

THE FREE METHODIST CHURCH IN CANADA

TRANSITIONAL BY-LAW

A TRANSITIONAL BY-LAW RELATING TO THE ORGANIZATION AND OPERATIONS OF THE FREE METHODIST CHURCH IN CANADA

**Dated December 3, 1994
Effective January 1st, 1995**

BE IT ENACTED as a By-law of The Free Methodist Church In Canada (hereinafter referred to as the "FMCC") as follows:

1. DEFINITIONS AND INTERPRETATION

- 1.01 In this Transitional By-law, unless the context otherwise requires, the following definitions shall apply:
- (a) "Act" means *An Act To Incorporate The Free Methodist Church In Canada* by the Parliament of Canada, given Royal Assent on July 8th, 1959, and recorded as 7-8 Elizabeth II, Chap. 67;
 - (b) "Annual Conference" means the Annual Conference as described in Chapter V of the Discipline;
 - (c) "Bishop" means the Bishop of the FMCC elected by the General Conference;
 - (d) "Board of Administration" means the Board of Administration of the General Conference of the FMCC as described in Chapter VI of the Discipline;
 - (e) "Constitutional Council" means the Constitutional Council of all general conferences of World Free Methodism as described in the Discipline;
 - (d) "Discipline" means the 1993 Book of Discipline published by the FMCC, containing chapters on historical background, constitution, doctrine, membership, organization, christian life, local church administration, Annual Conference administration, General Conference administration, ministry, church discipline, rituals and appendices of the FMCC;

- (e) "FMCC" means The Free Methodist Church in Canada as incorporated pursuant to the Act;
 - (f) "General Conference" means the General Conference as described in chapter VI of the Discipline;
 - (g) "Society" means a local church of the FMCC as defined in the Discipline;
 - (h) "Strategic Plan" means the Strategic Planning Presentation dated December 2nd, 1994, consisting of the Vision Paper by Bishop Gary R. Walsh and the Proposed Denominational System by the Board of Administration;
 - (i) "Transitional By-law" means the Transitional By-law of the FMCC as contained herein;
 - (j) "World Free Methodism" means all general conferences participating in the World Fellowship of Free Methodism as represented from time to time by the Constitutional Council.
- 1.02 In this Transitional By-law, unless the context otherwise requires, the following interpretations shall apply:
- (a) words importing the singular number include the plural and vice versa;
 - (b) words importing the masculine gender include the feminine and neuter genders unless this by-law otherwise specifically provides; and
 - (c) words importing or referring to a person or persons shall include individual persons, corporations, partnerships, trusts and unincorporated organizations.
- 1.03 Headings used in this Transitional By-law are for convenience of reference only and shall not affect the construction or interpretation thereof.

2. BACKGROUND INFORMATION

- 2.01 The following is a summary of the background information that is relevant to this Transitional By-law:
- (a) The FMCC was incorporated as a body corporate on July 8th, 1959 in accordance with Section 1 of the Act.

- (b) As a federal body corporate, the FMCC is an autonomous legal entity authorized to carry on its religious objects in accordance with the authority granted by the Parliament of Canada as set out in the Act.
- (c) The Act states in section 4 that the spiritual and temporal affairs of the FMCC are to be managed and directed by the General Conference.
- (d) The Act further states that the General Conference was initially to be constituted in accordance with the First Schedule to the Act, which Schedule contains an extract from the agreement of merger between the Holiness Movement Church in Canada and the Free Methodist Church in Canada dated December 3rd, 1958.
- (e) Notwithstanding the said initial organization of the General Conference, the FMCC has the authority pursuant to section 8 and 10 of the Act to make, alter or repeal any by-law, rules or regulations concerning the constitution of and rules or procedures of the General Conference and such other bodies as may be established under the Act.
- (f) The means by which amendments to the by-laws of the FMCC have been amended or repealed since the passage of the Act in 1959 has been through resolutions of the General Conference (by both the North American General Conference in its assumed capacity as the General Conference under the Act, and more recently by a General Conference actually functioning in Canada in accordance with the Act), as evidenced by resolutions of the General Conference to adopt the initial Constitution and By-laws of the FMCC in 1961, and the Discipline in 1990 and again in 1993.
- (g) In recognition of the commitment to accomplish the mission of the FMCC, the General Conference passed a resolution to adopt the Strategic Plan on December 2nd, 1994.
- (h) The purpose of this Transitional By-law is to formally implement the Strategic Plan by effecting a merger of the General Conference and the Annual Conferences and adopting certain other procedural changes in the operations of the FMCC contemplated therein.
- (i) Notwithstanding that the FMCC is an autonomous legal entity that has the full legal authority in Canada to amend or repeal any of its by-laws, rules or regulations without seeking the approval of any other legal entity or organization, in recognition of the commitment of the FMCC to World Free Methodism as set out in the Discipline, the Transitional By-law herein shall be referred to the Constitutional Council for approval.

