

# 纳奈莫华人宣道会会章 (Bylaws)

## 前言

教会的管理文件包括《加拿大宣道会地方教会宪章》(Local Church Constitution)、《加拿大宣道会手册》(Manual of The Christian and Missionary Alliance in Canada)、及本《会章》(Bylaws)。

## 定义和解释

除非上下文另有所指，否则本会章中以下各词乃指：

- 年会：** 指本会章所规定每年召开的会友普通大会。
- 长议会：** 指由教会长老组成的议会。
- 会章：** 指教会之章程 (Bylaws)。
- 宪章：** 指《加拿大宣道会总会手册》(Manual of The Christian and Missionary Alliance in Canada) 中的《地方教会宪章》(Local Church Constitution)。
- 教会：** 指加拿大宣道会属下的纳奈莫华人宣道会。
- 普通决议：** 指需要合格投票会友的简单多数票，在会友大会、或长议会上通过的决议。
- 特别会友大会：** 指年会以外的会友大会，可能处理特殊或紧急事务。
- 特别决议：** 指需要超过三分之二 (2/3) 合格投票会友的投票，在会友大会或在长议会上通过的决议。所有更改教会基本架构、会章、及重大问题的决策，均需特别决议来通过。

## 第一部分：异象，使命，核心价值

1.1 长议会应确保教会有目前的异象、使命和价值宣言，并有合宜的表述。

## 第二部分：会友资格

2.1 若没有其他被认可的架构，长议会将负责一切有关会友资格的事宜。

2.2 会友资格需符合宪章和本会章的规定。

2.3 会友分为三类：

### 2.3.1 活跃会友

活跃会友应有良好信誉，经正式确认，且符合宪章和本会章对会友的要求，并按会友公约之要求，经常参加教会活动，积极支持教会事工，年满十九 (19)

岁以上。

活跃会友有资格：

- a) 投票；
- b) 领导教会事工；
- c) 参与长老选举，除非另有限制。

### 2.3.2 准会友

准会友包括非居住本地的前活跃会友，及被长议会认为已经缺席教会正常活动三个月以上、但希望保留会友资格的人。

准会友不得在会友大会上投票，也不得在教会担任职任。

长议会可酌情处理，将准会友恢复至活跃会友。

### 2.3.3 信誉不良会友：

除了正在接受纪律处分会友，所有会友都是信誉良好会友。<sup>1</sup>

信誉不良会友不可参与投票，也不可担任教会职任。

长议会可按个别情况议定，将信誉不良会友转为活跃会友。

2.4 要成为教会之活跃会友者，必须参与教会相关的申请程序和说明会。此外，申请者必须：

- a) 理解并签署附有承诺要求的会友公约；
- b) 年满十九（19）周岁；
- c) 连续在教会参加主日崇拜聚会三个月以上；以及
- d) 被长议会正式确认后，方可成为会友。

2.5 会友可因以下情况终止其教会会籍：

- a) 通过邮寄、电子邮件或亲自送达的方式，向长议会书记递交书面退会信；
- b) 亡故；
- c) 转会至另一间教会；
- d) 连续十二（12）个月成为信誉不良会友；
- e) 由于任何纪律处分而被开除；
- f) 经长议会通过一项特别决议而终止会籍，因不符合会友资格，或已经成为其他教会会友；在此特别决议进行表决之前，当事人应有向长议会申辩的机会。

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<sup>1</sup> 如《加拿大宣道会对地方教会会友的纪律和挽回政策》和《关于正式工人的纪律、挽回和上诉政策》所概述。

## 第三部分：管理

3.1 会友年会必须在长议会设定的日期召开，必须在财政年度结束后六个月之内。

3.1.1 年会议程和书面报告应于年会前的一个星期天或之前公布。

3.1.2 经汇编、审查或核证的年度财务报表必须在年会上提交。

3.1.3 长议会必须向会友们推荐一名独立的注册会记师（CPA），为教会来年的财务报表作汇编、审查或核证。

3.1.4 会友们必须委任一名独立的注册会记师（CPA），为教会来年的财务报表作汇编、审查或核证。

3.2 可在下列情况下召开特别会友大会，以处理特别或紧急事务：

a) 由长议会召集；

b) 当有 50% 以上的活跃会友要求的时候，长议会必须召集。会友的要求必须含有书面的目的声明。

3.3 会友大会通知必须通过口头、书面或电子媒介（电子邮件、教会网站、教会周报、社交媒体）等方式，在会友大会召开前至少二十一（21）天，但不早于六十（60）天通知会友。此通知必须说明会议的目的。

