

BANWELL COMMUNITY CHURCH

CONSTITUTION
Updated July 2011

INDEX
GENERAL OPERATING BY-LAW 1
(SINGLE BOARD BY-LAW)

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GENERAL OPERATING BY-LAW
NUMBER 1

A By-Law relating generally to the transaction of the
affairs of (a Federal Corporation)

BE IT ENACTED as a By-Law of **BANWELL COMMUNITY CHURCH WINDSOR** (hereinafter referred to as the "Church") as follows:

PART I DEFINITIONS. FUNDAMENTAL TERMS AND INTERPRETATIONS

1. **DEFINITIONS**

- 1.01 In this By-Law and all other By-laws and Resolutions of the Church unless the context otherwise requires, the following definitions shall apply:
- (a) "Act" means the *Canada Corporations Act* R.S.C. 1970, c.C.32 as amended from time to time and any statute enacted in substitution thereof, and in the case of such substitution, any references in the By-law of the Corporation to provisions of the Act shall be read as references to the substituted provisions thereof in the new statute or statutes;
 - (b) "Adherent" means an Adherent of the Church as described in section 8.01 herein;
 - (c) "Board" means the Board of Directors of the Church, which shall be deemed to be the Board of Directors of the Corporation pursuant to the Act;
 - (d) "By-law" or "By-laws" means any By-law of the Corporation from time to time in force and effect, including the General Operating By-law;
 - (e) "Cause" is described in section 11.01 (a), (b), (c), and (d).
 - (f) "Church" means the legal entity incorporated as a Corporation without share capital under the Act by Letters Patent dated the **1st day of January, 2002**, and named **BANWELL COMMUNITY CHURCH WINDSOR**, through which its Members and Adherents may fellowship together as a New Testament Church;
 - (g) "Church Constitution" or "Constitution" means the Letters Patent (including the Objects and Statement of Faith), the General Operating By-law, all other By-laws, and all Policy Statements adopted by the Church from time to time;
 - (h) "Committee" means a Committee of the Church as established in accordance with this General Operating By-law;
 - (i) "Committee Member" means a Member of a Committee of the Church

- (j) "Corporation" means the Church as defined herein;
- (k) "Discipline" means actions taken seeking to reconcile individuals to one another through mutual forgiveness for the purpose of restoring offenders to fellowship with God and the Church;
- (l) "Documents" includes deeds, mortgages, hypothecates, charges, conveyances, transfers and assignments of property, real or personal, immovable or moveable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfer and assignments of shares, bonds, debentures or other securities and all paper writing;
- (m) "Board Member" shall be deemed to be a Director pursuant to the Act;
- (n) "Fiscal year" commences January 1st and ends the following December 31st;
- (o) "General Operating By-law" means this By-law, any amendments thereto, and any other By-laws of the Church intended to amend or replace the General Operating By-law herein;
- (p) "Immoral conduct" includes conduct which shows a moral indifference to the opinions of the good and respectable members of the church community.
- (q) "Individual" means both Members and Adherents as defined herein.
- (r) "Letters Patent" mean the Letters Patent incorporating the Church, as from time to time amended or supplemented by Supplementary Letters Patent;
- (s) "Meeting of Members" or "Church Meetings" means any annual or special Meeting of Members;
- (t) "Member" means a Member of the Church;
- (u) "Members" or "Membership" means the collective Membership of the Church;
- (w) "Objects" means the charitable Objects of the Corporation as contained in the Letters Patent;
- (x) "Officer" means an Officer of the Church as described in Section 33.01 of this General Operating By-law;
- (y) "Pastor" means the senior Pastor of the Church as described herein;
- (z) "Person" means an individual person, but does not include corporations, partnerships, trusts, or unincorporated organizations;
- (aa) "Policy Statements" means any Policy Statements adopted pursuant to this General Operating By-law as part of the Church Constitution from time to time concerning practical applications of Biblical principles, teaching, doctrinal considerations and Christian conduct;
- (bb) "Program Year" begins July 1 st and ends the following June 30th;

(cc) "Resolution" means a Resolution passed by either the Board or Members by a simple majority vote of fifty percent (50%) plus one (1) of those who are present unless the Act or this By-law otherwise requires; and

(dd) "Statement of Faith" means the Statement of Faith of the Church set out in the Letters Patent.

2. FUNDAMENTAL TERMS AND INTERPRETATION

2.01 Objects and Statement of Faith - This General Operating By-law and any other By-laws of the Corporation shall be strictly interpreted at all times in accordance with and subject to the Objects and Statement of Faith contained in the Letters Patent of the Corporation, which for purposes of this General Operating By-law are incorporated by reference and made a part hereof. If any of the provisions contained in this General Operating By-law are inconsistent with those contained in the Letters Patent or the Act, the provisions contained in the Letters Patent or the Act, as the case may be, shall prevail.

The objects and purposes of the Corporation are:

1. To preach, teach, promote, disseminate, advance, demonstrate, encourage, and implement the Gospel of Jesus Christ and related truths of the Holy Bible within the local community, throughout Canada and to people everywhere, and thus fulfill the command of our Lord and Saviour that His Gospel be preached in all the world as a witness for all nations.
2. Provided that these objects shall include only those which are, at law, exclusively charitable and without limiting the generality of the foregoing, and to accomplish the aforesaid objects:
 - (a) To uphold and promote the Statement of Faith contained herein;
 - (b) To establish, maintain and conduct a place of worship of Almighty God;
 - (c) To worship God and administer the ordinances of the New Testament;
 - (d) To provide opportunity within which we as members of God's family experience a deeper relationship with Him, and by comprehending His love for us more completely, develop a closer relationship with each other;
 - (e) To bring people into a personal relationship with Jesus Christ as Saviour and Lord through proclamation of the Gospel of Christ;
 - (f) To teach the principles of Christian living for the development of a Christ-like character;
 - (g) To actively support the spreading of the Gospel of Christ throughout the world;
 - (h) To promote Christian morals within our community and every area of society;
 - (i) To express the love of Christ as a caring community to those in need;
 - (j) To ordain ministers and pastors to full time and part time Christian service in accordance with Canadian Baptists of Ontario and Quebec (C.B.O.Q.) procedures;

- (k) To acquire and hold land for the purposes of a place of worship and ancillary purposes;
- (l) To associate and affiliate with any association or organization, incorporated or unincorporated, with charitable objects similar to those herein;
- (m) Upon dissolution, to dispose of any property of the corporation to charitable organizations that are also "qualified donees" as defined under the *Income Tax Act* (Canada), as amended from time to time, to further the objects of the corporation stated herein;
- (n) To carry on "related businesses" within the meaning of the *Income Tax Act* of Canada as amended from time to time in furtherance of the purposes stated herein.

