.....	64
17.3 Instruments in Writing .....	64
17.4 Provision for Auditor .....	64
18. Dissolution.....	65
19. Previously Unalterable Provisions.....	66
Appendix 1 - Statement on Marriage, Sexuality & the Sanctity of Life .....	67
Appendix 2 - Statement on Biblical Counselling .....	70

## Preamble

The following Bylaws are written with the hope that by them, the Religious Society known as *Grace Fellowship Church Chilliwack* (hereafter the Church) may operate in an orderly and God-glorifying fashion, with appropriate Biblical freedom and necessary Biblical restraint. These Bylaws cover principles and processes related to the governance and function of the Church in an effort to be faithful to the commands of Scripture as well as the requirements of the *Societies Act of British Columbia* and all other relevant legislation. The Bylaws are designed to accomplish the following goals:

- 1) To help the Church fulfill its varied purposes, as set forth in Scripture and the Church Constitution, in an orderly and precise manner.
- 2) To provide potential members with a detailed explanation of both principle and practice regarding the Church's internal governance.
- 3) To reduce confusion for and conflict between active members within the Church by means of clear expectations and procedural guidelines.
- 4) To protect against the misappropriation or misuse of authority by any pastor(s) or elder(s) by means of establishing procedures that prevent both elders and pastors from acting upon their own personal weaknesses, impetuous habits and sinful inclinations, as well as protect members from being abused, disciplined or otherwise improperly governed without due process.
- 5) To give our elders protection from being subpoenaed by a civil or provincial court to testify regarding information they receive through pastoral counselling, while at the same time giving them clear guidelines for reporting actual or suspected harm or criminal activity to the relevant authorities.
- 6) To reduce the Church's exposure to legal liability by:
  - i) establishing governing principles in anticipation of future legislation that may infringe on the Church's fundamental freedoms or rights of equality as are currently enjoyed and established in the *Canadian Charter of Rights and Freedoms* (cf. 2.a-d, 15.1).

- ii) requiring potential lawsuits to be resolved through Biblical mediation or arbitration rather than through litigation.

The level of detail and spectrum of discussion in these Bylaws is due to the need to facilitate regular operations as well as hypothetical scenarios. Several of the Bylaws exist with the hope that they will never require consultation, but reality necessitates preparation for unlikely circumstances. A short list of general rules would certainly be easier to compose and far less unwieldy to navigate. Sadly, that would leave the Church without premeditated policy or process in scenarios where decision making is clouded by emotions or appeals to pragmatism, or the proper path of conduct is not self-evident.

Scripture does not give any details to help establish acceptable quorum for congregational meetings, the necessary length of office of Church directors, the right means of the distribution of property upon the dissolution of the Church, etc. These Bylaws are admittedly written by flawed men, in the hope of providing wise and Biblically faithful guidance on these and many other questions. They will hopefully help avoid confusion, resolve conflict, promote consistent, principled and edifying Church practice, provide direction in difficult situations, and reign in fervent emotions or wounded hearts when people seek to overstep the bounds of Biblical prudence and self-control.

In questions of misunderstanding or interpretation, the Bylaws of the Church are rightly understood and pursued in accord with the Christian Scriptures as understood and interpreted by the elders and members of the Church. It is neither the responsibility nor the possibility of any secular or sacred institution or person to attempt to usurp the role of the Holy Spirit in the interpretation and illumination of Scripture or the binding of conscience.

## DEFINITIONS

- (1) In these Bylaws, unless the context otherwise requires:

*"Societies Act"* means the *Societies Act* of British Columbia from time to time in force and all amendments to it;

**"Church"** means the Society for the purposes of the *Societies Act*.

- (2) The definitions in the *Societies Act* on the date these Bylaws become effective apply to these Bylaws, unless modified by these Bylaws.

### **1. Statement of Belief**

**WE BELIEVE** in one God, who being creator of all things, is an infinite, omniscient Spirit, perfect in all His attributes, one in essence, eternally existing in three Persons – the Father, Son, and Holy Spirit – each equally deserving worship and obedience.

**WE BELIEVE** that the Bible is God's written revelation to man consisting of the sixty-six books of the Old and New Testaments. It is verbally inspired in every word, absolutely without error in the original writings, the sufficient revelation of His will for salvation, and the final authority in all matters of truth. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires and trusted in all that it promises.

**WE BELIEVE** in the deity of our Lord Jesus Christ; the eternal Son of God, in His virgin birth, in His sinless life, in His miracles, in His substitutionary and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father and His personal return in power and glory.

**WE BELIEVE** that salvation of man, who is sinful and lost, is instantaneous and accomplished solely by the power of the Holy Spirit through the proclamation of the word of God when the repentant sinner – enabled and regenerated by the Holy Spirit – responds in faith. This salvation is wholly an act of God by grace on the basis of the redeeming work of Jesus Christ, the merit of



His shed blood, and is not dependent on any basis of human faith, decision, works or merit. All those He has redeemed are kept by God's power and are thus secure in Christ forever.

**WE BELIEVE** in the Spirit-filled life. As the supernatural and sovereign agent in regeneration, the Holy Spirit baptizes all believers into the body of Christ at the moment of salvation. The Holy Spirit also indwells, sanctifies, instructs and empowers them for service and seals them unto the day of redemption.

**WE BELIEVE** that all who put their faith in Jesus Christ are immediately placed by the Holy Spirit into one united spiritual body, the Church, of which Christ is the head. The purpose of the Church is to glorify God by building its members up in faith, by instruction of the word, by fellowship, by discipleship, by observing the ordinances of baptism and the Lord's supper and by advancing and communicating the gospel to the entire world.

**WE BELIEVE** that the Lord Jesus Christ shall come again at a time known only to God, demanding a constant expectancy. There will be a bodily resurrection of both the saved and the unsaved; the saved unto the resurrection of eternal life and the unsaved unto the resurrection of eternal damnation.

## 2. Leadership & Independence

### 2.0 Spiritual Leadership

- 2.0.1 The Church acknowledges Jesus Christ alone as its head, the Holy Spirit alone as its teacher, the Holy Scriptures alone as the inerrant and infallible guide in matters of faith, Church order, and discipline. The Church is neither accountable to, nor under the jurisdiction or supervision of, any other ecclesiastical body except by its own consent.
- 2.0.2 The Church is independent and free so far as relates to its internal organization and the regulation of its own affairs and, according to the rights and freedoms offered it by the *Societies Act* and the *Canadian Charter of Rights and Freedoms*, shall have the right to govern itself according to its own Constitution and Bylaws.

### 2.1 Authority

- 2.1.1 The government of the Church, under guidance and revelation of the Triune God, is vested in the body of believers who compose its membership and who are represented by the elders, as specified by its own Constitution and Bylaws.
- 2.1.2 The desire of the membership of the Church, as determined by its elders as well as the provisions of the Constitution and these Bylaws, shall be executed by the elders and/or relevant directors of the Church.

### 2.2 Membership

The Church controls the admission, discipline and removal of its members in accordance with the Christian Scriptures.

### 2.3 Independence

The Church is an independent Church and, though part of the universal Christian Church, is not related by nature or necessity to any governing ecclesial structure, authority, denomination or association.

### 2.4 Interdependence

- 2.4.1 Realizing the necessity and advantage of united effort and combined resources, and if the time arrives where the Church finds itself being in general accord with the gospel-oriented aim and theological spectrum of a denomination, the Church may, by vote of the elders and affirmation by congregation, apply for membership in that denomination.
- 2.4.2 At such a time the Church may actively participate in the denominational activities and administrative bodies, as well as encouraging the pastoral staff and members to be involved in the various activities, councils and projects of the denomination as deemed suitable for the furtherance of the gospel purposes of the Church.

### 3. Membership

#### 3.0 Purpose of the Fellowship

The Christian believers who have applied for membership and have been duly accepted shall constitute the corporate membership of the Church, united for the spiritual purposes set forth in the preamble of these Bylaws.

#### 3.1 Members & Directors

- 3.1.1 The members of the Church are any persons who have been received into its membership according to the Constitution and Bylaws of the Church.
- 3.1.2 The members who are elders are directors of the Church. Elders are elected in accordance with the Constitution and Bylaws of the Church. The Church must have no fewer than 3 and no more than 11 directors.

#### 3.2 Remuneration of Directors & Elders

These Bylaws do not permit the Society to pay to a director or elder remuneration for being a director or elder, but the society may, subject to the Act, pay remuneration to a director or elder for services provided by the director or elder to the Society in another capacity.

#### 3.3 Active Membership

- 3.3.1 Active membership in the Church shall be open to all persons who confess Jesus Christ as their Lord and Saviour, who give evidence of a regenerate life by living in a manner consistent with their profession, who agree with and have no fundamental objections to the faith, aims and ideals of the Church as expressed in the Grace Fellowship Church Chilliwack Membership Covenant (hereafter referred to as “Church Covenant”), Bylaws and Statement of Faith. Each member

must agree to submit to instruction according to the teaching positions of the Church as expressed in the *Statement of Faith* and agree to neither publicly nor privately refute or teach in opposition to these positions. Each member must promise to keep the commitments expressed in the Church Covenant.

- 3.3.2 The elders shall be responsible for determining each person's qualification for membership. In making this determination, they will rely on a person's profession of faith and any other evidence they deem appropriate.

### 3.4 Voting Privileges

- 3.4.1 The elders and members of the Church shall, under Christ, govern the Church. Therefore, it is the privilege and responsibility of members to attend all members' meetings and vote on such other matters as may be submitted to a vote by the elders, or as directed by relevant legislation or these Bylaws.
- 3.4.2 The elders may bring to these meetings issues of information or issues over which they are seeking congregational input which may include for example, assessing levels of interest or affirming a proposed direction or decision. A vote or show of hands may be undertaken to assist the elders in the aforementioned but should not to be interpreted as necessarily or always binding.
- 3.4.3 Voting privileges are extended to all members who are age eighteen (18) or older.