3.4 正式召开的会友大会，法定人数是百份之二十五（25%）的活跃会友。

3.4.1 大会若因法定人数不足而终止，可于大会终止一（1）天后至十（10）天内重新召开；届时出席大会之活跃会友即构成法定人数。

3.4.2 在法定人数不足的情况下，除了选举大会主席、休会或终止大会之外，其他事项不得在会友大会上进行。

3.4.3 在会友大会期间的任何时候，若出现法定人数不足，则必须暂停会议，直至达到法定人数，或休会、或终止大会。

3.5 每个活跃会友都拥有一票表决权，但不允许委托投票。

3.5.1 主席仅可行使其作为会友的一票，不得进行第二次投票以改变投票结果。

3.6 在特殊情况下，若长议会认为有必要，可准许并提供电子投票的方法和程序，用于年会或特别会友大会。

3.7 除非本会章另有规定，当前版本的《罗伯特议事规则》（Robert's Rules of Order）是会友大会程序的最确定参照资料。

## 第四部分：长议会

4.1 长议会成员由主任牧师，并至少三（3）名及最多六（6）名当选长老组成。长老人数必须每年由长议会设定。

4.1.1 除主任牧师外，若长老人数少于三（3）人，则长议会必须任命一位活跃会友

来任职，至下届年会为止。

4.1.2 除非另有限制，活跃会友都有资格在长议会任职。

4.1.3 长议会成员必须每年签署一份声明，表明自己并非《加拿大所得税法》所定义的不合格者。

4.1.4 长议会成员若与任何议程有潜在的利益冲突，必须在每次会议开始时作出声明。

4.2 长老任期为两（2）年；然而，偶尔可以接纳一（1）年的任期。

4.2.1 长老最多可连任三（3）期，之后在一年内无资格参选。

4.3 长老任期始于其当选的年会结束之时。

4.4 长议会必须至少每三个月召开一次会议。会议可在长议会认为合适的地方举行，与会者可使用电子方式参与。

4.5 长议会会议的法定人数为任期内成员的多数。

4.6 在长议会会议上提出的动议无需附议，会议主席可以提出动议或提议表决。

4.6.1 主席仅可行使其作为会友的一票，不得进行第二次投票改变投票结果。

4.7 长议会可以不用开会而通过一个决议，只要多数的长议会成员用书面或电子方式赞同此项决议，并记录在会议记录里。

4.8 长议会必须从其成员中选出担任教会职员：副主席、书记和司库。书记和司库的职位可由同一人担任，在这种情况下，必须确认该职位为书记/司库。

4.8.1 应主任牧师要求，长议会可提名一位主席人选供主任牧师参考。

4.8.2 主任牧师若不是长议会主席，其教会职员的职位仍然不变。

4.9 在长议会批准下，任何两（2）名职员都可以代表教会签署文件。

4.10 长议会可以将其任何权力（但不是全部），授予任何他们认为合适的、由一名或多名长议会成员所组成的委员会。

4.10.1 此委员会在行使所授予的权力时，必须遵从长议会所定的规则，并且必须尽早向长议会会议报告，行使这些权力所做的每项举措。

4.11 长议会必须制定教会政策，并拥有最终解释权。

4.12 长议会必须确定对特别决议的要求，除非更高级别的法规或本会章另有规定。

4.13 长议会必须每年评估主任牧师的事工和薪酬。

4.14 每位长议会成员、教会职员，或其他已经或即将代表教会承担债务者，及其继承人、执行人、管理人、遗产和相关效应，必须不时地、且始终，都可以从教会的资金中，或适用的保险中，针对以下方面获得赔偿和救助：

a) 长议会成员、教会职员或其他人，在执行其职务或履行其职责，或履行任何此类责任时而进行的有关的行为、契约、事件，或因执行获准的事项，而遭人提出诉讼或被起诉，其间发生的任何法律行动、诉讼、或法律程序，而导致的一切费用、收费，开支等。