3. For the attainment of the above objects and as incidental and ancillary thereto, to exercise any of the powers as prescribed by the Canada Corporations Act or any other statutes or laws from time to time applicable, except where such power is contrary to the statutes or common law relating to charities and in particular without limiting the generality of the foregoing:

- (a) to solicit, receive, hold, invest and administer funds hereafter given to it exclusively for such charitable purposes as above set forth and, to that end, to take and receive, by bequest, devise, legacies, gift, grant, donation or benefit of trust, and enter into agreements, contracts and undertakings incidental thereto;
- (b) to acquire by purchase, lease, devise, gift, or otherwise, real property, and to hold such real property or interest therein necessary for the actual use and occupation of the Corporation for carrying on of its charitable undertaking, and when no longer necessary, to sell, dispose of and convey the same or any part thereof,
- (c) to acquire by purchase, contract, donation, legacy, gift, grant, bequest or otherwise, any personal property, and to enter into and carry out any agreements, contracts or undertakings incidental thereto, and to sell, dispose of and convey the same or any part thereof, as may be considered advisable;
- (d) to invest and reinvest the funds of the Corporation in such manner as determined by the directors from time to time, including investments in mutual funds, and in making such investments as determined by the directors on the recommendation of the Finance Committee and shall not be limited to investments authorized or criteria established by law for trustees, provided that such investments are reasonable, prudent and sagacious under the circumstances and do not constitute either directly or indirectly a conflict of interest;
- (e) may employ any investment manager or managers to invest money that is required to be invested and to pay the compensation of such investment manager or managers from the capital and/or income of such invested money as is deemed appropriate, provided that the employment of such investment manager or managers is reasonable, prudent and sagacious under the circumstances;
- (f) to receive and maintain a fund or funds for the objects herein and to apply from time to time all or part of the income and/or capital thereof for the objects herein and for the benefits of charities that are registered pursuant to *the Income Tax Act* of Canada that have charitable objects similar to those herein;
- (g) to establish a common trust fund in which donations received by the Corporation, whether or not designated, are combined for the purpose of facilitating investment and to operate such fund in accordance with terms of reference established by the Finance Committee from time to time;

- h) to employ and pay such assistants, clerks and employees, and to establish, equip, furnish, maintain, operate, manage and staff appropriate offices, facilities and programs complementing such purposes, and to incur such reasonable expenses as may be necessary therein;
- (i) To give donations and bursaries for charitable, educational or religious purposes in accordance with the objects herein;
- (j) to accumulate from time to time part of the fund or funds of the Corporation or the income there from subject to any statutes or laws from time to time when applicable;
- (k) To exercise all voting rights in connection with the shares or obligations in any company or Corporation held by the Corporation;
- (l) to take up proportions of any increased capital of a company or corporation in which the Corporation may at any time hold shares or obligations, to purchase any additional shares or obligations in such company or corporation, to join in any plan for the reconstruction or re-organization or for the sale of assets of any company or corporation, or part thereof; to enter into any pooling or other agreement in connection with the shares or obligations of a company or corporation held by the Corporation; and to give consent to the creation of any mortgage, lien or indebtedness of any company or corporation whose shares or obligations are held by the Corporation;
- (m) to require payment of all sums of monies and claims to any real or personal property in which the Corporation may have an interest, and to compromise in any such claims, and generally to pursue payment in its corporate name through whatever means are available at law;
- (n) To draw, make, endorse, execute and issue cheques and other negotiable instruments; and
- (o) To perform any manner of actions as are incidental or conducive to the attaining of the above mentioned objectives.

The Statement of Faith and Church Covenant that Members and Directors of the Corporation are required to subscribe to is as follows:

Statement of Faith

This Church accepts the Scriptures as its authority in matters of faith and practice. Its understanding of Christian truth as contained in the Scriptures is in essential accord with other Baptist churches, but it has no statement of creed apart from the Scriptures, particularly the New Testament.

Church Covenant

We believe we have been led by the Spirit of God to receive the Lord Jesus Christ as our Saviour, and we have publicly professed our faith through Believer's Baptism or personal testimony. In God's presence we do now solemnly and joyfully enter into covenant with one another as one body in Christ.

We promise, with the help of the Holy Spirit, to love each other as Christ commanded His disciples; to remember each other in prayer; to aid each other in sickness and trouble; to be sympathetic and courteous; to be slow to take offence and to be quick to forgive.

We will strive to attend Church services regularly; to promote family worship; to maintain private devotions, and to educate all people who are part of our church family in the doctrine and practice

We will strive to witness to that faith to our family, friends and neighbours: to be just in our dealings; to be truthful in all we say: to be temperate in all things, and to be an example of Christian virtue to others in our conduct.

We promise, under God's guidance, to work to advance the Kingdom of God in this community through our Church: to contribute cheerfully and regularly to its expenses; to support its efforts and, with other like-minded churches, to spread the gospel throughout the world.

2.02 Interpretation - In this General Operating By-law and all other By-laws and Resolutions of the Church, 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 gender unless this Bylaw otherwise specifically provides; and
- (c) Words importing or referring to Person or Persons shall include individual persons only and shall specifically exclude corporations, partnerships, trusts and unincorporated organizations.

2.03 Headings - Headings used in this General Operating By-law are for convenience of reference only and shall not affect the construction or interpretation thereof.

PART II MEMBERSHIP

3. DEFINITION OF MEMBERSHIP

3.01 The first Directors of the Corporation shall be the initial Members of the Corporation. Thereafter, Membership in the Church as a Corporation shall consist only of those Persons who:

- (a) Profess faith in Jesus Christ as their Saviour and Lord;
- (b) Have been baptized as a believer or through personal testimony are willing to make a public profession of their faith in Jesus Christ as their Saviour and Lord;
- (c) Are in general accord with the faith and practices held by this church;
- (d) Have agreed to live in obedience to Scripture and are willing to adhere to the Church Constitution.

4. QUALIFICATION FOR MEMBERSHIP

- 4.01 A Person, no matter what age, shall qualify to be a Member of the Church if upon recommendation of the Pastoral Care & Worship Committee such Person meets all of the following qualifications:
- (a) The duty to minister to one another's spiritual needs as part of the Body of Christ;
 - (b) The Person must have completed the Orientation Classes led by Pastor or designate;
 - (c) The Person has completed the procedure for admission into membership set out in section 5.

5. ADMISSION TO MEMBERSHIP

- 5.01 Application for Membership in the Church may be initiated by either oral or written request to the Pastor or designate;
- 5.02 The Pastor or designate shall give the applicant a complete copy of the Church Constitution with the request that the applicant read said document in full.
- 5.03 Upon receipt of such application, the Pastoral Care and Worship Committee shall appoint two of its members to meet with the applicant to assure the committee that such Person has fulfilled all of the qualifications for Membership in the church and make recommendation to church at next Meeting which can coincide with a worship service. The new member shall be officially welcomed at the next Lord's Supper Service.

6. PRIVILEGES, RIGHTS AND DUTIES OF MEMBERSHIP

- 6.01 Church Membership shall carry the following duties, rights and privileges:
- (a) The duty to minister to one another's spiritual needs as part of the Body of Christ;
 - (b) The duty to participate in Church activities and ministries as the Lord directs and personal circumstances permit and to the extent allowed by the Church Constitution;
 - (c) The duty to financially support the work of the Church as the Lord directs and personal circumstances permit;
 - (d) The duty to respect the procedures of the Church as expressed in the Church Constitution;
 - (e) The privilege to attend all public worship services of the Church subject to section 13.20 herein;
 - (f) The privilege to participate in the ordinances administered by the Church;
 - (g) The right to attend, speak and participate at all Meetings of Members; and
 - (h) The right to a single vote in person at all Meetings of Members.