### 3.5 The Right of Challenge

- 3.5.1 It is the privilege and right of all members to receive adequate and necessary information to properly understand all votes, special resolutions, and decisions being proposed or decided by the elders before being expected to affirm these.
- 3.5.2 In the event that there is confusion or misunderstanding regarding the circumstances or reasoning behind a decision involving:

- (a) the acceptance or termination of a member;
- (b) the acceptance or termination of an elder;
- (c) the acceptance or termination of a pastor;
- (d) a situation of Church discipline;
- (e) a doctrinal decision or change of doctrinal consequence; or
- (f) any disbursements from the funds and properties exceeding one thousand five hundred (\$1,500.00) dollars;

and the confusion or misunderstanding cannot be resolved easily at the meeting, any member may exercise their Right of Challenge and issue a challenge unto the purpose of clarifying or otherwise resolving the existing confusion or misunderstanding.

3.5.3 A challenge may be registered at the meeting and will immediately table any standing decision, action or special resolution. It must then be received in writing from the member addressing their concerns and will require a response from the elders, pastors or relevant directors before the further procession of any decision, action or special resolution beyond its state at the time of the challenge.

3.5.4 A challenge may be registered either privately or publicly. Any private challenge may be responded to privately, but public challenges require a public response. All challenges regarding the acceptance of anyone into the Church membership or regarding qualifications of an elder must be made privately. The person issuing the challenge must present to the Elders *necessary* and *adequate* evidence related to the challenge. Evidence is deemed necessary or adequate if it provides a body of objective and demonstrable facts (as opposed to speculations based on personal preference or perspective) from which the veracity of the challenge can be reasonably deduced. This does not mean that the elders are required to release privileged information, nor does this mean that any member may provide an arbitrary list of demands for assorted and miscellaneous information of personal interest.

- 3.5.5 Any challenge against the acceptance of a decision, action or special resolution that is *not* accompanied with necessary and adequate evidence may be either:
- (a) not received at time of the challenge, or
  - (b) have its reception postponed until such time as necessary and adequate evidence is provided by the challenger.
- 3.5.6 The elders must respond to a challenge, but they may respond to a challenge at a time chosen at their discretion and may also, at their discretion, release the information that is deemed *necessary* and *adequate* to substantiate the decision, action or special resolution receiving the challenge.
- 3.5.7 In the unlikely scenario where a member issues multiple challenges that they feel are being ignored or responded to with insufficient information, the elders will meet privately with the member issuing the multiple challenges and attempt to determine the reason for their numerous challenges. At this stage, if it is discovered that the member is issuing numerous challenges in efforts to surreptitiously interfere with a decision-making process or otherwise sabotage an action of the elders, that member may be issued a temporary suspension of their Right of Challenge for no more than six (6) months.

### 3.6 Applications for Membership

- 3.6.1 All requests for membership shall be made to the elders (or a duly appointed committee of the elders). Upon making such a request, the person shall be given the Church Covenant (which includes an application for membership) along with a copy of both the Bylaws and a copy of the *Statement of Faith*. An elder (or a duly appointed representative of the elders) shall meet with the applicant following receipt of the signed and filled out Church Covenant.

- 3.6.2 Each applicant shall assent to the *Statement of Belief*, agree to submit oneself to doctrinal teaching in alignment with the *Statement of Faith*, subscribe to the Bylaws, commit to the Church Covenant and testify to their faith in Christ before an elder (or a duly appointed representative of the elders), per these Bylaws, at a scheduled meeting for prospective members.

### 3.7 Admittance to Membership

- 3.7.1 To be admitted into Church membership, applicants shall be recommended by the elders for admission into membership and shall, upon acceptance into membership of the Church, relinquish their membership in other churches. There are three means of reception into Church membership:
- (a) Any person who has confessed Jesus Christ as their Lord and Saviour who gives evidence of a regenerate life by living in a manner consistent with their profession, who either agrees with, or has no fundamental objections to the faith, aims and ideals of the Church as expressed in the Church Covenant, Bylaws and *Statement of Faith*, may be received into membership upon recommendation of the elders.
  - (b) Members from other churches holding like faith may be received membership upon presentation of letters of transfer from their church, as long as they either agree with, or have no fundamental objections to, the faith, aims and ideals of the Church as expressed in the Church Covenant, Bylaws and *Statement of Faith*. If such credentials are older than six months prior to their presentation, the applicant may be required to furnish additional information.



### 3.8 Denial of Membership

- 3.8.1 If, upon review of an application for membership or after meeting with a prospective member, the elders determine that the applicant does not have a credible confession of Jesus Christ as his or her Lord and Saviour, membership shall be denied. The decision made by the elders shall be final and there shall be no appeal to any court from that decision, though re-application for membership may be re-made at any future time
- 3.8.2 If an application for new membership is challenged by any current member the elders shall do their due diligence to establish the credibility of evidence brought forth as to why said applicant should not be accepted into membership. The member presenting the challenge shall privately present necessary and adequate evidence to the elders establishing a valid challenge against either the legitimacy of the applicant's profession of belief or godly lifestyle. *Unsubstantiated challenges to membership are synonymous with bearing false witness*, which alone has serious implications and impact. One should not challenge the acceptance of another into membership without spending adequate prayer and forethought, having completed one's own due diligence to establish the factuality and reliability of the information upon which the challenge is based.

### 3.9 Responsibilities of Members

In accord with the duties enumerated in the Church Covenant, each member shall be privileged and expected to participate in, and contribute to, the ministry and life of the Church, consistent with God's leading and with the gifts, time, and material resources each has received from God and shall submit to the loving rule of the elders. Only members of this congregation shall be entitled to serve in the ministries of the Church; non-members may serve on an ad-hoc basis with the approval of the elders. Notwithstanding, non-members may serve the Church for purposes of administration and professional consultation.

### 3.10 Withdrawal from Membership

- 3.10.1 Any member in good standing and not currently under disciplinary action may withdraw membership from the Church by delivering a written resignation to an elder.
- 3.10.2 Any member in good standing who has fulfilled their obligations to the Church shall (upon request) be granted a letter of transfer to unite with a church holding like faith. Such a letter of transfer shall be sent to the pastor or the secretary of the church that the member intends to join.

### 3.11 Church Discipline

- 3.11.1 The threefold purpose of Church discipline is to glorify God by maintaining purity in the local Church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20) and to promote the spiritual welfare of the offending believer by calling him or her to return to a Biblical standard of doctrine and conduct (Galatians 6:1).
- 3.11.2 Members of the Church and all other professing Christians who regularly attend or fellowship with the Church who err in doctrine, or who engage in conduct that violates Scripture as determined by the elders, shall be subject to Church discipline, up to and including dismissal according to Matthew 18:15-18, 1 Corinthians 5:5, etc. Church discipline shall be pursued at the discretion of the elders and with due consideration given the protection of public safety and legal demands of the state, according to the following guidelines:
  - (a) it shall be the duty of any member of this Church who has objective knowledge of the erring individual's visibly external (as opposed to internal; i.e. "sins of the heart") sinful conduct, to warn and correct such

erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then

- (b) the warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the erring individual's visibly external (as opposed to internal) sinful conduct has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval, but the warnings should be done expediently as to maintain the momentum and gravity of the situation. If the erring individual still refuses to heed this warning, then
- (c) it shall be brought to the attention of the elders (or a duly appointed committee of the elders). If the elders (or a duly appointed committee of the elders) determines – after thorough investigation in accord with the procedures prescribed by pertinent Scripture – that there is sufficient corroborating evidence that the erring individual has sinned or is continuing to sin in a visibly external fashion (as opposed to internal sins of the heart), that he or she has been appropriately confronted, and that he or she has refused to repent, then the elders shall inform the erring party, in writing, that they will face the next stage of Church discipline. This means that the erring party shall be warned (in writing) of a pending congregational announcement, with clear articulation of the sin(s) for which Church discipline is being pursued, along with a path of repentance and restoration, one (1) week before it occurs in the scheduled worship service in order that the Church may call the erring individual to repentance. If the erring individual demonstrates repentance in response to the written warning that they receive regarding their impending public Church discipline, then notice to that effect *may* be given at a regularly

scheduled worship service, at the discretion of the elders. If, however, the erring individual does not repent in response to the written warning that they receive regarding their impending public Church discipline, then

- (d) the sin of the erring individual shall be made known to the Church, with clear articulation of the sin(s) for which Church discipline is being pursued, along with a path of repentance and restoration, at a regularly scheduled worship service. The Church will be urged to humbly and continually pray for and encourage, through loving and tender admonition, the repentance of the erring individual. If the erring individual demonstrates repentance in response to their public Church discipline, and requests reinstatement before the elders (or a duly appointed committee of the elders) then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership at a regularly scheduled worship service. If, however, the erring individual does not repent in response to their public Church discipline, then
- (e) he or she shall be publicly dismissed from the fellowship and membership of the Church and the congregation thereof at a regularly scheduled worship service. Upon dismissal, he or she will not be allowed to attend Church services or functions (Matt. 18:17). It is at this time that the congregation will be urged to continue to humbly and continually pray for and encourage, through loving and tender admonition, the repentance (and possible salvation) of the erring individual. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the elders (or a duly appointed committee of the elders), then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.