b) 与之相关的所有其他成本、费用或开支，但因故意疏忽或过失而引起的成本、费用或开支除外。

4.15 长议会成员可以通过长议会特别决议被罢免，如果成员：

- a) 无充分理由连续缺席会议三（3）次；
- b) 不符合《所得税法》要求；
- c) 未能履行宪章规定的职责；
- d) 成为一个信誉不良会友。

4.15.1 若根据第 4.15 条罢免长议会成员，则可通过长议会的普通决议任命一名活跃成员担任长老，直至下届年会为止。

4.16 应长议会邀请，非长议会成员可出席某次长议会会议或其中一部分。

4.17 当前版本的《罗伯特议事规则》（Robert's Rules of Order）是长议会会议程序的权威参照，除非本会章另有规定。

## 第五部分：财务

5.1. 司库和长议会任命的人员是教会银行账户的签署人。

5.1.1 司库必须是所有教会相关账户的签署人之一。

5.2. 未经区会执行委员会批准，教会不得产生债务，教会信用卡债务和每项不超过\$30,000的资本租赁除外。

5.3. 经区会执行委员会批准后，长议会可以：

- a) 以教会的信用进行借贷而获得贷款或垫款、透支或其他方式的借贷；
- b) 以他们认为合适的数量、项目、价格，发行、出售或抵押教会的证券，包括债券，债权证和债权证股票。

5.4. 任何超过年度预算 10% 的非计划型资本支出，必须在正式召开的会友大会上通过特别决议被批准。

5.5. 可遵照长议会的决定买、卖、改良或抵押不动产，但须经会友的特别决议案批准、及区会执行委员会批准。

5.6. 教会的财政年度是从 1 月 1 日至 12 月 31 日。

5.7. 教会的年度收入若未超过\$250,000，经特殊决议，会友可选择由独立的注册会计师汇编该年度财务报表，必须根据《非营利组织的会计准则》汇编财务报表。本决议继续有效至年度收入超过\$250,000、或经由会友的特别决议将其撤销。

在任何时候，若教会的年度收入超过\$250,000，或会友以上的特别决议被撤销，则必须由独立的注册会计师审查或核证财务报表。审查或核证的财务报表必须按照《非营利组织的会计准则》进行。

5.8. 长议会必须设立一个财务报表审查委员会，来监督财务报告的流程。

5.8.1 委员会成员之间必须保持一定的距离——相互间不得存在任何可能干扰各人独立判断的关系。

5.9. 财务报表审查委员会必须：

- a) 由长议会任命，并向长议会报告；
- b) 由至少两（2）名长议会成员组成（除非不可行），大部分委员会成员应为长议会成员；
- c) 每年至少召开一次会议；
- d) 审查年度财务报表及其相关报告；
- e) 必要时与提供年度报表的独立的注册会记师进行网络会谈；
- f) 在财政年度结束后的第一次年会之前，向长议会报告其审查结果和建议；
- g) 审查长议会指派的其他事项，例如，但不限于：较大的项目和采购，财务政策，及保险的充足性。

## 第六部分：教会事工

6.1 长议会必须确保教会及其事工都具有一个有效的组织架构。

6.2 长议会必须确保制定政策和程序，以确认、任命、及可能罢免教会各事工的领导人。

6.3 每个事工的领导人或委员会的运作，必须遵照事工说明，此说明应涵盖责任和问责制。任命该人员或委员会的团体或个人，都必须负责确保该事工说明已到位。

## 第七部分：选举

### 提名委员会

7.1 提名委员会的组成必须包括主任牧师、至少两（2）名由长议会指派的长议会成员、以及相同数目的活跃会友（非长议会成员），这些非长议会成员必须由年会或其他正式会友大会中选举产生。

7.1.1 提名委员会必须任职至下届年会。

7.1.2 若提名委员会任期内出现空缺，长议会必须任命替代者。

7.2 长议会必须每年通知提名委员会以下事项：

- a) 期望的长老人数和每届任期的长度，以确保领导层的连续性；
- b) 从非长议会成员的合格会友中，将被选入提名委员会的人数；
- c) 会章或长议会设立的任何其他职位和候选人的数目。