7 WITHDRAWAL AND REMOVAL

- 7.01 A member may withdraw his or her membership at any time upon request. Such member may be given a letter of recommendation addressed to the church where he/she is relocating.
- 7.02 Every Person withdrawing as a Member, except those who withdraw pursuant to 7.01, must do so by notification to the Pastoral Care and Worship Committee together with an explanation of the reasons for the request for withdrawal.
- 7.03 Upon receipt of such request for withdrawal as a Member, such Person shall be removed from the Membership roll of the Church and shall be deemed to have also resigned from his/her position, if applicable, as a Board, or Committee Member.
- 7.04 In the event that a Member is habitually absent from the Church for a period of 12 consecutive months without a reasonable explanation, the Pastoral Care and Worship Committee, after making reasonable attempts to make personal contact with that member and provided that the Clerk has first sent written notice by regular and registered mail to such Person of its intention to place that Person's Membership on the inactive roll sixty (60) days thereafter, and to report this at the next Church Meeting, in its discretion, may place that Person's Membership in the Church on the inactive roll, with the result that such Member shall not have the right to vote at Meetings of Member;
- 7.05 A Member who is on the inactive roll may request that his or her Membership in the Church be reinstated onto the active roll of Members, in which event the Pastoral Care and Worship Committee in its discretion shall determine whether such request shall be granted and to report this at the next Church Meeting.
- 7.06 In the event that a Member has been on the inactive roll for a period of two (2) years, then that Person's Membership may be terminated on the recommendation and by a Resolution of the Members of the Board of Directors, in which event the Clerk shall thereafter send written notice by regular and registered mail to such inactive Member at his or her last known address to advise such Person termination of their Membership is imminent. The Member's Membership shall be deemed to have ceased on the date of such Members Resolution.

8. ADHERENTS

- 8.01 An Adherent is a Person, who regularly attends public worship services of the Church, professes faith in Jesus Christ, respects the Church Constitution and may be involved in approved Church ministry, but who has not made formal application for Membership in the Church.

9 MEMBERSHIP RECORD

- 9.01 A current record of Members, both active and inactive, of the Church shall be kept by the Clerk and reported at the Annual Meeting.

10. RESOLUTION OF DISPUTES AMONG MEMBERS AND ADHERENTS

- 10.01 Disputes among Members and Adherents should, as much as possible, be resolved in accordance with principles set out in Matthew 18:15-20, Luke 17:3, Galatians 6:1, and 1 Corinthians 5:1-5.

11. CIRCUMSTANCES GIVING CAUSE FOR CHURCH DISCIPLINE

11.01 A Member in a position of responsibility shall be deemed to be under the Discipline of the Church if the Board determines by Resolution that any of the following circumstances have occurred:

- (a) A Member has evidenced immoral conduct and without limiting the generality of the foregoing includes behavior that is unbecoming of a Christian and contrary to Biblical Principles;
- (b) A Member's conduct evidences an unwillingness to comply with, adhere to or submit to the scriptural authority and procedures set out in the Church Constitution; or
- (c) A Member has propagated doctrines and practices contrary to those set forth in the Statement of Faith or the general teachings of the Church.

12. RESTORATION THROUGH DISCIPLINE PROCESS

12.01 Christ's exhortation to watch over one another and to bear one another's burdens in the spirit of meekness and love shall be foremost in the minds of the Board in fulfilling its responsibility for the Discipline of Members in positions of responsibility. The primary aim of Discipline shall be the restoration of the member to fellowship with God and with the Church. The Church has not only the right but the duty to practice such Discipline in a Christian manner.

13. PROCEDURE FOR DISCIPLINE

13.01 No allegation shall be considered by the Church unless it is first set out in a signed written statement given to the Board of Directors, setting out the nature of the allegation and an explanation of the basis upon which it is made.

13.02 If the Board of Directors determines that the written allegation is invalid, then the allegation shall be dropped and no further disciplinary action against the Member shall proceed.

13.03 If the Board of Directors determines that the written allegation requires further investigation, then a Subcommittee of the Board of Directors shall be appointed to investigate further. The Board, in its discretion may temporarily suspend the said Member from any Officer post or other official position within the Church until the completion of the Discipline process.

13.04 The Subcommittee will arrange a meeting with the Member to discuss the allegations. Both the Member and Subcommittee may call any witnesses and show evidence that is relevant to the allegations being made. No party shall be represented by legal counsel.

13.05 All evidence presented before the hearing shall be kept confidential, except such summary facts that the Inquiry Board determines needs to be given to the Membership of the Church at a subsequent Church Meeting.

13.06 In the event that the Subcommittee determines that the allegation is true, the Board of Directors shall decide the appropriate disciplinary action to be implemented, which decision shall be determined by a three quarters majority vote of the Board of Directors present. Disciplinary action shall be determined and implemented with the intent of both protecting the integrity of the ministry of the Church and restoring the Member into fellowship pursuant to Luke 17:3 and Galatians 6:1.

- 13.07 The disciplinary action approved by the Board of Directors will not be implemented until the Membership has been informed.
- 13.09 No pronouncement on matters of Discipline by the Church shall be made unless given orally from a prepared text at a Members Meeting and only after careful and sober consideration has first been made by the Board to avoid, as much as possible, undue or unnecessary embarrassment to the Member or other undue or unnecessary prejudicial consequences to either the Member or to the Church as a whole.
- 13.10 A Member who has been disciplined shall not be barred from public worship unless his or her presence is disruptive to the peaceful proceedings of the public worship service
- 13.11 In the event that the Member in question is under the age of 18 when an allegation is made, then the Discipline procedure described in this section shall be modified to require that any notification provided for herein shall also be given to the parents or legal guardians of the Member and such person shall be entitled to attend and speak on behalf of such Member at any hearing provided for herein.

14 WAIVER, MEDIATION AND ARBITRATION

- 14.01 Notwithstanding anything else contained herein, Membership or Adherence in the Church requires that disciplinary proceedings and the results thereof and any other proceedings or matters arising out of the Church Constitution shall not give a Member or Adherent cause for any legal action against either the Church, the Pastor, any Ministerial Staff Member, any Staff Member of the Church, any Board Member, any Officer, or any Member or Adherent of the Church, and the acceptance of Membership or Adherence in the Church shall constitute conclusive and absolute evidence of a waiver by the Member or Adherent of all rights of action, causes of action, and all claims and demands against the Church, the Pastor, Ministerial Staff Member, any Staff Member of the Church, any Board Member, any Officer or any Member or Adherent of the Church in relation to disciplinary proceedings and the results thereof and any other proceedings or matters carried out in accordance with the Church Constitution or involving the Church in any manner whatsoever and this provision may be pleaded as a complete estoppel (i.e., the prevention of an action) in the event that such action is commenced in violation hereof.
- 14.02 In the event that a Member or Adherent is dissatisfied with any proceedings or the results thereof, or any other matter arising out of the Church Constitution involving the Member or Adherent and the Church, if the Member or Adherent does not violate or circumvent the waiver contained in Section 14.01 or attempt to do so, then that Member or Adherent may seek to have his or her concerns resolved through a process of Christian dispute resolution in accordance with Matthew 18:16 as follows:
- (a) The matter shall first be submitted to a panel of Christian mediators whereby the Member or Adherent appoints one mediator, the Church appoints one mediator and the two mediators so appointed jointly appoint a third mediator.
 - (b) The number of mediators may be reduced from three to one or two upon the agreement of both the Church and the Member.
 - (c) The mediators so appointed shall then meet with the Board and the Member or Adherent in an attempt to mediate a resolution.