3.11.3 Notwithstanding the foregoing, the elders in the exercise of their discretion may proceed directly to the third stage of Church discipline, (i.e. the written warning regarding their impending public Church discipline) or to the fourth stage of Church discipline, (i.e. the dismissal from the fellowship and/or membership of the Church as stated in 3.11.2e) when one or more of the following have occurred:

- (a) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the whole Church (1 Corinthians 5:1-5); or
- (b) Where the disciplined party has surreptitiously taught or otherwise disseminated doctrine in direct opposition to the *Statement of Faith*, or otherwise deemed false or erroneous by the elders, then chosen to overtly disregard or vocally disregard the direction and reproof of the elders (Romans 16:17); or
- (c) Where the disciplined party has been warned twice to cease from factious and divisive conduct (understood as actively laboring to cultivate dissension within the Church, taking positive steps to rally personal followers out of the congregation of the Church, or vocally undermining or opposing the doctrine and teaching of the Church as laid out in the *Statement of Faith*) and has chosen to disregard that warning (Titus 3:10-11); or
- (d) Where the disciplined party has been found guilty of seeking to infiltrate the congregation of the Church for the purpose of pursuing criminal activity or perpetrating harm or any threat to the safety and well-being of any person(s) associated with the Church (2 Timothy 3:1-9)

3.11.4 The members of the Church, and all other professing Christians who regularly attend or fellowship with the Church, agree that there shall be no appeal to any

external court or religious authority because of the dismissal or because of public statements to the congregation at the third or fourth stages of Church discipline.

3.11.5 Members who are under discipline by the Church, as defined in the previous paragraphs, forfeit and waive the right to resign from the Church until such time as the discipline is resolved by restoration.

3.11.6 Separate and apart from the process of Church discipline, but subject to the discretion and approval of the elders (or a duly appointed committee of the elders), a member, non-member regular attendee, or other individual may be notified that he or she is not to be present upon Church premises or any other designated place of meeting for such a period of time as deemed necessary where it is discovered that they have attended the Church for the purpose of gathering information unto the end of making malicious, erroneous, or harassing allegations that are intentionally damaging to the mission, integrity, and morale of the Church, the elders or any members or regular attendees of the Church and their families. This is for the safety and well-being of others on Church premises. Such required absence may, but need not, be concurrent with Church discipline of that person. In the case that the person is a member, such allegations may result in disciplinary action, including but not limited to termination of employment, revocation of Church membership and criminal charges.

3.11.7 Separate and apart from the process of Church discipline, but subject to the discretion and approval of the elders (or a duly appointed committee of the elders), a member, non-member regular attendee, or other individual may be notified that he or she is not to be present upon Church premises or any other designated place of meeting for such a period of time as is deemed necessary for the safety and well-being of others on Church premises. Such required absence may, but need not, be concurrent with Church discipline of that person. In the case that the person is a member, such allegations may result in disciplinary action,

including but not limited to termination of employment, revocation of Church membership and criminal charges.

- 3.11.8 Separate and apart from the process of Church discipline, but subject to the discretion and approval of the elders (or a duly appointed committee of the elders), the names of any members who have not attended a worship service, Sunday school class session or fellowship group meeting at the Church for a period of six months or longer may be removed from the membership roll. If said members seek to return to the Church, they will have to re-apply for membership. In the presence of extenuating circumstances, this re-application may be waived at the discretion of the elders (or a duly appointed committee of the elders).
- 3.11.9 Separate and apart from the process of Church discipline, but subject to the discretion and approval of the elders (or a duly appointed committee of the elders), the discovery of indictable criminal activity committed by a member, non-member regular attendee, or other individual will require the knowledgeable party to inform and involve both the elders and the appropriate authorities (Romans 13:1-7). If the member, non-member regular attendee, or other individual is unaware of the criminal nature of their activity, they will be advised to report themselves to the appropriate authorities and the elders of the Church will have the duty of following up on said reporting.

## 4. Elders

### 4.0 Powers

- 4.0.1 Subject to the will of the congregation as expressed in their annual affirmation, limitations of the Constitution and Bylaws and of pertinent restrictions of relating to the Church in accordance with the *Societies Act*, all the activities and affairs of the Church shall be exercised by or under the direction of the elders, who are responsible for shepherding and having oversight of the Church.
- 4.0.2 Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the elders shall have the following powers in addition to the other powers enumerated by these Bylaws:
- (a) To nominate or remove all the directors, agents, pastors, staff, and employees of the Church; prescribe such duties for them as are consistent with the Scriptures, with the law, with the Constitution and Bylaws; and fix the terms of their offices and their compensation.
  - (b) To make such disbursements from the funds and properties of the Church as are required to fulfill the purposes of the Church as are more fully set out in the Constitution and Bylaws, and generally to conduct, manage, and control the activities and affairs of the Church; making such rules and regulations as are necessary and befitting the Scriptures, relevant provincial and federal law and the Constitution and Bylaws, as they may deem best.
  - (c) To adopt, make and use a corporate seal, and to alter the form of such seal from time to time as they may deem best.



- (d) To establish policies and practices for the Church consistent with the purposes of the Church as are necessary and befitting the Scriptures, relevant provincial and federal law and the Constitution and Bylaws of the Church.
- (e) To assist the pastor(s) in the administration of the ordinances of baptism and communion.
- (f) To borrow money and incur indebtedness for the purposes of the Church and to cause to be executed and delivered, in the Church's name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidences of debt and securities.
- (g) To carry on business and apply any such profit that results from the business activity in which it may legally engage, as is befitting the Scriptures, relevant provincial and federal law and the Constitution and Bylaws of the Church.

4.0.3 Committees of the elders may be appointed by resolution passed by a two-thirds (2/3) majority of the elders. Committees shall be composed of two or more members of elders and shall have such powers of the elders as may be expressly delegated to it by resolution of the elders, except with respect to:

- (a) The approval of any action for which the *Canada Corporations Act* (or any other relevant legislation) also requires member's approval.
- (b) The filling of vacancies of elders or on any committee.
- (c) The amendment or repeal of Bylaws or the adoption of new Bylaws and changes to the Constitution.
- (d) The amendment or repeal of any resolution of the elders.
- (e) The appointment of other committees of the elders or the members thereof.

4.0.4 The elders shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless the elders or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provision of the Bylaws applicable to meetings and actions of the elders.

4.0.5 Minutes shall be kept of each meeting by each committee.

#### 4.1 Number of Elders

In accordance with the provisions available in the Constitution and Bylaws, the authorized number of elders of the Church shall not be less than three (3) until changed by an amendment to the Constitution and Bylaws. In the case where elders have not yet been elected in this Church, the congregation shall facilitate the election of elders. In the case where only one elder has been elected, that elder shall function as “the elders” according to these Bylaws and shall facilitate the establishment of a plurality of elders.

#### 4.2 Nomination, Selection & Tenure

4.2.1 Recommendations for any persons unto eldership may be submitted by members for consideration by the elders at any time. A nominating committee, consisting of not less than two elders, shall be appointed by the elders, who will also designate a chairman of the committee. This committee shall review all nominations and determine each nominee’s qualifications. A proposed slate of nominees prepared by the nominating committee shall then be submitted to the elders, along with any relevant comments. The elders shall review the slate of nominees and then unanimously approve the list of nominees. The elders shall publicly post the final candidates approved by the elders in alphabetical order at least three (3) weeks

prior to the annual general meeting of the Church. At this meeting, the slate of candidates shall be presented to the members to affirm the decision of the elders. If the slate of candidates is affirmed by a two-thirds (2/3) majority of the eligible votes cast by members present, the newly elected elders shall assume office immediately.

- 4.2.2 All elders shall serve a term of indefinite length and must be annually affirmed at the annual general meeting. Any information relevant to the disqualification of an elder must be delivered privately, with sufficient detail and/or documentation to merit consideration and provide opportunity for confirmation, to the elders prior to the nominating meeting in order to provide sufficient time for consideration and deliberation before the annual general meeting.

#### 4.3 Qualifications

- 4.3.1 Each elder must be an active member of the Church, affirm the *Statement of Faith* and possess the qualifications described in 1 Timothy 3:1-7, Titus 1:6-9, 1 Peter 5:1-2-4 and Hebrews 13:7. He shall be:

- (a) Blameless (above reproach) as a steward of God (1 Timothy 3:2; Titus 1:6-7)
- (b) Husband of one wife (1 Timothy 3:2; Titus 1:6)
- (c) Temperate (sober, vigilant) (1 Timothy 3:2)
- (d) Sober-minded (prudent, sensible) (1 Timothy 3:2; Titus 1:8)
- (e) Of good behavior (orderly, respectable) (1 Timothy 3:2)
- (f) Given to hospitality (1 Timothy 3:2; Titus 1:8)
- (g) Able to teach (he can exhort believers and refute false teaching) (1 Timothy 3:2; Titus 1:9)
- (h) Not given to wine (if he drinks, he drinks with self-control and within appropriate boundaries of restraint) (Timothy 3:3; Titus 1:7)
- (i) Not pugnacious (not violent) (1 Timothy 3:3, Titus 1:7)

- (j) Peaceable (patient, moderate, forbearing) (1 Timothy 3:3)
- (k) Uncontentious (not a brawler, not quick-tempered) (1 Timothy 3:3; Titus 1:7)
- (l) Not covetous (not a lover of money; not greedy of base gain) (1 Timothy 3:3; Titus 1:7; 1 Peter 5:2)
- (m) Rules well his own house (his children are faithful, not accused of rebellion to God) (1 Timothy 3:4; Titus 1:7)
- (n) Not a new convert (1 Timothy 3:6)
- (o) Has a good report or reputation with outsiders (1 Timothy 3:7)
- (p) Not self-willed (Titus 1:7)
- (q) A lover of good men and good things (Titus 1:8)
- (r) Just, fair (Titus 1:8)
- (s) Holy, devout (Titus 1:8)
- (t) Self-controlled (Titus 1:8)
- (u) Fulfilling the role of elder eagerly and willingly, with a personal desire to fulfill the duties specific to the office of elder (1 Timothy 3:1; 1 Peter 5:2).
- (v) Not domineering (lording his position over people) but rather serving as an example of Christian maturity (1 Peter 5:3; Hebrews 13:7).