- (j) In consideration of the numerous complex and sometimes ambiguous provisions contained in the Discipline, it is recognized that to have the Strategic Plan effectively implemented, the Transitional By-law must not only specify the necessary amendments that need to be made to the Discipline, but must also empower the Board of Administration to make such additional procedural changes to the Discipline as it deems necessary to facilitate the execution of the Strategic Plan.
- (k) In further consideration of the complexities inherent in the merger of the General Conference and the Annual Conference, it is recognized that this Transitional By-law is only to be in effect until a comprehensive redrafting of the Discipline has been completed and adopted at the next General Conference.

3. MERGER OF GENERAL AND ANNUAL CONFERENCES

- 3.01 The Annual Conferences of the FMCC, currently consisting of the Canada East Conference, the Canada Great Lakes Conference, the Canada Pacific Conference, and the Canada West Conference, together with the General Conference of the FMCC are hereby merged and shall continue as one conference under the name of the General Conference.
- 3.02 As a result of the merger of the Annual Conferences and the General Conference, the provisions of the Discipline set out below are hereby amended as follows:
 - (a) The provisions of the Discipline dealing with the Annual Conferences set out in paragraph 260.3 and in paragraphs 500 through 580 of Chapter V of the Discipline are hereby repealed, save and except for those paragraphs thereof which are deemed to continue in accordance with the balance of this Transitional By-law.
 - (b) The administration of the newly constituted General Conference shall be done in accordance with Chapter IV of the Discipline (paragraph 600 through 695), save and except as follows:
 - (i) The composition of the General Conference shall be that of the Annual Conference and in this regard;
 - 1. paragraphs 270.1, 270.2, 270.3, 605.1, 605.3, 605.4 and 610.2 of the Discipline are hereby repealed and replaced by paragraphs 500.1, 500.2, 510.1, and 510.2, provided that such paragraphs are deemed to have been amended to delete any reference to any geographic area and that any reference to an "Annual Conference" is deemed to mean "General Conference"; and

2. the Bishop shall be an ex-officio member and shall chair the General Conference;
 3. Paragraphs 605.5 of the Discipline pertaining to the sharing of expenses of elected delegates and ex-officio members is hereby amended to read that the expenses of elected delegates and appointed ministers are to be borne by the Society from which such persons are sent.
- (ii) Members of the Management Committee in their capacity as property trustees of the General Conference as described in paragraph 660 of the Discipline shall assume the responsibility of the trustees of the Annual Conference described in paragraph 570.23 of the Discipline.
 - (iii) The current division of the FMCC into the four geographic areas of Canada East, Canada Great Lakes, Canada Pacific and Canada West as set out in paragraph 590 shall continue for geographic purposes in relation to administering the operations of the General Conference as the Board of Administration may determine necessary from time to time.
 - (v) The commitment to support overseas related conferences described in paragraph 590.2 in regards to the administration of Annual Conferences shall continue as a commitment of the General Conference.
 - (vi) The current membership of the Board of Administration established under paragraph 670 of the Discipline shall continue until the next General Conference, provided that if a vacancy should occur, the Board of Administration shall have the authority to appoint a replacement thereon until the next General Conference.
 - (vii) The current membership of the Bishop's Cabinet as established under paragraph 655 of the Discipline shall continue until the next General Conference, provided that if a vacancy should occur, the Board of Administration shall have the authority to appoint a replacement thereon until the next General Conference.
 - (viii) The current membership of the Executive Committee of the Board of Administration as established under paragraph 675 of the Discipline shall continue until the next General Conference, provided that if a vacancy should occur, the Board of Administration shall have the authority to appoint a replacement thereon until the next General Conference.