7.3 提名委员会必须根据会章或长议会规定，为每个职位所需要的候选人提名，并向会友报告。

7.3.1 如果提名委员会有意考虑提名他们中的一员，则该委员必须在委员会作出提名决定时，退出提名委员会会议。

7.4 提名委员会必须建立其程序，以考虑潜在的被提名人。

7.5 提名委员会必须在所定年会召开之前至少二十一（21）天，通过印刷或电子媒体发布其报告，该报告必须包括每个被提名人的简历。

### 会友提名

7.6 额外的提名可由任何三（3）名活跃会友提出，必须使用允准的提名表，以书面形式向主任牧师提交姓名，在年会召开至少十四（14）天之前公布提名。若主任牧师不在，提名必须向长议会主席或书记提交。

7.6.1 在提名表交给主任牧师之前，被提名人必须同意被提名。

7.7 此类提名必须被列入选票，无需经过提名委员会审查。

## 第八部分：一般事项

8.1 未经长议会批准，不可为外部机构募款。

8.2 会友可查阅教会的记录，但长议会的议事（会议记录）和非会友本人的个人奉献记录除外。

8.3 教会正式的文件必须用电子或实体的形式保存。

## 第九部分：修订案

9.1 会章修订案可由长议会提议，并提交区监督，由区会执行委员会批准。

9.2 修订案必须经区会执行委员会批准，并经活跃会友在正式召开的会议上通过特别决议，方可生效。

### 修订记录：

列出本会章初始组建通过的日期、及随后每次修订的日期。

采纳：2022年11月20日，教会组建大会。

注：本会章的中英文间若有不一致之处，应以英文版为准。

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# Nanaimo Chinese Alliance Church Bylaws

## Preamble

The Local Church Constitution, the Manual of the Christian and Missionary Alliance in Canada, and these bylaws constitute the governing documents of the church.

## Definitions and Interpretation

In these bylaws, unless the context otherwise requires:

- “Annual General Meeting”** means the general meeting of the members held annually as specified in these bylaws.
- “Board”** means the Board of Elders of the church.
- “bylaws”** means the bylaws of the church.
- “Constitution”** means the *Local Church Constitution* contained in the *Manual of The Christian and Missionary Alliance in Canada*.
- “church”** means Nanaimo Chinese Alliance Church of The Christian and Missionary Alliance in Canada.
- “ordinary resolution”** means a resolution that requires a simple majority of the votes cast at a general meeting by the members eligible to vote or at a meeting of the Board.
- “Special Meeting”** is a meeting other than the Annual General Meeting in which special or urgent business may be conducted.



**“special resolution”**

means a resolution that requires a TWO-THIRDS (2/3) majority of the votes cast at a general meeting by the members eligible to vote or at a meeting of the Board. It is required to make fundamental changes to the organization and governance of the church and decisions about major issues.

## Part 1 – Vision, Mission, and Values

- 1.1 The Board shall ensure that a current statement of vision, mission, and values exists for the church and is communicated appropriately.

## Part 2 – Membership

- 2.1 In the absence of any other structure they approve, the Board is responsible for all matters related to membership.
- 2.2 Qualifications for membership are as stipulated in the Constitution and these bylaws.
- 2.3 There are three categories of membership:

- 2.3.1 Active Member

An Active Member is a member in good standing who has been officially confirmed as having met the requirements for membership outlined in the Constitution and these bylaws, and who has attained the age of majority and regularly attends and actively supports the church in ways outlined in the membership covenant.

Active Members are eligible:

- a) to vote,
- b) to give primary leadership to church ministries, and
- c) unless otherwise restricted, to be elected to the Board.

### 2.3.2 Associate Member

An Associate Member is a former Active Member who is non-resident and/or in the opinion of the Board, has failed to remain active in the church, meaning that the member has been absent from the normal activities of the church for a period of three (3) months or more, but desires to retain membership in the church.

Associate Members may not vote at meetings of members, nor hold office in the church.

An Associate Member may be returned to Active Member status at the discretion of the Board.

### 2.3.3 Member not in Good Standing

All members are in good standing except a member who is under discipline.<sup>1</sup>

A Member not in Good Standing may not vote at meetings of the members, nor hold office in the church.

A Member not in Good Standing may be returned to Active Member status at the discretion of the Board.

2.4 To become an Active Member of the church, an individual must participate in the church's application and orientation process. In addition:

- a) applicants for membership are expected to sign a membership covenant that identifies the commitments being made,
- b) to have reached the age of majority (Age 19),
- c) to have regularly attended Sunday worship service for more than three (3) months, and
- d) an applicant for membership becomes a member when officially confirmed by the Board.