#### 4.4 Duties

- 4.4.1 The duties of the elders shall include, but not be limited to, leading the Church to fulfill the purposes of the Church. These duties will be varied and spread throughout the elders as gifting, ability and availability allow, with the understanding that certain duties requiring specific technical skills may comprise a considerable part of the job description of certain vocational elders. These duties are summarized as serving as managers and caretakers of the Church (1 Timothy 3:5, 1 Peter 5:2) and involve a number of specific duties. As spiritual overseers of the flock, elders are to determine Church policy (Acts 15:22), oversee and govern the Church (Acts 20:28, Romans 12:8; 1 Thessalonians 5:12; 1 Timothy 3:4-5)

including the adjudication of grievances/disagreements within the Church (Acts 15:1-21; 1 Corinthians 6:1-8), appoint elders for gospel ministry (1 Timothy 4:14; cf 5:22), appoint deacons/lay people to roles of service (Acts 6:3-4), administer regular operations, teach, and preach (1 Timothy 3:2, 5:17), exhort believers in Biblical doctrine, guard against and refute doctrinal error and those who promote it (Acts 20:29-31; Romans 16:17; Titus 1:9-11, 3:10), visit and pray for the sick (James 5:14) and act as shepherds, setting an example for all (Hebrews 13:7; 1 Peter 5:1-3). Those responsibilities put elders at the core of the New Testament church's work.

4.4.2 The elders, as a group, shall supervise all employees of the Church; the vocational elders, as individuals, shall supervise those employees reporting to them hierarchically within the Church staff. The elders may delegate to Church employees any and all duties and responsibilities that the elders deem reasonable, subject to the rights, if any, of the person under contract of employment.

4.4.3 The elders shall be responsible for:

- (a) the acceptance or termination of a person's membership;
- (b) the acceptance or termination of a person's eldership;
- (c) the acceptance or termination of a pastor's employment;
- (d) a situation of Church discipline;
- (e) a doctrinal decision or doctrinal change of consequence; or
- (f) any disbursements from the funds and properties exceeding fifteen hundred (\$1,500.00) dollars;

The elders will maintain autonomy in voting matters unrelated to the above.

4.4.4 The elders shall make the final determination in regards to any ecclesiastical questions. The elders shall be the express and final arbiter of ecclesiastical polity, religious doctrine, and questions of Church property, and shall make the final

decision with respect to any other matter that shall arise concerning the Church, its internal workings, and its governance in every respect, consistent with these Bylaws. In deciding such matters, the elders shall use the standards of:

- (a) the best spiritual, financial, and operating interests of the Church in light of the Christian Scriptures, the dictates of prudent and relevant wisdom, and the tenets of faith of the Church; and
- (b) the furtherance of the religious purposes of the Church as discerned by the elders according to their understanding of the teaching of the Christian Scriptures in conjunction with the guidance of the Holy Spirit.

4.4.5 With regards to spiritual care and counselling, all communications between any elder and a member seeking counsel will be held in strict confidence, unless the member (or a parent in the case of a minor) gives authorization to release any information. The exceptions to this would be:

- (a) If a person expresses intent to harm himself/herself or someone else.
- (b) If there is evidence or reasonable suspicion of abuse against a minor child, elder person, dependent adult, or spouse.
- (c) If a subpoena or other court order is received directing the disclosure of information.
- (d) If/when an elder receives counsel to do so from the elders.
- (e) If a person persistently refuses to repent of a particular sin (habitual unrepentant rebellion) and it becomes necessary to seek the assistance of others in the Church to encourage repentance, restoration, and reconciliation, or even enter into the process of Church discipline.

#### 4.5 Vacancies of the Elders

4.5.1 Subject to the provision of the Constitution and Bylaws, any elder may resign effective upon giving written notice to the elders, unless the notice specifies a

later time for the effectiveness of such resignation. If the resignation is to take effect at some future time, a successor may be selected before that time. A vacancy or vacancies shall be deemed to exist in case of the death, resignation, or removal of any elder, or if a need exists and the specified limit is not exceeded. No reduction of the authorized number of elders shall have the effect of removing any elder prior to the expiration of the elder's term of office.

- 4.5.2 Any elder may request from the elders a temporary leave of absence.

#### 4.6 Removal of Elders

- 4.6.1 Any elder may be removed from office at any regular or special meeting of the elders if he is found to be physically or mentally incapacitated or spiritually unqualified (according to pertinent Scripture, including 1 Timothy 3:1-7, Titus 1:5-9 and 1 Peter 5:2-4), after thorough corroborating investigation by the elders (or a duly appointed committee of the elders), in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19.

- 4.6.2 When an elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke and the sin of the elder shall be articulated, with clarity and necessary detail, to the congregation as is befitting the final stage of Church discipline. The rebuke and explanation of removal shall be made before the Church at a regularly-scheduled worship service as prescribed in 1 Timothy 5:20.

#### 4.7 Criminal Accusations & Charges

- 4.7.1 All instances of unrighteous conduct that constitute an indictable offense under the *Criminal Code of Canada* must be reported to the appropriate governing

authorities; it is not the business of the Church to conceal illegal actions under the guise of “forgiveness” or “being loving”.

- 4.7.2 When a pastor or vocational elder, in executing the duties of his office in the regular functions of that office or in official activities requested or endorsed by the Church or its directors, is unrighteously charged with any offence under the *Criminal Code of Canada* (and is not found guilty of sin) the pastor or vocational elder shall continue to receive remuneration for the duration of the criminal investigation and trial process.
- 4.7.3 When a pastor or elder, in executing the duties of his office in the regular functions of that office or in official activities requested or endorsed by the Church or its directors, is unrighteously charged with an any offense under the *Criminal Code of Canada* (and is not found guilty of sin) and as a result incurs fines or fees related to said charges, the Church will assist in paying such fines or fees as is deemed appropriate by the elders.
- 4.7.4 When a pastor or vocational elder, in executing the duties of his office in the regular functions of that office or in official activities requested or endorsed by the Church or its directors, is unrighteously charged with an indictable offense under the *Criminal Code of Canada* (and is not found guilty of sin) and as a result is incarcerated, the pastor or vocational elder shall continue to remain an employee of the Church and receive remuneration for the duration of his incarceration, unless otherwise agreed upon by special resolution enacted unanimously by the elders and affirmed by a three-fourths (3/4) majority of the eligible votes cast by members present at a meeting duly called for the purpose of considering said decision.
- 4.7.5 When a pastor or elder, in executing the duties of his office in the regular functions of that office or in official activities requested or endorsed by the



Church or its directors, is (justly and righteously) charged with any offence under the *Criminal Code of Canada*, the relevant Bylaws apply without exception.

- 4.7.6 When a pastor or elder, in executing the duties of his office in the regular functions of that office or in official activities requested or endorsed by the Church or its directors, is unrighteously charged with an indictable offense under the *Criminal Code of Canada* (and is not found guilty of sin), found innocent of said charges, and then is revealed to be guilty of those charges at any future time (unlike the United States, there is no statute of limitations for indictable offenses in Canada, according to Section 11 of *The Constitution Act*), the relevant Bylaws apply without exception.

#### 4.8 Rights of Inspection

Every elder shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Church, and also of its subsidiary organizations, if any, for a purpose reasonably related to such person's interest as an elder.

#### 4.9 Decisions of the Elders

- 4.9.1 Decisions shall be reached after prayerful consideration by unanimous vote in a spirit of humility, with each elder regarding one another before himself. Any time the elders are unable to come to a decision via unanimous vote, any member may propose a motion to table the discussion until the following meeting, or until a future meeting as agreed upon by a two-thirds (2/3) majority of the elders. It is expected that the disagreeing parties may utilize the intermittent time to discuss their disagreements privately and arrive at a personal understanding outside of the time restraints of a elders meeting.
- 4.9.2 In the case of an excessively polarized and passionate disagreement that splits the elders, any member may propose a motion to table the discussion and formulate a

committee to investigate the issue at hand and uncover the source of the passionate disagreement. That committee shall present their findings to the elders at a future meeting occurring at a time agreed upon by a majority of the elders. At the time of presentation, both parties may attempt to re-enter dialogue in hopes that the clarity offered by the committee may allow a greater understanding of the issues causing consternation and result in a unanimous vote on the issue of disagreement.

#### 4.10 Fees & Compensation

Elders may or may not receive any stated or fixed salary for their services. Salaries, remuneration and/or any other form of compensation for any given elder will rest solely at the discretion of the elders; however, any person receiving compensation directly or indirectly from the Church shall not be in a position to determine the nature or amount of said compensation. Those elders not receiving a fixed salary shall be referred to as lay elders. Any compensation/remuneration paid to directors or elders and to highly paid (\$75,000 plus) employees/contractors must be set out in the financial statements. Majority of the directors/elders must not be employed by or be under contract with the Church.

## 5. Pastors

### 5.0 Election of Teaching Pastor

- 5.0.1 The Teaching Pastor, shall be selected by the elders and confirmed by the members of the Church at its annual general meeting or at a special business meeting, and such confirmation shall be a three-fourths (3/4) majority of the eligible votes cast by members present at a duly called congregational business meeting.
- 5.0.2 In the case of hiring a new pastor, the Church must be given adequate opportunity to assess the preaching/teaching gifts of any potential Teaching Pastor and, before being asked to express its judgment, must receive assurance from the elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Church Covenant, *Statement of Belief* and *Statement of Faith*.
- 5.0.3 Notice of the nomination of a man to be elected to membership and called as Teaching Pastor (which shall include, if necessary, election to membership of his wife if he is married) shall be given from the pulpit for two (2) successive Sundays following the nomination, prior to the vote to extend an offer of employment at a members' business meeting. In addition thereto, notice of nomination shall be published in the regular Church bulletin for two (2) successive Sundays prior to such meeting.
- 5.0.4 In the calling of any man by the Church to fill a Teaching Pastor position, the same basic process of calling an elder must be followed, as per these Bylaws, but with a three-fourths (3/4) majority vote required instead of two-thirds (2/3). The Church's call of a Teaching Pastor is a call to the eldership of the Church,

therefore the Teaching Pastor shall be a member of the elders and possess the relevant Biblical qualifications of an elder.