- (ix) The current membership of the Nominating Committee of the General Conference as established under paragraph 665 of the Discipline shall continue until the next General Conference, provided that if a vacancy should occur, the Board of Administration shall have the authority to appoint a replacement thereon until the next General Conference.
- (c) Any reference to Annual Conference, District Superintendent or any officer of an Annual Conference in the Act or any schedule thereto, or in the Discipline or any other document affecting the FMCC, including the constitution, by-laws of any other organization or legal entity, shall for purposes thereof now mean the General Conference, the Bishop, or the officers of the General Conference respectively as the context requires.
- (d) In maintaining the right of appeal under paragraph 830.4 and elsewhere in the Discipline, and as guaranteed by paragraph 210.4 thereof, any appeal that would have previously been referred to the Annual Conference shall now be referred to the General Conference and any appeal which would have previously been referred to the General Conference from an Annual Conference shall now be referred to the Board of Administration or to a special committee appointed by the Board of Administration pursuant to paragraph 670.6.6 of the Discipline.
- (e) All of the assets and liabilities of any Annual Conference shall be assumed and become the assets and liabilities of the General Conference.
- (f) Any gifts, trusts, bequests, pledges, devises or grants of real or personal property, or of the income and proceeds thereof, heretofore or hereafter expressed by a person in a deed, will or other document, to be made, given or conveyed to any Annual Conference of the FMCC, or to any person in trust for or for the benefit of the foregoing, insofar as the same shall not have been vested in possession or been carried into effect on the date that this Transitional By-law comes into force, and subject to any applicable laws, shall be received by the General Conference in its capacity as the continuation of the Annual Conferences as a result of the merger provided for herein, and if practicable, shall be applied by the General Conference for the furtherance of the work of the FMCC in the geographic area of the Annual Conference referred to in the said gift, trust, bequest, pledge, devise or grant.

4. AUTHORITY OF THE BOARD OF ADMINISTRATION

- 4.01 In addition to the general authority given to the Board of Administration of the General Conference as set out in paragraph 670.6 of the Discipline, and in accordance with the authority of the General Conference to determine the powers

of the Board of Administration from time to time as set out in paragraph 278.8 of the Discipline, the Board of Administration is hereby authorized to implement the recommendations contained in the Strategic Plan during the time period that this Transitional By-law is in effect, and to the extent that the existing provisions of the Discipline require procedural clarifications or modifications to effectively implement the Strategic Plan, the Board of Administration is hereby authorized to amend such procedural provisions of the Discipline as it deems necessary from time to time by adopting a resolution of the Board of Administration to that effect and thereafter immediately forwarding a copy of such resolutions to all Societies and members of the FMCC, and seven (7) days after the date of such mailing, the said resolution shall be deemed to be in effect and be a part of the Transitional By-law herein, provided that nothing contained in this Transitional By-law shall authorize or permit the Board of Administration on its own to either directly or indirectly make any amendments, additions or deletions to the chapters of the Discipline dealing with the doctrine, covenant, constitution or christian life contained in paragraphs 100 through 380 thereof.

5. EFFECTIVE PERIOD FOR TRANSITIONAL BY-LAW

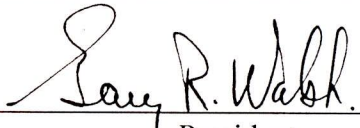
- 5.01 This Transitional By-law shall come into effect on January 1st, 1995 and shall be referred for approval to the Constitutional Council. In the event that the Constitutional Council does not approve the Transitional By-law, then it shall be deemed to have been repealed as of the date of the next General Conference of the FMCC immediately following the date of rejection of the Transitional By-law by the Constitutional Council.
- 5.02 In the event that this Transitional By-law receives the approval of the Constitutional Conference, then it shall remain in effect until the next General Conference adopts a new Discipline to replace the existing Discipline.

6. GENERAL

- 6.01 Except where amended by this Transitional By-law, the Discipline is hereby confirmed to be the General Operating By-law of the FMCC and to be validly in place as a By-law thereof.

IN WITNESS WHEREOF, this Transitional By-law has been approved by a 89 percentage vote of the voting members of the General Conference of the FMCC this 3rd day of December, 1994.

The Free Methodist Church in Canada

Per: 
- President -

Per: 
- Secretary