- (d) If the matter is not resolved through mediation, then the mediators shall arbitrate and decide all issues in accordance with the provisions of the *Arbitrations Act* of Ontario and the award of the mediators in their role as arbitrators shall be final and binding upon the parties and the judgment once given may be entered by any Court having jurisdiction.
- (e) All costs of the mediators appointed in accordance with this section shall be borne equally by the Member or Adherent and the Church.

15 CHURCH MEETINGS

- 15.01 Annual Meeting - There shall be an annual Meeting of the Congregation at such time and place in Windsor, Ontario as determined by the Board to be no later than February 28th of each year. The purpose of the annual Meeting will be to do the following:
- (a) Receive necessary reports from the Officers, Committee Chairpersons, the Pastor, other Ministerial Staff Members and the Board;
 - (b) Review and approve the financial statements for the immediately preceding year, including the Auditor's report thereon;
 - (c) Transact any other necessary business.
- 15.02 Election Meeting - An Election Meeting of the Congregation shall be held at such time and place in Windsor, Ontario as determined by the Board during the month of May of each year to do the following:
- (a) Elect Members to the Board and the Working Committees as required for the next program year which commences July 1st to June 30th;
 - (b) Appoint the Auditors for the upcoming fiscal year to commence January 1st of each year.
 - (c) Elect Members to other Church positions as the Board determines are needed from time to time;
 - (d) Elect a Nominating Committee; and
 - (f) Transact any other recent business. -
- 15.03 Budget Meeting - The Budget Meeting shall be held at such time and place in Windsor, Ontario as determined by the Board during the month of November of each year to approve the annual budget for the upcoming year, prepared in consultation with the chairperson of each standing and special committee in June, and to include the budget and expenditures of the previous year.
- 15.04 Other Special Meetings - At the request of the Chairperson of the Board or the Pastor, or upon the request of the lesser of twenty-five (25) Active Members or ten percent (10%) of the total Active Membership of the Church, other special Meetings of Members shall be called and convened by the Church Moderator within thirty (30) days of the request.

- 15.05 Notice of Meeting - Notice of all Church Meetings shall be given to the Congregation by notice orally from the pulpit, published in the Church bulletin and posted at least two Sundays prior to the date of the Church Meeting. The notice for all Church Meetings shall include the date, time, place and purpose of the meeting.
- 15.06 Waiver of Notice - A Member may waive notice of a Church Meeting and attendance of any such Person at a Meeting shall constitute a waiver of notice of the Meeting, except where such Person attends a Meeting for the express purposes of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
- 15.07 Omission of Notice - The accidental omission to give notice of any Church Meeting or any irregularity in the notice of any such meeting or the non-receipt of any notice by any Member or by the auditor of the Corporation shall not invalidate any Resolution passed or any proceedings taken at any Church Meeting, provided that no Member in attendance objects to such omission or irregularity. Objections must be in writing to the Chairperson of the Board of Directors and be submitted prior to the approval of the minutes of the meeting in question.
- 15.08 Quorum - A quorum for all Meetings shall be constituted by the presence of thirty percent (30%) of the total Active Membership of the Church immediately prior to the time of the meeting in question. No business shall be transacted at any Meeting of Members unless the requisite quorum is present at the time of the transaction of such business. If a quorum is not present at the time appointed for a Meeting or within such reasonable time thereafter as the Members present may determine, the Members present and entitled to vote may adjourn the meeting to a fixed time and place but may not transact any other business and the provisions of paragraph 15.04 with regard to notice shall apply to such adjournment.

The following circumstance shall exempt members from "Active Church Membership" for the time of that business meeting. "Residency out of the City of Windsor for an extended period of time (more than two months) due to reasons of education, business, or personal matters". If a member, as noted above, is able to attend the meeting, he/she shall receive the rights and privileges of a voting member. The Chairperson, at the commencement of the business meeting, will publicly state: - the names of those members exempt from the Active Church Membership for that meeting; the number of members that constitute the quorum for that meeting; the number of eligible voters present at that meeting.

- 15.09 Chairperson - The Chairperson of the Board of Directors (or in his or her absence a designate appointed by the Board by Resolution) shall act as Chairperson of all Church Meetings and is not entitled to vote.
- 15.10 Majority Vote - At all Church Meetings, every question shall be determined by Resolution, being a simple majority vote of fifty percent (50%) plus one (1) of those Members who are present unless otherwise provided for by the Act or elsewhere in the General Operating By-law.
- 15.11 Voting Procedure - Every question submitted to any Church Meetings shall be decided by a show of hands, except where a secret ballot is provided for or requested as stated below. In the case of a tie vote, the motion will be deemed to be defeated. At any Meeting unless a secret ballot is provided, a declaration by the Chairperson that a motion has been carried or carried unanimously or by a particular majority or lost or not carried by a particular majority shall be conclusive evidence of the fact. A secret ballot may be held either upon the decision of the Chairperson or upon request of any Member and shall be taken in such manner as the Chairperson directs. The result of a secret ballot shall be deemed to be the decision of the meeting at which the secret ballot was held.
- 15.12 Voting Rights - Votes at Church Meetings shall be given personally and each Member is entitled to one vote.

- 15.13 Procedural Code - The rules of procedure for Church Meetings, Board meetings and all Committee meetings shall follow the *Roberts Rules of Order*, when not in conflict with this by-law, by the most current edition, except where varied by the General Operating By-law.
- 15.14 Adjournment - The Chairperson may, with the consent of the Members attending that meeting, adjourn the same from time to time to a fixed time and place and no notice of such adjournment need be given to the Members. Any business may be brought before or dealt with at any adjourned Meeting which might have been brought before or dealt with at the original Meeting in accordance with the notice calling the same.

PART III THE BOARD

16 DEFINITION OF THE BOARD

- 16.01 The purpose is to supervise the vision and mission established by the congregation of Banwell Community Church and to act on behalf of the congregation as a Board of Directors, entering into any kind of lawful contract or exercising such other powers authorized by its Letters Patent. The board shall consist of a chairperson and vice-chairperson, both elected by the congregation plus the chairpersons of each working committee. The church clerk shall serve as recording secretary, but without a vote. The pastor shall serve as ex-officio.

17. Qualifications for the Board and Committees

17.02 Qualifications for Chairs and Vice-Chairs of Boards and Working Committees

- (a) a member in good standing;
- (b) at least twenty-one (21) years of age;
- (c) actively involved in the church;
- (d) personally committed to Jesus Christ as Saviour and Lord;
- (e) in full agreement with the Church Constitution;
- (f) recognition that this appointment is a commitment to humble service, not a position of honour or status, nor a reward for past services;
- (g) willing to attend training opportunities, from time to time, which may be helpful in fulfilling their duties; and
- (h) an employee of the church or blood relative of another Board member cannot be on the Board.