#### 5.1 Duties of Teaching Pastor

The Teaching Pastor, (or Pastor-Teacher) shall be an elder. He will also be an ex officio member of all councils and committees, though participation in every specific council and committee is neither required nor encouraged, and he shall be responsible to the elders. The specific duties of the Teaching Pastor will be articulated in the current job description of the Teaching Pastor, which will be on file at the Church Office. In the absence of the Pastor-Teacher, the elders (or a duly appointed Associate Pastor or committee of the elders), shall be responsible to arrange for the public and regular services of the Church.

#### 5.2 Election of Associate Pastors

- 5.2.1 The Church may call Associate Pastors to serve the Church in various administrative and shepherding roles. Any Associate Pastors shall be selected by the elders and affirmed by the members of the Church at its annual meeting or at a special business meeting, and such affirmation shall be a three-fourths (3/4) majority of the eligible votes cast by members present at a duly called congregational business meeting.
- 5.2.2 Any Associate Pastor shall fulfill the qualities of an elder, with certain exceptions in skill-set proficiencies and/or spiritual maturity allowed with regard to youth (when applicable). Any Associate Pastor shall perform the duties required by their position, which may include those duties of an elder, but may also be of specific personal or technical natures (depending on roles and duties).
- 5.2.3 In the calling of any man to the position of Associate Pastor, the same basic process of calling a Teaching Pastor must be followed. Though an Associate Pastor shall possess the relevant Biblical qualifications of an elder, their call to

Associate pastoral ministry is usually, but not always, synonymous with a call to the eldership of the Church. (I.e. an Associate Pastor may wish to defer the responsibilities of eldership for their period of probation.) The Church must be given adequate opportunity to assess the relevant and required gifts of any potential Associate Pastor and, before being asked to express its judgment, must receive assurance from the elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Church Covenant, *Statement of Belief* and *Statement of Faith*.

- 5.2.4 Notice of the nomination of a man to be elected to membership and called as an Associate Pastor (which shall include, if necessary, election to membership of his wife if he is married) shall be given from the pulpit for two (2) successive Sundays following the nomination, prior to the vote to extend an offer of employment at a members' meeting. In addition thereto, notice of nomination shall be published in the regular Church bulletin for two (2) successive Sundays prior to such meeting.

### 5.3 Duties of Associate Pastors

- 5.3.1 Associate Pastors shall assist the Teaching Pastor and the elders in the performance of the Church-wide pastoral duties and shall perform any other duties as usually pertain to the office of pastor, or as set forth in their specific job description, or which may be specifically assigned to him by the elders. The specific duties of all pastors shall be articulated in the current job description of the pastor in question, which will be on file at the Church Office.
- 5.3.2 In the absence or incapacity of the Teaching Pastor for clearly defined periods of time (such as sabbatical or illness), the Associate Pastor(s) and the elders shall distribute and assume the responsibility for his duties.

#### 5.4 Terms of Office

- 5.4.1 Any pastoral staff shall remain in office an indefinite period of time subject to the following reservations: Upon discovering and establishing a clear and objective lack of qualification for the office of elder, or if agreed upon by the pastor and a unanimous vote of the elders, the elders reserve the right to dismiss a pastor upon giving him one month's written notice of its intention to dismiss. Any pastor must give one month's notice if he intends to resign. The time limit of a pastor's resignation or dismissal is subject to a lesser time if both the pastor and the Church by mutual agreement provide otherwise.
- 5.4.2 As in the event of hiring, this decision to dismiss a pastor must be made by the elders and confirmed by the members of the Church at its annual meeting or at a special business meeting, and such confirmation shall be a three-fourths (3/4) majority of all votes cast.

#### 5.5 Probation of Office

- 5.5.1 Upon the acceptance of an offer of employment, all pastoral staff shall be in a process of probation for a period of three (3) months. During this period, any pastor will be functioning as part of the elders, though not functioning on the elders as a voting member. Voting privileges will be extended to any pastor after the three (3) month probationary period.
- 5.5.2 During the three (3) month period of probation, any pastor may be given duties restricted from their full and typical job description for the purpose of spending extra time cultivating relationships with the people of the Church, and sorting out paperwork and projects associated with relocation to a new city and/or acclimatization to a new ministry.
- 5.5.3 In the case that it becomes clear during the three (3) month probationary period that any pastoral staff is in doubt as to his wholehearted assent to the Church

Covenant, *Statement of Belief* and *Statement of Faith*, it may be deemed necessary for the elders to investigate and/or establish the source(s) behind, and validity of, any doubts. There are generally three (3) realistic outcomes of such an investigation:

- (a) If, during the three (3) month probationary period, it becomes evident that the pastor has been reasonably confused as to the nature of the content of the Church Covenant, *Statement of Belief* and *Statement of Faith*, the elders may take steps, in agreement with the pastor in question, to clarify that confusion. This may involve extended discussion and/or special reading or study assignments, for either the pastor or the elders depending on the source of the confusion. Any special reading or study will be considered part of the fulfillment of a pastor or elder's regular duties. If the three (3) month period expires before discussions, reading and research have been completed but there is still an inability to arrive at a consensus with regards to the *Statement of Faith*, the elders may either extend the period of probation or dismiss and retract the offer of employment.
- (b) If, during the three (3) month probationary period, it becomes evident that the pastor has irreconcilable differences with, or has willfully misrepresented himself as to the nature of his doubts regarding the content of the Church Covenant, *Statement of Belief* and *Statement of Faith*, the elders may call a special meeting of the elders to attempt to reconcile the disagreements and plan a course of action. The plan of action may involve any reasonable response agreed upon by a unanimous vote of the elders and may involve the retraction of an offer of employment.

If a retraction is given due to willful misrepresentation, the pastor shall be dismissed and continue to receive full remuneration for a period of one (1)

month. This period may be extended, but not reduced, if agreed upon by a unanimous vote of the elders.

If a retraction is given due to irreconcilable differences, the pastor shall be dismissed and continue to receive full remuneration for a period of no less than three (3) months. This period may be extended, but not reduced, if agreed upon by unanimous vote of the elders.

- (c) If, during the three (3) month probationary period, it becomes evident that the elders have misrepresented the Church as to the nature of the content of the Church Covenant, *Statement of Belief* and *Statement of Faith*, the elders may call a special meeting to attempt to reconcile the disagreements and plan a course of action. The plan of action may involve any reasonable response agreed upon by a three-fourths (3/4) majority of elders and, in the case of irreconcilable differences or willful misrepresentation of the beliefs of the Church by the elders, intentional or not, may involve the retraction of an offer of employment. If a retraction is given, the pastor shall continue to receive full remuneration for the remainder of their employment contract; the remaining period of one (1) year.

5.5.4 During the three (3) month period of probation, if it becomes objectively evident that any pastor is unfit for the office of elder, or otherwise lacks the required moral characteristics, the elders may call a special meeting to attempt to evaluate the issue and plan a course of action. The plan of action may involve any reasonable response agreed upon by a three-fourths (3/4) majority of elders and, in the case of a clear lack of required moral character, may involve the retraction of an offer of employment and dismissal.

5.5.5 If any clear lack of required moral character surfaces after the three (3) month probationary period, the issue will be dealt with according to the procedure of



dismissal as per these Bylaws, or if necessary, the procedure of Church discipline as per these Bylaws.

- 5.5.6 During the three (3) month period of probation, any pastor may not have their offer of employment retracted if it is deemed that their preaching/teaching gifts are less than expected during their candidating period or wholly inadequate. During the three (3) month period of probation, any new pastor should be given adequate time to adjust to a new congregation with new preferences, sensitivities and expectations in sermon prep and delivery. If there is pronounced dissatisfaction with the pulpit ministry of a new pastor after their first full term of one (1) year, the issue should be carefully and sensitively addressed at an annual business meeting, with the termination of any pastor, due to a dissatisfaction with their pulpit ministry, being avoided to the maximum extent that circumstances and grace allow.

## 6. Directors & Employees

### 6.0 Directors of the Church

The directors of the Church shall be the elders and such other directors as may be required by the Church. The Church must have no fewer than three (3) and no more than eleven (11) directors. Directors must be elected or appointed to the following board positions, and a director, other than the president, may hold more than one position:

- (a) president;
- (b) vice-president;
- (c) secretary;
- (d) treasurer.

### 6.1 The Treasurer

- 6.1.1 The treasurer shall disburse Church funds only upon authority of the Church or elders. He shall keep an accurate accounting of all monies and shall present financial statements to the Church or to the elders as may be required.
- 6.1.2 The treasurer shall be appointed by the elders and will remain in office until such time as he or she resigns, is deceased or is dismissed by the elders.
- 6.1.3 The elders shall appoint two (2) other signing officers who shall serve with the treasurer as a finance committee. Two (2) members of this committee shall sign all cheques. They shall attend to such other financial matters as may be referred to them by the elders.
- 6.1.4 The treasurer shall keep an accurate account of all monies received and disbursed. He shall execute all financial business in the name of the Church. He shall

promptly and fully pay all the current accounts in relation to the Church, and shall disburse, or cause to be disbursed, the funds of the Church as may be ordered by the elders. The books of account shall at all reasonable times be open to inspection by any elder for a purpose reasonably related to such person's interest as an elder. The treasurer shall deposit, or cause to be deposited, all monies and other valuable and legal items in the name and to the credit of the Church with such depositories as may be designated by the elders. He shall render, or cause to be rendered, to the elders, whenever they request it, an account of all the transactions and of the financial condition of the Church and shall have such other powers and perform such other duties as may be prescribed by the elders. He shall prepare quarterly statements for quarterly business meetings of the Church or at such other times as the Church may require.