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<sup>1</sup> As outlined in the *Discipline and Restoration Policy for Members of Local Churches of The Christian and Missionary Alliance in Canada* and the *Policy on Discipline, Restoration and Appeal for Official Workers*.

- 2.5 A person ceases to be a member of the church:
- a) by delivering their resignation in writing to the secretary of the Board by mail, email, or personal delivery to the address of the Board.
  - b) upon death.
  - c) by transfer to another church.
  - d) upon having not been a member in good standing for 12 consecutive months.
  - e) upon being expelled as a result of any disciplinary process.
  - f) by the Board passing a special resolution which terminates membership upon the person failing to maintain the qualifications for membership or having accepted membership in another church. The person who is the subject of the special resolution for expulsion must be given an opportunity to be heard by the Board before the special resolution is put to a vote.

## **Part 3 – Government**

- 3.1 The Annual General Meeting of the members must be held within six (6) months of the end of the fiscal year on a date set by the Board.
- 3.1.1 The proposed agenda and written reports for the Annual General Meeting must be available on or before the Sunday prior to the Annual General Meeting.
  - 3.1.2 The compiled or reviewed or audited annual financial statements must be presented at the Annual General Meeting of the members.
  - 3.1.3 The Board must recommend an independent Chartered Professional Accountant to the members to compile or review or audit the church's financial statements for the upcoming year.
  - 3.1.4 The members must appoint an independent Chartered Professional Accountant to compile or review or audit the church's financial statements for the upcoming year.

- 3.2 Special meetings of members to consider special or urgent business:
- a) may be called by the Board.
  - b) must be called by the Board when requested by at least 50% of the Active Members in good standing. Such request shall include a brief written statement of purpose.
- 3.3 Notice of meeting must be given to members by verbal and/or print media and/or electronic media (email, church website, Sunday bulletin, social media, etc.) at least twenty-one (21) days and not more than sixty (60) days prior to any meeting of members. Such notice must indicate the purpose of the meeting.
- 3.4 The quorum for a duly called Meeting of the Members is twenty-five (25) percent of the active members.
- 3.4.1 If a meeting is terminated for lack of a quorum, the Active Members present at a meeting called for no earlier than one (1) day or later than ten (10) days following the terminated meeting, constitute a quorum.
  - 3.4.2 Business other than the election of a Chair of the meeting and the adjournment or termination of the meeting must not be conducted at a general meeting at a time when a quorum is not present.
  - 3.4.3 If at any time during a general meeting there ceases to be a quorum present, business in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 3.5 Each Active Member is entitled to one vote and voting by proxy is not allowed.
- 3.5.1 The Chair must not cast a second vote in addition to the vote to which they may be entitled to as a member, and thus change the outcome of a vote.
- 3.6 The Board of Elders may, during exceptional circumstances, approve and provide for electronic voting measures and procedures to conduct an Annual General Meeting or Special Meeting of the church's members, if, in the opinion of the Board, those measures are necessary to conduct the meeting.
- 3.7 The current edition of Robert's Rules of Order is the definitive resource on

procedures at meetings of the members unless another procedure is otherwise provided by these bylaws.

## Part 4 – Board of Elders

- 4.1 The Board must consist of the Lead Pastor, and at least three (3) and up to a maximum of six (6) elected members. The number of elders must be set annually by the Board.
  - 4.1.1 If the number of elders falls below three (3) plus the Lead Pastor, the Board must appoint an eligible Active Member to serve until the next Annual General Meeting.
  - 4.1.2 Unless otherwise restricted, all Active Members are eligible to serve on the Board.
  - 4.1.3 Board members must annually sign a declaration of not being ineligible as defined by the Canada Income Tax Act.
  - 4.1.4 Board members must declare any potential conflict of interest regarding any agenda item at the beginning of each meeting.
- 4.2 The length of term shall be two (2) years; however, an occasional term of one (1) year is acceptable.
  - 4.2.1 A Board member may serve a maximum of three (3) consecutive terms and shall not be eligible for election for a period of one year.
- 4.3 The term of office begins at the conclusion of the Annual General Meeting at which the member is elected.
- 4.4 The Board must meet at least once per quarter. Meetings may be held at places the Board sees fit and attendance may include electronic means.
- 4.5 The quorum for meetings of the Board is a majority of the serving members.
- 4.6 A motion proposed at a Board meeting need not be seconded and the Chair of a meeting may move or propose a resolution.
  - 4.6.1 The Chair must not cast a second vote in addition to the vote to which they may be entitled to as a member, and thus change the outcome of a vote.