18. Authority of the Board

- 18.01 **GENERAL AUTHORITY:** The Board shall be responsible for the overall spiritual, administrative and temporal affairs of the Church and shall make or cause to be made for the Church, in its name, any kind of contract which the Church may lawfully enter into, save as hereinafter provided and generally exercise such other powers and do such other acts and things as the Church by its Letters Patent, the Act or otherwise authorized to do.

18.02 SPECIFIC AUTHORITY: Without limiting the generality of the foregoing, the Board shall be authorized to carry out the following duties and responsibilities:

- (a) To exercise overall responsibility of the day to day administration and operations of the Church and to oversee the expenditure of Church funds in general accordance with the approved annual budget.
- (b) To formulate and recommend Policy Statements as defined in section 65.01 to the Membership in conjunction with the Pastor and to implement those Policy Statements approved by the Membership;
- (c) To respect the authority of the Pastor and the Ministerial Staff to provide spiritual leadership for the Church and to co-operate with the Pastor and Ministerial Staff in implementing such ministries and programmes as are determined appropriate in support of such spiritual leadership;
- (d) To oversee the Discipline of Members in accordance with the procedures set out in the General Operating By-law;
- (e) To ensure that all employed personnel of the Church recognize the spiritual leadership of the Pastor, and are followers of the Christian faith, confessing Jesus Christ as their personal Saviour and Lord and are in full agreement with and subject to the Church Constitution;
- (f) To examine the relationship of the Pastor or Ministerial Staff to the Church and if a change is deemed appropriate to ensure that a Church Meeting is called to discuss and authorize an appropriate change;
- (g) To serve together with the Pastor at the ordinance of the Lord's Supper which shall be observed on the first Sunday of each month unless otherwise directed by the Board. It is recommended that the serving of the Lord's Supper be undertaken on rotation by each of the Working Committees of the Church.
- (h) To take such steps as are necessary to enable the Church to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the Objects of the Church;
- (i) To appoint such agents and engage such employees (with the exception of the Ministerial staff which shall require Church Membership approval) as it deems necessary from time to time and such Persons shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment;
- (j) To develop an emphasis for the Church's program for the year which will provide the scope within which the activities of each Working Committee will take place; to develop a long term plan for the church, and thus ensure its continuing response to the needs of the community for the cause of Christ and His Gospel;
- (k) To provide for the coordination of the activities planned by each of the other Working Committees ensuring that their programs support each other for the general benefit of the church's mission;
- (l) To evaluate the effectiveness of the programs of the other Working Committees and to provide assistance and advice as required;

- (m) To prepare and continue to update an action plan for the Church which will provide for its growth and for its effectiveness in meeting the needs of the areas it serves;
- (n) To prepare a budget for its own needs for the coming program year;
- (o) To establish other offices and/or agencies elsewhere in Canada or internationally on behalf of the Church as may be approved by the Membership on the recommendations of the Board;
- (p) To prescribe such Rules and Regulations not inconsistent with this General Operating By-law relating to the management and operations of the Church as the Board determines appropriate; and
- (q) To generally exercise such power and to do such other acts and things as the Church is by its Letters Patent, the Act, By-laws, or otherwise authorized to exercise and do by By-law.

18.03 REMUNERATION OF EMPLOYEES - The reasonable remuneration for all employees and agents of the Church as recommended by the Finance Committee to the Board shall be fixed by the Board by Resolution. Such Resolution shall have force and effect provided that such remuneration does not exceed the last approved budget of the Church, otherwise such Resolution shall require the approval of the Membership before coming into force and effect.

18.04 BOARD REPORT - The Board shall through the Chairperson of the Board report to the Membership at the annual Membership Meeting. The Board's annual report must present a clear accounting of their activities during the year. At the said Meeting, the Chairperson of the Board shall be available to answer any questions by Members and to entertain any motion arising from the floor concerning the proceedings of the Board.

18.05 NO RENUMERATION OF BOARD OF DIRECTORS - The members of the Board shall serve as such without remuneration and no member of the Board shall directly or indirectly receive any profit from his or her position as such, nor shall any member of the Board receive any direct or indirect remuneration from the Church, provided that the member of the Board may be paid for reasonable expenses incurred by him or her in the performance of his or her duties.

18.06 CONFLICT OF INTEREST - No member of the Board shall place himself/herself in a position where there is a conflict of interest between his/her duties as a Board Member and his or her other interests. Every Board Member who is in any way directly or indirectly interested in or may become interested in a material way in an existing or proposed contract, transaction or arrangement with the Church or who otherwise has a conflict of interest by virtue of involvement with a member of his or her family (with "family" defined as spouse, father, mother, child, brother or sister, or spouse of such family members) or by the involvement of his or her partner, business associate or corporation that the Board Member is involved with as either a director, shareholder, officer, employee or agent, then such member of the Board shall declare his or her conflict of interest fully at a meeting of the Board and shall withdraw from any discussion or vote thereon and if such proposed contract, transaction or arrangement is approved by the Board, such member of the Board shall immediately resign from membership on the Board save and except where such conflict of interest has been authorized at a Church Meeting.

19. RESIGNATION FROM THE BOARD

19.01 If the personal circumstances of any member of the Board make it difficult for that member to devote the necessary time or energy to the work of the Board, then that member of the Board shall be free to resign from the Board without embarrassment or stigma regardless of the remainder of the term of that member.

19.02 If for any reason a member of the Board chooses to resign, then that member shall give thirty (30) days written notice, if possible, to the Chairperson of the Board who in turn shall call it to the attention of the Board who shall then have the power to accept such resignation between Church Meeting. Such Letter of resignation should set out the reasons for departure.

20. VACANCY ON THE BOARD

20.01 The position of a member of the Board shall be automatically vacated if any of the following situations occur:

- (a) Such Member resigns his or her position as a member on the Board by delivery of the written resignation to the Chairperson of the Board;
- (b) Such Member no longer fulfills all the qualifications of a Board Member set out in section 17.01;
- (c) Such Member is found to be mentally incompetent or of unsound mind;
- (d) Such Member ceases to be a Member of the Church;
- (e) Such Member, in the opinion of a two thirds (2/3) majority vote of the Board and confirmed by a two thirds (2/3) majority vote of the Members who are present at a Church Meeting duly called for that purpose, has evidenced immoral conduct or behaviour that is unbecoming of a Christian and contrary to Biblical principles, or is no longer willing to either comply with, adhere to or submit to the scriptural authority and procedures set out in the Church Constitution;
- (f) Such Member is determined by a two-thirds (2/3) majority vote of the Members who are present at a Church Meeting duly called for that purpose to be unfit to hold office as a member of the Board for any reason; or
- (g) Such Member dies.

20.02 If any vacancies should occur for any reason as set out in section 20.01 above, the Board, by a majority vote, may by appointment, fill the vacancy until the next Church Meeting. Upon the filling of such vacancy, the Board shall notify the Church Membership. The Nominating Committee shall nominate a Person for election to the Board to fill the vacancy for the balance of the unexpired term caused by such vacancy.

21 BOARD MEETINGS

21.01 Regular Meetings - Regular meetings of the Board shall be held at such time and place as shall be determined by the Chairperson of the Board but not less than nine (9) times a year. The dates for the Regular Meetings shall be published in a schedule by the Chairperson of the Board and distributed to all members of the Board as soon as possible after each special election Church Meeting.