## 6.2 Ministry & Pastoral Assistants

- 6.2.1 The elders may hire additional staff to assist with their various ministry duties, designated as *ministry assistants*. These shall not be pastors, though they should be members of the Church who are in good standing. The hiring of ministry assistants should be affirmed by a unanimous vote of the elders. The elders shall define the responsibilities of the ministry assistant(s). They shall serve the elders for a term of up to one year, though that term may be extended with the approval of the elders.
- 6.2.2 The Teaching Pastor may hire additional staff (with the approval of the elders) to assist with his pastoral ministry, designated as pastoral assistants. These shall not be pastors, though they should be members of the Church who are in good standing. The hiring of pastoral assistants should be affirmed by a unanimous vote of the elders. The Teaching Pastor shall assign the responsibilities of the Pastor's assistant(s). They shall serve the Teaching Pastor for a term of up to one year, though that term may be extended with the approval of the elders.

### 6.3 Election of Non-Elder Directors

The directors of the Church who are not elders shall be elected or annually affirmed at a duly called members' general meeting by a two-thirds (2/3) majority of the eligible votes cast by members present. The newly elected directors shall assume office immediately. The directors shall serve at the pleasure of the elders. Each director who is not an elder, shall hold his office until he shall resign, be removed, or become otherwise disqualified to serve, or until his successor shall be elected.

### 6.4 Removal of Directors

Any director may be removed upon disqualification and removal as an elder. Any director may resign at any time without prejudice to the rights, if any, of the Church under any contract to which the director is a party, by giving written notice to the elders. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### 6.5 Vacancies of the Directors

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in the Bylaws for regular election or appointment to such office.

### 6.6 Absences in the Directors

In the case of absence or inability to act of any director of the Church and of any person herein authorized to act in his place, the elders may from time to time delegate the powers or duties of such director to any other director or other person whom the elders may select.

## 7. Deacons & Deaconesses

### 7.0 Election of Deacons & Deaconesses

- 7.0.1 The deacons shall consist of members possessing the qualifications described in 1 Timothy 3:8-13 and shall be elected and annually affirmed by a two-thirds (2/3) majority of the eligible votes cast by members present at a duly called congregational business meeting. The elders will compile and confirm the nominations and submit the names to the members for affirmation at the annual meeting. The deacons shall serve for a term of one (1) year, though that term may be renewed annually with a two-thirds (2/3) majority vote of reaffirmation.
- 7.0.2 The deaconesses shall consist of members possessing the qualifications described in 1 Timothy 3:8-13 and Titus 2:3-5 and shall be elected annually by a two-thirds (2/3) majority of the eligible votes cast by members present at a duly called congregational business meeting. The elders will compile and confirm the nominations and submit the names to the members for affirmation at the annual meeting. The deaconesses shall serve for a term of one (1) year, though that term may be renewed annually with a two-thirds (2/3) majority vote of reaffirmation.

### 7.1 Duties

The deacons and deaconesses may be called upon to assist the elders in the shepherding of the saints, assist the pastor(s) in regular worship services, aid in the administrative work of the Church in the signing of legal documents on behalf of the Church, assist the elders with the regular administrative and operational duties of the Church (building repairs, renovations, insurance, etc.), aid in the general work of the Church, and perform other duties as requested by the elders.

## 8. Meetings of the Church

### 8.0 General Meetings

8.0.1 In every meeting together, members shall act in that spirit of mutual trust, openness, and loving consideration, which is appropriate within the body of our Lord Jesus Christ. General members' meetings shall be called as needed, separate from a public worship service, held at a time agreed upon by the membership.

8.0.2 An annual general meeting of the Church members shall be held at the principal office of the Church at a regular time each year. Ordinary business at a general meeting is as follows:

- (a) adoption of rules of order;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) if the meeting is an annual general meeting,
  - (i) receive the directors' report on the financial statements of the Church for the previous financial year, and the Notice to Reader, if any, on those statements,
  - (ii) receive any other reports of directors' or other ministry leaders' activities and decisions since the previous annual general meeting,
  - (iii) elect or appoint elders, non-elder directors, deacons and deaconesses, if any, and
- (g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (h) terminate the meeting.

### 8.1 Worship Meetings

Worship services shall be held each Lord's Day and may be held throughout the week as the Church determines. It is assumed and expected that the members will seek to participate, as best as they are able, in regular worship meetings.

### 8.2 Special Meetings

Special meetings of the members may be called at any time by order of the elders, by a quorum of the members of the elders, or at the written request, submitted to the elders, by one-fourth (1/4) of the voting membership.

### 8.3 Notice of Meetings

An elder shall give notice of meetings from the pulpit for two (2) successive Sundays prior to the meeting. In addition thereto, notice shall be published in the regular Church bulletin, as well as posted on the relevant Church website/social media accounts/forums, for two (2) successive weeks prior to such meeting.

Notice of special meetings shall be given from the pulpit at least seven (7) days prior to the meeting and shall also be published in the regular Church bulletin, as well as posted on the relevant Church website/social media accounts/forums, on the Sunday immediately preceding the meeting.

A notice of a meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Notice of a general meeting must include the text of any special resolution to be submitted to the meeting.

### 8.4 Quorum

At all meetings of the members, whether general, special or adjourned, and provided all constitutional provisions for notification have been met, one-fourth

(1/4) of the active membership shall constitute a quorum for the transaction of business.

#### 8.5 Place of Meetings

Notwithstanding anything to the contrary provided in these Bylaws, any meeting (whether general, special, or adjourned) of the Church may be held at any place within or without the Dominion of Canada. The place of any will be specified by the elders.

#### 8.6 In Absentia Voting

8.6.1 In circumstances involving a decision involving:

- (a) the acceptance or termination of an elder;
- (b) the acceptance or termination of a pastor;
- (c) a situation of Church discipline; or
- (d) a doctrinal decision or change of doctrinal consequence

members may vote in absentia. Members who cannot be present at a duly called congregational business meeting may cast their vote by other means, at the discretion of the elders. Such means may include writing or e-mail, SMS message, or similarly functioning digital communication.

8.6.2 All in absentia votes must be submitted to the elders prior to the meeting. All in absentia votes must not be read, opened, or be otherwise seen or divulged to the congregation before the actual vote is taken to avoid inadvertently impacting the result.

8.6.3 Any fraudulent, repeated or otherwise deceptive attempts at manipulating a vote will be taken very seriously. Any efforts at using fraudulent or otherwise manipulated in absentia votes, as well as efforts at misrepresenting or manipulating a voting tally, to machinate a preferred outcome of a vote will



negate the outcome of an existing vote. A new vote will then be rescheduled for a future meeting and, as per the judgment of the elders, any efforts at machinating the outcome of a vote may be justification for Church discipline, up to and including the immediate repeal of membership.

#### 8.7 Miscellaneous

- 8.7.1 A budget shall be approved by the membership at a members' meeting neither more than three months nor less than one month prior to the start of the fiscal year (January 1).
- 8.7.2 The elders shall designate a moderator at all members' meetings of the Church. The elders shall see that the stated meetings of the Church are regularly held and that required reports are submitted to the Church by the responsible members. All votes shall be tallied based on the number of votes cast by members present, unless specific provisions for in absentia voting have been previously made.

## 9. Meetings of the Elders

### 9.0 Regular Meetings

Regular meetings of the elders shall be held without call or notice on a regularly agreed upon day of each month, unless otherwise modified by the elders. Regular meetings shall be open to Church members, except for discussions/special resolutions of a private or sensitive nature, or discussions surrounding the administration of Church discipline.

### 9.1 Special Meetings

Special meetings of the elders may be called at any time by a quorum of the elders.

### 9.2 Notice of Special Meetings

Special meetings of the elders shall be held with no less than forty-eight-hours' notice given personally, by telephone or other similar means of communication. Any such notice shall be addressed or delivered to each elder via any preferred format or personally addressed and sent to such elder's recorded address.

### 9.3 Quorum

Except as otherwise provided herein, a majority of the elders currently serving shall constitute a quorum except when a vacancy or vacancies prevents such majority, whereupon a majority of the elders in office shall constitute a quorum, provided such majority shall constitute either one-third (1/3) of the authorized number of elders or at least two (2) elders, whichever is larger, or unless the authorized number of elders is only one. Whenever the matter to be considered concerns calling or dismissing a pastor, a matter of Church discipline, or buying or selling real estate, a quorum shall consist of not less than two-thirds (2/3) of the elders. Except as the Constitution and these Bylaws may provide, the act or

decision done or made by the elders present at a meeting duly held at which a quorum is present shall be the act of the elders.

#### 9.4 Virtual Participation in Meetings

Elders may participate in a meeting through use of conference telephone, internet voice chat, or similarly functioning communication equipment, so long as all members participating in such meeting can hear one another.

#### 9.5 In Absentia Voting

- 9.5.1 In all circumstances, elders may vote in absentia. Elders who cannot be present at a duly called meeting of the elders may cast their vote either in writing or through e-mail, SMS message, or similarly functioning digital communication.
- 9.5.2 All votes must be submitted to an elder duly appointed by the elders *prior* to the meeting. All in absentia votes must not be read, opened, or be otherwise seen or divulged to the elders before the actual vote is taken to avoid inadvertently impacting the result.
- 9.5.3 Any fraudulent, repeated or otherwise deceptive attempts at manipulating a vote will be taken very seriously. Any efforts at using fraudulent or otherwise manipulated in absentia votes, as well as efforts at misrepresenting or manipulating a voting tally, to machinate a preferred outcome of a vote will negate the outcome of an existing vote. A new vote will then be rescheduled for a future meeting and, as per the judgment of the elders, any efforts at machinating the outcome of a vote may be justification for Church discipline, up to and including the immediate repeal of eldership and membership.

#### 9.6 Adjournment of Meetings

A majority of the elders present, whether or not a quorum is present, may adjourn any elders' meeting to another time and place. Notice of the time and proposed

location of said meeting shall be timeously relayed to any elders who were not present at the adjourned meeting.

#### 9.7 Action Without Meeting

Any action required, or permitted to be taken, by the elders may be taken without a meeting if all members of the elders shall individually or collectively consent in writing to a duly prepared special resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the elders and shall be documented by attaching the signed special resolution with the minutes of proceedings of the elders.