- 4.7 The Board may pass a resolution without a meeting if a majority of the Board consents to the resolution in writing or by electronic means and it is recorded in the minutes.
- 4.8 The Board must appoint the officers of the church – the Vice-Chair, Secretary, and Treasurer from among its members. The positions of Secretary and Treasurer may be held by one person, in which case the position must be identified as Secretary/Treasurer.
- 4.8.1 At the request of the Lead Pastor, the Board may nominate a Chair for consideration by the Lead Pastor.
- 4.8.2 If the Lead Pastor is not the Board Chair, the position of being an officer of the church is retained.
- 4.9 Any two officers may sign documents on behalf of the church with the approval of the Board.
- 4.10 The Board may delegate any, but not all, of their powers to committees consisting of one or more Board members as they see fit.
- 4.10.1 A committee so formed in the exercise of powers so delegated must conform to any rules imposed on it by the Board and must report every act done in exercise of those powers to the earliest meeting of the Board after the act has been done.
- 4.11 The Board must set and be the final interpreter of church policies.
- 4.12 Unless stipulated in higher precedence legislation or these bylaws, the Board must determine the requirement for a special resolution.
- 4.13 The Board must annually review the Lead Pastor's ministry and remuneration.
- 4.14 Every member of the Board and officer of the church or other person who has taken or is about to undertake any liability on behalf of the church and their heirs, executors, and administrators, and estate and effects, respectively, must from time to time and at all times, be indemnified and saved harmless, out of the funds of the church or applicable insurance from and against:
- a) all costs, charges, and expenses whatsoever which the Board member, an officer, or other person sustains or incurs in or about any action, suit,

or proceeding which is brought, commenced, or prosecuted against them in respect of any act, deed, matter, or thing whatsoever made, done, or permitted by them in or about the execution of the duties of their office or in respect of any such liability

- b) all other costs, charges, or expenses which are sustained or incur in or about in relation to the affair thereof, except the costs, charges, or expenses occasioned by willful neglect or default

4.15 A Board member may be removed from office by special resolution of the Board if the member:

- a) is absent for **three (3)** consecutive meetings without sufficient reason
- b) becomes ineligible under the Income Tax Act
- c) fails in their responsibilities as stipulated in the Constitution
- d) becomes a Member not in Good Standing

4.15.1 If a Board member is removed from office under, 4.15, an Active Member may be appointed, by ordinary resolution of the Board, to serve as a member until the next Annual General Meeting.

4.16 Persons who are not Board members may be present at a Board meeting or portion thereof at the invitation of the Board.

4.17 The current edition of Robert's Rules of Order is the definitive resource on procedures at meetings of the Board unless another procedure is otherwise provided by these bylaws.

## Part 5 – Finances

5.1 The Treasurer and those appointed by the Board are the signing officers for the church bank accounts.

5.1.1 The Treasurer shall be one of the signing officers of all church-related accounts.

5.2 The church shall not incur debt, with the exception of church credit card debt and capital leases not exceeding \$30,000 per item, without the approval of the

District Executive Committee.

- 5.3 The Board may, upon approval of the District Executive Committee:
- a) borrow money upon the credit of the church by obtaining loans or advances or by way of overdrafts or otherwise
  - b) issue, sell, or pledge securities of the church including bonds, debentures, and debenture stock for such sums on such items and at such prices as they may deem expedient
- 5.4 Any non-budgeted proposed capital expenditure exceeding 10% of the annual budget must be approved by special resolution at a duly called meeting of the members.
- 5.5 Real property may be acquired, disposed of, improved, or encumbered by order of the Board, subject to the approval of the members by special resolution and to approval by the District Executive Committee.
- 5.6 The fiscal year of the church is from January 1<sup>st</sup> to December 31<sup>st</sup>.
- 5.7 In a year that the church's annual revenues do not exceed \$250,000, by special resolution the members may choose to have that year's financial statements compiled by an independent Chartered Professional Accountant. The compiled financial statements must be prepared in accordance with the Accounting Standards for Not-for-Profit Organizations. To remain in effect until such time as annual revenue exceeds \$250,000 or is revoked by a special resolution of the members.
- If at any time the church's annual revenue exceeds \$250,000 or the member's special resolution is revoked, the financial statements must be reviewed or audited by an independent Chartered Professional Accountant. The reviewed or audited financial statements must be prepared in accordance with the Accounting Standards for Not-for-Profit Organizations.
- 5.8 The Board must establish a Financial Statement Review Committee to provide oversight of the financial reporting process.
- 5.8.1 Committee members must be at arms-length from each other – free of any relationship that could interfere with their independent judgment.
- 5.9 The Financial Statement Review Committee must:



- a) be appointed by the Board and report to the Board
- b) consist of a minimum of two (2) Board Members (unless impractical), with the majority of Committee members being Board members
- c) meet at least annually
- d) review the annual financial statements and the findings letter
- e) if necessary, meet in camera with the independent Chartered Professional Accountant who reported on the annual financial statements
- f) report its findings and recommendations to the Board prior to the first Annual General Meeting following the end of the fiscal year
- g) review other matters assigned by the Board such as, but not limited to, larger projects and purchases, financial policies, and adequacy of insurance

## **Part 6 – Church Ministries**

- 6.1 The Board must ensure that there is an effective organizational structure for the church and its ministries.
- 6.2 The Board must ensure that policies and procedures are established for the affirmation, appointment, and potential removal of leaders in all church ministries.
- 6.3 Each ministry leader or committee must function with a ministry description that describes both responsibilities and accountability. The group or individual that appoints the person or committee must be responsible to ensure the ministry description is in place.

## **Part 7 – Elections**

### **Nominating Committee**

- 7.1 The Nominating Committee must consist of the Lead Pastor, a minimum of two (2) Board members appointed by the Board, and an equal number of

Active Members, who are non-Board members, elected at the Annual General Meeting or another duly called Meeting of the Members.

7.1.1 The Nominating Committee must serve until the next Annual General Meeting.

7.1.2 The Board must appoint replacements for any vacancy that should occur in the Nominating Committee membership during the term of office.

7.2 The Board must annually inform the Nominating Committee of:

- a) the number of elders desired and the length of each term, ensuring a continuity of leadership
- b) the number of eligible members who are not Board members to be elected to the Nominating Committee
- c) the positions and number of candidates for any other office that are established by the bylaws or the Board

7.3 The Nominating Committee must place in nomination, and report to the members, the nominees required for each position as specified by the bylaws or the Board.

7.3.1 If the Nominating Committee wishes to consider one of its members for nomination, that person must withdraw from the Nominating Committee meeting while the decision is being made regarding the nomination.

7.4 The Nominating Committee must establish its process for considering potential nominees.

7.5 The Nominating Committee must post its report via print and/or electronic media at least twenty-one (21) days prior to the date set for the Annual General Meeting. Such report must include biographical information of each nominee.

### **Nominations by Members**

7.6 Additional nominations may be made by any three (3) Active Members by submitting the name in writing on an approved nomination form to the Lead Pastor for posting at least fourteen (14) days prior to the Annual General

Meeting. In the absence of a Lead Pastor, nominations must be filed with the Board Chair or Secretary.

7.6.1 The proposed nominee must consent to being nominated before a nomination form is submitted to the Lead Pastor.

7.7 Such nominations must be included on the ballot without being vetted by the Nominating Committee.

## Part 8 – General

8.1 No offering for outside agencies shall be solicited without the approval of the Board.

8.2 Members may inspect the records of the church with the exception of the proceedings (minutes) of the Board and individual donor records other than the member's own.

8.3 Official church records shall be kept in electronic and/or physical forms.

## Part 9 – Amendments

9.1 Bylaw amendments may be proposed by the Board and submitted to the District Superintendent for approval by the District Executive Committee.

9.2 Amendments shall be valid only after being approved by the District Executive Committee and adopted by special resolution of the Active Members present at a duly called meeting for such purpose.

### **Record of Amendments**

List the date of the initial adoption of the bylaws upon organization and every subsequent amendment.

Adopted: November 20th, 2022, Organizational Meeting.