21.02 Special Meetings - Special meetings of the Board may be called by the Chairperson of the Board or upon written notice or upon written request by any three (3) members of the Board to the Chairperson who shall then give notice of a special meeting of the Board as soon as possible thereafter.

21.03 Notice of Meeting - All regular and special meetings of the Board shall be held on seven (7) days notice either addressed and mailed or delivered to each member of the Board or published in the Church Bulletin on two consecutive Sunday mornings prior to such meeting or at the call of the Chairperson of the Board upon 24 hour telephone notice in the event of an emergency.

- 21.04 Waiver of Notice - A Member may waive notice of a meeting of the Board and attendance of any Member at such meeting shall constitute a waiver of notice of the meeting, except where such person attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
- 21.05 Omission of Notice - The accidental omission to give notice of any meeting of the Board to or any irregularity in the notice of any such meetings, or the non-receipt of any notice by any Board Member, shall not invalidate any Resolution passed, or any proceeding taken at such meeting, provided that no Member objects to such omission or irregularity.
- 21.06 Chairperson - The Chairperson of the Board shall be elected by the church membership at an Election meeting. The Chairperson shall serve for a term of up to a maximum of three (3) years and shall be an Officer of the Church.
- 21.07 Vice-Chairperson - The Vice-Chairperson of the Board shall be elected by the Church membership at an Election meeting. The Vice-Chairperson shall serve for a term of up to a maximum of three (3) years and shall be an Officer of the Church. The duties of the Vice-Chairperson of the Board of Directors are listed in the appendix.
- 21.08 Quorum - A quorum for a meeting of the Board shall be a majority of the members of the Board.
- 21.09 Voting Rights - All members of the Board shall each have one vote with the exception of the chairperson, who has no vote.
- 21.10 Minutes - The Board shall keep written minutes of each meeting. The Clerk shall prepare and maintain such minutes. Due to the potentially confidential nature of matters discussed at the Board, the minutes shall not be made public or available for review by Members of the Church with the exception of matters dealing with financial considerations which shall be disclosed to a Member of the Church upon written request or such other matters upon the unanimous consent of the Board.
- 21.11 Meetings by Telephone - If all of the members of the Board consent thereto generally or in respect of a particular meeting, a member of the Board may participate in a meeting of the Board by means of a conference telephone or other communication facility as permits all Persons participating in the meeting to hear each other, and a member of the Board participating in such meeting by such means is deemed to be present at the meeting.
- 21.12 Confidentiality - Every Board Member, Committee Member, staff or volunteer shall respect the confidentiality of matters brought before the Board or before any Committee of the Board, or any other matter relating to Church activities discussed thereat. Such matters may be presented to the Membership if the Board unanimously deems appropriate.

PART IV PASTOR AND MINISTERIAL STAFF

22. DEFINITION AND DUTIES OF THE PASTOR

22.01 The Pastor shall be the primary spiritual overseer of the Church and shall be deemed by virtue of his/her position to be a Member of the Church. It is important that employed personnel and membership alike understand the role of the pastor. Because of his/her familiarity with the entire ministry of the church, as well as the historical theological foundations under girding the role, the pastor will be recognized as the spiritual leader of the congregation. However, this authority must never be abused and always applied with the understanding of Christ's model of humility and the congregational polity of the Baptist Church. The duties and rights of the Pastor shall be as follows:

- (a) To provide spiritual leadership for the Church and to work in co-operation with the Board in implementing such spiritual leadership;
- (b) To work in conjunction with the Board in formulating and/or recommending Policy Statements for the Church as may be necessary from time to time;
- (c) To exercise general supervisory authority over Ministerial staff members of the Church, provided that the hiring or removal of Ministerial staff shall require the approval of the Board and the Members of the Church in accordance with the General Operating Bylaw and to report monthly to the Board;
- (d) To fulfill the qualifications for a spiritual leader as set out in scriptural passages such as I Timothy 3:1-7, Titus 1:5-9 and 1 Peter 5:1-3 and to ensure that his/her lifestyle does not evidence immoral conduct or behaviour that is unbecoming of a Christian and contrary to Biblical principles;
- (e) To be in full agreement with, uphold and be subject to the Church Constitution;
- (f) The right to be a member without power to vote (or appoint a designate without power to vote) on all Committees, and;
- (g) The right to receive notification and minutes of all meetings of the Board, to be present and fully participate at all such meetings, provided that the Pastor shall not be a member of the Board nor have a vote thereon and shall not be present when the Board is discussing his position, salary or benefits, or ancillary matters, but may in the discretion of the Board be present when the Board is discussing other aspects of his position.

23. DEFINITION AND DUTIES OF MINISTERIAL STAFF

23.01 In conjunction with the Board, and upon Resolution of the Membership, Ministerial Staff may be called by the Church for the purpose of undertaking such ministries as the Pastor and the Board determines are necessary for the Church. A Ministerial Staff Member by virtue of his/her position shall be deemed to be a Member of the Church. The duties of a Ministerial Staff Member shall be as follows:

- (a) To fulfill the ministry description established for his/her position by the Board;
- (b) To provide spiritual leadership to the Church and to work in conjunction with the Pastor and the Board and Committees in implementing such spiritual leadership;

- (c) To work in conjunction with the Pastor and the Board and Committees in formulating and/or recommending Policy Statements for the Church as may be necessary from time to time;
- (d) To fulfill the qualifications for a spiritual leader as set out in scriptural passages such as I Timothy 1:5-9, Titus 1:5-9, and 1 Peter 5:3-1 and to ensure that his/her lifestyle and conduct do not evidence immoral activities or behaviour that is unbecoming of a Christian and contrary to Biblical principles;
- (e) To be in full agreement with, uphold, and be subject to the Church Constitution; and
- (f) To be subject to the authority and direction of the Pastor.

24. THE CALLING OF MINISTERIAL STAFF

- 24.01 Establishment of Search Committee - Whenever a vacancy in the position of Pastor occurs or the Church determines that a Ministerial Staff Member is to be called; a Search Committee shall be formed by direction of The Chairperson.
- 24.02 Composition of Search Committee - The Search Committee shall consist of seven (7) Members to be appointed or elected in the following manner:
- (a) Three (3) Board Members shall be appointed by the Resolution of the Board.
 - (b) Four (4) Members who are not either Board Members or spouses of Board Members shall be elected by Resolution of the Membership at a duly called Church Meeting. The four (4) Members shall be nominated by the Nominating Committee, who shall obtain the consent of all nominees and shall post a list of its nominees at least two Sundays prior to the Church Meeting to elect the Search Committee. Members may add further nominations from the floor, provided that such additional nominees have first consented in writing to the Nominating Committee, in which event the four (4) nominees receiving the most number of votes shall be elected as members of the Search Committee.
- 24.03 Duties of Search Committee - The Search Committee shall be responsible to recommend to the Membership the calling of a Pastor or a Ministerial Staff Member, having first taken into consideration what is in the best interest of the Church as a whole. The Search Committee shall invite the Area Minister of the Baptist Convention of Ontario and Quebec to meet with the Pastoral Search Committee at its earliest convenience. As much as possible, the Pastoral Search Committee shall make their recommendation to the Church on an unanimous basis.
- 24.04 Term - The Search Committee shall remain in effect until the Board determines that its useful purpose has ended and makes a recommendation to the Membership for dissolution of the Search Committee.
- 24.05 Recommendation - When the Search Committee is prepared to make a recommendation, the recommendation shall first be presented to the Board of Directors. Then the recommendation shall be placed before the Membership at a special meeting called for the purpose of hearing the report from the Search Committee and voting upon such recommendation.
- 24.06 Vote on Recommendation - Only one name for the position of Pastor or Ministerial Staff Member shall be presented to the Membership at any one time for consideration. Upon approval of seventy-five percent (75%) of Members who are present in person at the Church Meeting duly called for that purpose, a formal call will then be extended to the prospective Pastor or Ministerial Staff Member. In the event that the recommended name does not receive the approval of seventy-five percent (75%) of the Members who are

present at the said Church Meeting, or in the event that the prospective Pastor or Ministerial Staff Member does not accept the call, then the Search Committee shall resume its function in finding an alternative recommendation to be made to the Membership until such time that an acceptable Pastor or Ministerial Staff Member, as the case may be, is found.