#### 9.8 Minutes & Records

9.8.1 The secretary will record the minutes of all meetings held by the Church and the elders. An official copy of the minutes of all Church and elder meetings will be filed in the Church office, along with the following documents:

- a) Membership list of the Church.
- b) Resolutions adopted by the elders.
- c) The Constitution and all amendments to it currently in effect.
- d) The Bylaws and all amendments to them currently in effect.

9.8.2 Any member shall be entitled to inspect and copy any of the Church records. This shall be done at a reasonable time and location and upon reasonable notice to the secretary of at least three (3) business days. The elders may limit access to any records that contain sensitive or confidential information about a particular person or persons.

## 10. Ordination, Licensing & Commissioning

### 10.0 Ordination

- 10.0.1 Ordination refers to the unanimous recognition by the elders of a man's gifting for the ministry, preparation as a shepherd, and qualification to serve. The Church will consider ordaining duly qualified pastoral, ministerial and executive staff positions as determined by the elders in accordance with the guidelines of Scripture, if it so desires to ordain its own staff.
- 10.0.2 All ordained staff members are expected to assist in baptism, communion, prayer and any other ministerial duties, to the extent of their ability. Furthermore, ordained pastors are expected to be available to officiate weddings and funerals.
- 10.0.3 Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office. The Church reserves the right to revoke ordination in cases such as moral failure or termination of employment. The decision to rescind or extend ordination shall be at the discretion of the elders. In rare cases where an elder is dismissed from the office of pastor and/or elder without moral failure or termination of employment, their ordination will be revoked unless otherwise agreed upon by special resolution enacted unanimously by the elders.

### 10.1 Licensing

A license is issued by the elders and is given in recognition of a man's gifting for a specific ministry. Its aim is to allow a man to perform the ecclesiastical duties and functions of the Church. The Church will consider licensing select individuals on a case-by-case basis for various aspects of ministry and mission. Licenses can be issued for a specific term or indefinite periods at the discretion of the elders. The Church also reserves the right to revoke a license at the discretion of the elders. Licenses will be evaluated on a yearly basis.

## 10.2 Commissioning

When local-Church certification is required for ministry where ordination would be unnecessary or inappropriate, a person is commissioned by the elders to minister. This authorization shall continue for as long as there is opportunity and the person remains qualified for ministry.

## 10.3 Marriages & Weddings

All who are ordained, licensed, commissioned or otherwise authorized by this Church to solemnize marriages may do so, in the exercise of religious freedom, only where the participants are one man and one woman (Gen. 2:21–24; Matt. 19:4–6; Mark 10:6–9). Church facilities may be used for weddings only where both prospective spouses are active Church members in good standing. Church facilities may be used for funerals only when the deceased was an active Church member in good standing. Church facilities are not available to the general public, non-members or inactive members for marriages, weddings, or any other activities or events, unless otherwise agreed upon by the elders.

## 11. Conflict Resolution

### 11.0 Interpersonal Conflict

- 11.0.1 In any dispute arising between Church members, pastors, or staff pertaining to any matter of spiritual teaching or practices, Church finances, or title to property purchased with Church contributions, the dispute shall be resolved by the elders (or a duly appointed committee of the elders, at the sole discretion of the elders). A decision shall be reached after prayerful consideration, in a spirit of humility, with each elder regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3; Romans 12:18).
- 11.0.2 In any dispute arising between Church members, pastors, or staff pertaining to any matter of personal offense or disagreement, shall be resolved in the following manner:
- (a) The offended party or concerned person shall prayerfully examine himself and take responsibility for his contribution to a problem (Matthew 7:3-5). He shall prayerfully seek to discern whether the offense is truly one of a serious nature that cannot be overlooked, as opposed to a matter of personal conviction or preference (Proverbs 19:11; Proverbs 12:16; 15:18; 17:14; 20:3; Ephesians 4:2; Colossians 3:13; 1 Peter 4:8). Part of this discernment process will always involve seeking counsel from multiple wise and godly individuals who are able to give objective advice (Proverbs 11:3, 24:6).
  - (b) If the offense is too serious to overlook, the offended person shall go, repeatedly if necessary and talk to the offender in an effort to resolve the matter personally and privately, having first confessed his own wrongdoing (Romans 12:10, 16-18; Ephesians 4:1-3; James 5:16) and seeking to honestly find the root cause of the offense.

- (c) If the offender will not listen and if the problem is too serious to overlook, the offended or concerned person shall return with one or two other people who will attempt to help the parties resolve their differences (2 Corinthians 13:11; Galatians 6:1-2); these other people may be members or elders of the Church, other respected Christians in the community, or trained counsellors, mediators or arbitrators (conciliators) from a Christian conciliation ministry. At the request of either party to the dispute, the Church shall make every effort to assist the parties in resolving their differences and being reconciled.
- (d) At any time, if the situation changes from a situation of personal offense to one of visibly external (as opposed to internal; i.e. "sins of the heart") sinful conduct, the elders may become involved and initiate Church discipline.

### 11.1 Employment Disputes

Employment disputes shall be resolved according to the procedure set forth in the Personnel Policy Manual of the Church. If no such policy has been adopted, then all disputes shall be resolved in accordance with the conflict resolution provision set forth in these Bylaws.

### 11.2 Legal Action

By joining this Church, all members agree that these methods shall provide the sole remedy for any dispute arising against the Church and its agents. Any appeals to a civil court or agency should always be made with the recognition that the moment a Christian disagreement or offense is brought before a civil court or agency for resolution, there is shame brought on both the Church and the gospel (1 Corinthians 6:1-8).



## 12. Conflict of Interest

### 12.0 Definition of Interested Person

Any elder, director, or employee with powers delegated by the elders, who has a direct or indirect financial interest, as defined below, is an interested person.

### 12.1 Definition of Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (a) an ownership or investment interest in any entity with which the Church has a transaction or arrangement;
- (b) a compensation arrangement with the Church or with any entity or individual with which the Church has a transaction or arrangement; or
- (c) potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Church is negotiating a transaction or arrangement. Compensation includes direct or indirect remuneration, as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest.

### 12.2 Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given opportunity to disclose all material facts at a meeting of the elders where the agenda includes addressing the conflict of interest.

### 12.3 Determination of Conflict of Interest

The elders shall hear all disclosure of evidence, weigh the evidence, decide if a conflict of interest exists, and decide the plan of resolution. This shall occur at a meeting of the elders where the agenda includes addressing the conflict of interest.

### 12.4 Procedures for Addressing a Conflict of Interest

- 12.4.1 At a meeting of the elders where the agenda includes addressing the conflict of interest, an interested person may make a presentation of the financial interest and all material facts at the elders meeting. After the presentation, he or she shall leave the meeting during the discussion of, and the vote upon, the transaction or arrangement involving the possible conflict of interest.
- 12.4.2 The elders may, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. This person or committee may take the necessary and appropriate time (up to, but not exceeding, four [4] weeks) to investigate the proposed transaction or arrangement and present the fruit of their investigation at a future meeting.
- 12.4.3 After exercising due diligence, the elders shall determine whether the Church can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- 12.4.4 If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the elders shall determine by a unanimous vote of the disinterested directors whether the transaction or arrangement is in the Church's best interests, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision whether to enter into the transaction or arrangement.

## 12.5 Violations of Conflict of Interest Policy

- 12.5.1 If the elders have reasonable cause to believe an elder has failed to disclose actual or possible conflicts of interest, they shall inform the elder of the basis for such belief and afford him an opportunity to explain the alleged failure to disclose.
- 12.5.2 If, after hearing the elder's response and after making further investigation as warranted by the circumstances, the elders determine the elder has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## 12.6 Recordings of Proceedings

- 12.6 The minutes of the elders shall contain:
- (a) the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the elders' decision as to whether a conflict of interest in fact existed; and
  - (b) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## 12.7 Compensation

- 12.7.1 A voting member of the elders who receives compensation from the Church for services is precluded from voting on matters pertaining to that member's compensation.
- 12.7.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Church

for services is precluded from voting on matters pertaining to that member's compensation.

- 12.7.3 No voting member of the elders or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Church, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## 13. Investments & Disbursement of Funds

### 13.0 Receipt

The Church shall receive all monies or other properties transferred to it for the purposes for which the Church was formed, as shown by the Constitution and Bylaws. However, nothing contained herein shall require the elders to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Church, as shown by Constitution and these Bylaws.

### 13.1 Investment & Disbursement

- 13.1.1 The Church shall hold, manage, and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this Church.
- 13.1.2. The Church shall deposit all funds in one or more accounts, in the name of the Church, at a chartered bank, trust company or credit union as designated by the elders and treasurer.
- 13.1.3 All cheques, promissory notes, bills of exchange and other negotiable instruments shall be executed in the name of the Church and signed in accordance with the resolutions passed by the elders.
- 13.1.4 The Church shall, to the best of its ability, labour to pay all outstanding debts and accounts both promptly and fully.

## 14. Corporate Records & Reports

### 14.0 Records

The Church shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept by the Church Office, in the Province of British Columbia.

### 14.1 Fiscal Year of the Church

The fiscal year of the Church shall begin on the first day of January and end on the last day of December in each year.

### 14.2 Financial Statements & the Annual Meeting

The financial statements, after being verified and approved by the elders, will be made available to the membership of the Church, for the purpose of review, two (2) weeks prior to the annual general meeting.

## 15. Indemnification

Subject to the provisions of the *Societies Act* and all other current and relevant legislation, every director, employee, or pastor (collectively, “Indemnified Parties”) of the Church who has properly undertaken or is about to undertake any liability on behalf of the Church or any society controlled by it, shall at all times, be indemnified and held harmless out of the funds of the Church, from and against:

- (a) All claims, demands, actions, suits, damages, liabilities, losses, settlements, judgments, costs and expenses (including but not limited to reasonable attorney’s fees and costs) whatsoever, which any Indemnified Parties actually and reasonably sustains or incurs in or about any action, suit, or proceeding which is brought, commenced, or prosecuted against him, or in respect of any act, deed, matter or thing whatsoever, made, done, or permitted by him, in or about the regular execution of the duties of his office or in respect of any such liability provided that:
  - (i) The director, employee, and pastor of the Church acted honestly and in good faith with a view to the best interests of the Church.
  - (ii) In the case of criminal or administrative proceedings, the director, employee, or pastor of the Church had reasonable grounds for believing that their conduct was lawful.