25. RESIGNATION OF MINISTERIAL STAFF

25.01 If the Pastor or a Ministerial Staff Member wishes to resign, he/she shall first notify the Board in writing together with an explanation and shall provide no less than sixty (60) days notice prior to the effective date of his/her resignation, unless there are extraordinary circumstances. Such resignation will be deemed to include a resignation as a Member on all Committees.

26. REMOVAL OF MINISTERIAL STAFF

26.01 In the event that a Pastor or Ministerial Staff Member evidence immoral conduct or behaviour that is unbecoming of a Christian and contrary to Biblical principles, the Board shall contact and advise the Executive Minister of the Baptist Convention of Ontario and Quebec forthwith in writing.

26.02 A Pastor or Ministerial Staff Member may be removed from his/her position with the Church for any reason upon a seventy-five percent (75%) majority vote of the Members who are present at a Church Meeting duly called for the purpose of authorizing the removal of the Pastor or Ministerial Staff Member.

26.03 Nothing contained in the said procedure shall preclude the Pastor or a Ministerial Staff Member from receiving whatever notice or equivalent monetary settlement is legally appropriate in the circumstances, if any. In the event of a disagreement between the Church and the Pastor or Ministerial Staff Member concerning the amount of notice or monetary settlement, if any, that is appropriate, or

the manner in which the Pastor or Ministerial Staff Member has been removed, then before any legal action is commenced the matter shall first be referred to a Person or Persons mutually acceptable to the Church and the Pastor or Ministerial Staff Member to resolve such dispute through mediation in a spirit of conciliation worthy of maintaining a Christian witness to the Church and the community at large.

26.04 The removal of the Pastor or Ministerial Staff Member from the Church shall be deemed to constitute his/her removal as a Member on all Committees. Continuation of Church Membership will be at the discretion of the Board.

27. TERMS OF EMPLOYMENT OF STAFF MEMBERS

27.01 In recognition of the integral part that all staff members are to the overall ministry of the Church, each staff member (which shall be deemed to include the Pastor, Ministerial Staff Members, all other employees of the Church, and all ongoing contract or deputation workers, where applicable) shall review and sign an engagement agreement with the Church that provides, in addition to any other applicable matters involving duties and remuneration, that the staff member recognizes and agrees that employment or ongoing contract work with the Church requires that the lifestyle of such staff member must not evidence immoral conduct or behaviour that in the opinion of the Board is unbecoming of a Christian and contrary to Biblical principles, and as such, the staff member will be subject to the Church Constitution, including provisions dealing with Discipline, in the same manner as if such staff member was a Member of the Church.

- 27.02 All staff members who are in whole or in part involved in ministries of the Church shall be required to give evidence that they are personally committed to Jesus Christ as Saviour.
- 27.03 All salaries will be reviewed annually by the Finance Committee who will consult with the appropriate Working Committees with the resulting recommendations being submitted to the Board for consideration in preparing the annual budget.
- 27.04 The total of all salaries shall be reported in the church budget. Individuals' salaries will not be discussed at Church Meetings. Itemized information about salaries may be made available to any Active Member upon written request to the Chair of the Finance Committee.

PART V PROTECTION AND INDEMNITY

28 PROTECTION AND INDEMNITY TO BOARD MEMBERS. PASTOR. MINISTERIAL STAFF MEMBERS AND OFFICERS

- 28.01 Protection of Board Members, Officers, and Others - Except as otherwise provided in the Act, no Board Member, Pastor, or Ministerial Staff Members shall be liable for the acts, receipts, neglects or defaults of any other Board Member, Pastor, Ministerial Staff Member or employee or for any loss, damage or expense happening to the Church through the insufficiency or deficiency of title to any property acquired by the Church or for or on behalf of the Church or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Church shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any Person including any Person with whom or which any moneys, securities or effects shall be lodged or deposited or for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any monies, securities or other assets belonging to the Church or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of the Board members, Pastor, Ministerial Staff Members or Officer's respective office or trust or in relation thereto unless the same shall happen by or through such Person's willful neglect or default. The Board Members, Pastor, and Ministerial Staff Members shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of the Church, except such as shall have been submitted to and authorized or approved by the Board.
- 28.02 Indemnity to Board Members and Officers - Every Board Member, Pastor, Ministerial Staff Member, or any Member, Adherent or Person (with "Person" in this section to include corporations, partnership, joint ventures, sole proprietorships, unincorporated associations, and other forms of business organizations) who has undertaken or is about to undertake any liability on behalf of the Church, its heirs and assigns, will respectively be indemnified and saved harmless out of the funds of the Church from and against:
- (a) all costs, charges and expenses which such Board Member, Pastor, Ministerial Staff Member, or any other Member, Adherent of the Church or Person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him or her in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her, in or about the execution of his or her office or in respect of any such liability, except such costs, charges or expenses as are occasioned by their own willful neglect or default; and
 - (b) All other costs, charges and expenses which he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default.

28.03 Indemnity to Others

The Church shall also indemnify any such Persons as described above in such other circumstances as the Act or law permits or requires. Nothing in this By-law shall limit the right of any Person entitled to indemnity to choose indemnity apart from the provision of this By-law to the extent permitted by the Act or law.

PART VI NOMINATING COMMITTEE

29. DEFINITION AND DUTIES OF NOMINATING COMMITTEE

- 29.01 The Church shall establish at the annual Election meeting a Nominating Committee of a minimum of five (5) members. The committee shall consist of one member of the Board of Directors, with the others being at large members of the Congregation. The Pastor shall serve in an ex-officio capacity.
- 29.02 The role of the Nominating Committee shall be to recruit the individuals necessary to serve on our Boards and Committees, as well as other Church positions the Board of Directors or Membership determines are needed from time to time. Most of the work of this committee will be done in anticipation of the annual Election Meeting. The slate of leaders prepared for this purpose shall be published for two (2) Sundays prior to the meeting.
- 29.03 The Nominating Committee shall endeavor to make certain that all nominees are qualified for their positions. To help in this regard, every effort should be made to inform candidates of the the nature of the task in which they are being asked to serve, through job descriptions, personal interviews with former job-holders, etc.
- 29.04 Additional nominations can be received from the floor at the annual Election meeting, provided the consent of the nominee has been secured.
- 29.05 The Nominating Committee shall be responsible for recommending replacement for any Board and Committee positions that have been vacated during the year.