## 16. Amendments

### 16.0 Procedure of Amendments

Subject to the provisions of the *Societies Act*, the Constitution and Bylaws of the Church may be repealed or amended by special resolution enacted by a majority of the members and the elders and affirmed by a two-thirds (2/3) majority of the eligible votes cast by members present at a meeting duly called for the purpose of considering said repeal or amendment to the Constitution and Bylaws, provided that the enactment, repeal or amendment shall not be enforced or acted upon until the approval of the Registrar of Companies for British Columbia has been obtained.

### 16.1 Record of Amendments

Whenever an amendment or new Bylaw is adopted, it shall be copied in the book of minutes with the original Bylaws, in the appropriate place. If any Bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in said book. In addition, any requirements stipulated by the *Societies Act* pertaining to the recording of such amendments will be adhered to by relevant parties. An alteration proposed in a Constitution alteration application or a Bylaw alteration application takes effect when the Constitution alteration application and/or the Bylaw alteration application is filed with the registrar.



## 17. Miscellaneous Provisions

### 17.0 Endorsement of Documents & Contracts

- 17.0.1 The elders, except as in the Bylaws otherwise provided, may authorize any of the directors, employees, and/or pastors of the Church to enter into any contract or execute any instrument in the name of and on behalf of the Church. Such authority may be general or confined to specific instances. Unless so authorized by the elders, no directors, employees, and/or pastors of the Church shall have any power or authority to bind the Church by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount.
- 17.0.2 Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument in writing and any assignment or endorsement thereof executed or entered into between the Church and any other person, when signed jointly by the president or vice-president and the secretary and the treasurer of this Church shall be valid and binding on this Church.

### 17.1 Representation of Shares of Other Religious Societies

Any director(s) authorized by the elders are authorized to vote, represent, and exercise on behalf of the Church all rights incident to any and all shares of any other society or societies standing in the name of the Church. The authority herein granted may be exercised either by any such director in person or by any other person authorized to do so in proxy or power of attorney duly executed by said director.

## 17.2 Construction & Definitions

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the general provisions of the *Societies Act* shall govern the construction of these Bylaws.

## 17.3 Instruments in Writing

All cheques, drafts, demands for money and notes of the Church and all written contracts of the Church shall be signed by such directors, employees, and/or pastors of the Church as the elders may from time to time by resolution designate.

## 17.4 Notice to Reader

At the discretion of the elders and the treasurer, an accounting firm shall be selected by the elders or deacons to prepare a Notice to Reader based on the Church's financial statements for presentation to the members at an annual general meeting.

## 18. Dissolution

Upon the dissolution of the Church and after submission of the affidavit of solvency to the provincial registrar, as decided upon by a special resolution passed by two-thirds (2/3) majority of the eligible votes cast by members present at a duly called congregational business meeting, as per section 106 of the *Societies Act*, and after payment of all debt and liabilities, its remaining property and assets shall be distributed or disposed of by the appointed liquidator with any excess funds being given to qualified donees, as decided upon by a special resolution passed by two-thirds (2/3) majority of the eligible votes cast by members present at a duly called congregational business meeting.

## 19. Previously Unalterable Provisions

The Society shall be carried on without purpose of gain for its members and any profits or other accretions to the Society shall be used in promoting its purposes.

## Appendix 1 - Statement on Marriage, Sexuality & the Sanctity of Life

The Church's Statement on Marriage, Sexuality and the Sanctity of Life is based upon God's will for human life as conveyed to us through the inscripturated word of God. That word is both the foundation of the Church and its sole authoritative and infallible guide to matters of belief and practice ("the grass withers, the flower fades, but the word of our God will stand forever" Isaiah 40:8).

It is the demonstrably clear and historically uncontested Biblical position that marriage involves the union of one man and one woman in permanent, sacred fidelity. Though various cultures and customs have differing understandings of the nature of marriage, God alone, as Creator of both Mankind and the institution of marriage, has the ultimate authority to prescribe and define the nature of the marital relationship (Genesis 2:24; Matthew 19:1-9; Mark 10:1-12).

Furthermore, sexual intimacy is only properly exercised and pursued within the confines of this marital relationship. Sexual immorality, defined as sexual activity outside of the boundaries of the sacred marital relationship between one man and one woman, is clearly and expressly prohibited by the Lord (Matthew 15:19; 1 Corinthians 6:9-11; 1 Thessalonians 4:3; Hebrews 13:4).

All human life is sacred and worthy of protection from the moment of conception until death as determined by God (Job 1:21; 10:8-12; 30:23; 31:13-15; Psalm 127; 128; 139:13-16; Jeremiah 1:4-5; Galatians 1:15-16).

The Church regards any and all forms of sexual immorality, including adultery, fornication, homosexual conduct, bisexual conduct, bestiality, incest, pedophilia (or *any* paraphilia), or even sexual lust in the direction of any of the aforementioned behaviours, as sinful and ultimately harmful to both oneself and others. Moreover, the Bible also regards as sinful the intent to rebel against or alter, either cosmetically or otherwise, one's divinely-given biological sex and/or gender (Deuteronomy 22:5; 1 Corinthians 11:2-16). Since the body is a creation of God, and God

created Mankind with the clear gender binary of "male" and "female" (Genesis 1:27, 5:2; Matthew 19:4), sexual identity is synonymous with biological gender. Cultural gender norms are to be observed as subordinate to Biblical standards. Disagreement with one's biological sex and/or gender only leads to spiritual confusion and emotional chaos (Genesis 1:27; Romans 1:26-32; 1 Corinthians 6:9-11).

God hates divorce. The Church holds the conviction that the only permissible grounds for divorce are sexual sin or desertion by an unbeliever. Remarriage is permitted for the faithful partner when the divorce was on Biblical grounds (Malachi 2:14-16; Matthew 5:31-32; 19:3-9; Romans 7:1-3; 1 Corinthians 7:12-15, 39).

Though sinful sexual expression is egregious (as is all sin), God promises and provides redemption and restoration to all who confess and forsake their sin, seeking mercy and forgiveness through Jesus Christ (John 3:16-18, 6:25-47; 1 Corinthians 6:9-11; Ephesians 2:1-10; Titus 3:3-7).

Furthermore, there is a difference between temptation and willfully embraced sin. Jesus was tempted in all ways as we are, yet he never sinned. Any persons involved with the Church and discovering themselves wrestling with all manner of sexual temptation will find a Church ready to point them to Jesus and join with them to fight for their obedience to Christ. Jesus called the weary and heavy-laden to Himself (Matthew 11:28-30). As a Church desiring to follow Christ fully, the Church will be a safe place for men and women fighting sexual temptations of all kinds. For those fighting temptation and repenting of sin, the Church will provide love, care and direction (Romans 15:1-7; 1 Corinthians 10:13; 2 Corinthians 13:11-12; Hebrews 2:17-18, Hebrews 4:14-16).

In order to preserve the function and integrity of the Church as the local body of Christ, and to provide a Biblical example to the Church members and the community, it is imperative that all persons employed by the Church in any capacity or united to the Church in membership should abide by and submit to the Biblical teaching on marriage, sexuality and the sanctity of life and conduct themselves accordingly.

This Statement specifically gives the elders the right and authority to prohibit acts or omissions, including but not limited to:

- (a) permitting any Church assets or property, whether real property, personal property, intangible property, or any property or asset of any kind that is subject to the direction or control of the Church, to be used in any manner that would be inconsistent with this Statement on Marriage, Sexuality & the Sanctity of Life (as determined by the elders); and
- (b) permitting any Church facilities to be used by any person, organization, corporation, society, or group that would or might use such facilities to convey, intentionally or by implication, what might be perceived as a partial or total repudiation of the definition of marriage contained in the Scriptures and expounded in this Statement.

## Appendix 2 - Statement on Biblical Counselling

All Christians struggle with sin and the effect it has on their lives and relationships (see Romans 3:23, 7:7-25; Galatians 5:19-23). Whenever a Christian is unable to overcome sinful attitudes or behaviors through private efforts, God commands that he should seek assistance from other members, and especially from the elders, who have the responsibility of providing pastoral counselling and oversight (see Romans 15:14; Galatians 6:1-2; Colossians 3:16; 2 Timothy 3:16-4:2; Hebrews 10:24-25, 13:17). Therefore, the Church encourages and enjoins its members to make confession to and seek counsel from each other, especially from the elders, pastors and counsellors made available to them at the Church.

The inscripturated word of God provides His insight, guidance and instruction for all aspects of Christian faith and life. Furthermore, that inscripturated word of God, as illuminated and empowered by the Spirit of God, is the means that God has ordained for doing the otherwise impossible task of convicting of sin, compelling otherwise rebellious hearts toward repentance and ultimately producing authentic love of God and neighbour. Therefore, counselling shall be based on the divine revelation of reality as provided in Scripture.

That being said, the elders, pastors and counsellors of the Church are far from infallible and any person's understanding of Scripture is not synonymous with Scripture itself. Even with a properly Biblical hermeneutic, one can misinterpret the Bible both specifically and systemically. The elders, pastors and counsellors of the Church should never operate under the façade that they're giving medical advice, nor should there be any assumption that elders, pastors or counsellors are a suitable replacement for qualified medical professionals.

Some Church members who serve as recognized pastoral or lay counsellors on behalf of the Church may also work in relevant medical or professional fields outside the Church. In this situation it is understood that as counsellors of the Church, they provide Biblical counselling and not medical advice. In the context of providing Biblical counsel, they will never be providing



professional advice or services from retention in their professional practice or from their professional expertise, training, licensing, experience or capacity.