30 Eligibility for the Nominating Committee

To be considered for appointment to the Nominating Committee, a person must be:

- 30.01 A member in good standing;
- 30.02 Personally committed to Jesus Christ as Saviour and Lord and give evidence thereof;
- 30.03 Actively involved in the life of the Church;
- 30.04 In full agreement with the Constitution;

No person can serve on this committee if he/she is related to another person on the Nominating Committee, with the term “related” being defined as any of the following: spouse, parent, child, sibling, grand-child, parent-in-law, child-in law, uncle, aunt, niece, and nephew. Both male and female are welcome to serve on this committee, but each member must be at least 18 years of age.

31. ELECTION AND TERM OF NOMINATING COMMITTEE

The Board of Directors shall designate a member to serve on the committee. The remaining members shall be elected at the annual Election meeting from a slate of nominees nominated in the following manner:

- 31.01 For the Election meeting, the current Nominating Committee shall prepare and submit a slate of nominees to constitute the new committee for the coming program year;
- 31.02 Additional names may be nominated from the floor of the meeting, provided the consent of the nominees has been secured.

The term of membership on the Nominating Committee shall be for a two (2) year term. A minimum of a one year absence is required before a member may be elected to another term of service.

PART VII WORKING COMMITTEES

32. DEFINITION OF WORKING COMMITTEES

- 32.01 The Board may establish, disband or change such Working and Special Committees as it determines necessary from time to time with approval of the Membership.
- 32.02 The number of members for each Working Committee and the mandate of such Working Committee shall be determined by the Board as required.
- 32.03 Membership on each Working Committee shall be served without remuneration, provided that a Committee member may be paid reasonable expenses incurred by him or her in the performance of his or her duties
- 32.04 As of July 1st, 2011 the Working Committees are:
- (a) Christian Growth and Nurture
 - (b) Mission and Outreach
 - (c) Pastoral Care and Worship
 - (d) Human Resources
 - (e) Property Management
 - (f) Finance

33. QUALIFICATIONS FOR MEMBERSHIP ON WORKING COMMITTEES

33.01 A Person may be considered for election to a Working Committee if he or she fulfills all of the following qualifications:

- (a) a member in good standing
- (b) at least eighteen (18) years of age;
- (c) actively involved in the church;
- (d) personally committed to Jesus Christ as Saviour and Lord;
- (e) in full agreement with the Church Constitution; and
- (f) Willing to attend training opportunities from time to time that may be helpful in fulfilling the duties of a committee member.

33.02 A Person may be considered for election to be Chair or Vice-Chair of a Working Committee if he or she fulfills all of the following qualifications:

- (a) a member in good standing;
- (b) at least twenty-one (21) years of age;
- (c) actively involved in the church;
- (d) personally committed to Jesus Christ as Saviour and Lord;
- (e) in full agreement with the Church Constitution;
- (f) recognition that this appointment is a commitment to humble service, not a position of honour or status, nor a reward for past services;
- (g) willing to attend training opportunities form time to time, which may be helpful in fulfilling their duties; and
- (h) Employees of the church or blood relatives of another Board member cannot be on the Board at the same time.

33.03 TENURE FOR LEADERSHIP AND COMMITTEE MEMBERS

- (a) Chairpersons: The length of service for a chairperson, whether for the Board of Directors or for the Working Committees, shall be three (3) years. A one (1) year absence shall be required before a departing chairperson may be eligible for the same role on the Board of Directors or any of the Working Committees. The Vice Chairperson of the Board of Directors shall be expected to succeed the departing Chairperson and shall serve the usual three (3) year term.
- (b) Committee Members: Elected members of any of the Working Committees may serve for a three (3) year term and are eligible for a second such term if nominated. After this, departing members are only eligible for another term on a Working Committee after a one (1) year absence.
- (c) Treasurer: The Treasurer of Banwell Community Church shall serve a three (3) year term, with the possibility of a second term if so nominated. An absence of one (1) year shall be required should there be a desire for the outgoing treasurer to be re-nominated.

34. SPECIFIC DUTIES OF WORKING COMMITTEES

34.01 The specific duties of each Working Committee shall:

- (a) be determined by each Working Committee in conjunction with their purpose;
- (b) included the keeping of minutes of each meeting and distribution to the Board of Directors;
- (c) included the preparation of an annual budget for approval by the Membership;
- (d) be task oriented;
- (e) require that a report indicating a clear accounting of their activities during the year be made to the annual Church Meeting through the board;
- (f) require them to meet at least quarterly or at the call of the chairperson; and
- (g) require that if the chair cannot attend a meeting that a designate will take their place.
- (h) Refer to the appendix for more duties.

35. REMOVAL OF MEMBERS FROM WORKING COMMITTEES

35.01 Either the Board or the Membership of the Church may remove any member from any Working Committee for cause upon resolution of the Congregation at a Church Meeting duly called for that purpose in which event the Board, by majority vote, may by appointment, fill the vacancy until the next Church Meeting. Upon the filling of such vacancy, the Board shall notify the Church Membership. The Nominating Committee shall nominate a Person for election to the Working Committee to fill the vacancy for the balance of the unexpired term caused by such vacancy.

PART VIII SPECIAL COMMITTEES

36. DEFINITION AND OPERATION OF SPECIAL COMMITTEES

- 36.01 Either the Board of Directors, the Working Committees or the Members are authorized to appoint such Special Committees as are deemed necessary from time to time and to empower such Committees with such authority and /or responsibilities as are deemed appropriate.
- 36.02 The members of such Special Committees shall be reviewed by the Board unless the Board feels it appropriate to seek ratification by the Membership at a Church Meeting.
- 36.03 The term of office and the duties of such Special Committee as well as the appointment of a Chairperson of such Special Committees shall be reviewed by the Board unless specifically directed otherwise by the Membership. Members of such Special Committees shall serve without remuneration.
- 36.04 All Special Committees shall report to their authorizing body.
- 36.05 Either the Board or the Membership of the Church may remove any member from a Special Committee for cause upon a resolution of either the Board or a Resolution of the members at a Church Meeting duly called for that purpose, in which event the Board may fill such vacancy subject to ratification by the Membership at a Church Meeting to be held as soon as possible.

PART IX ASSOCIATION

37 CHURCH ASSOCIATION

- 37.01 The Church shall be associated with such organizations and associations as the Active Members present may determine from time to time by a two thirds (2/3) majority vote at a Church Meeting duly called for that purpose.
- 37.02 This church recognizes the necessity of united denominational action as well as the obligations of mutual counsel and cooperation common among Baptist churches. For this reason, this church, which is a member of these organizations, seeks heartily to cooperate and maintain fellowship with the Western Association of Baptist Churches, the Baptist Convention of Ontario and Quebec and the Canadian Baptist Ministries. Further, this church will seek opportunities for cooperation and united Christian action with other Christian churches in the community to extend the Kingdom of God.
- 37.03 This church, including its facilities and property, may be withdrawn from the fellowship of the Baptist Convention of Ontario and Quebec only after the proposal has been accepted at two special business meetings, one year apart, called for the purpose. At the first special business meeting a formal notice of intention must be approved by the church. The notice of intention shall be forwarded to the Baptist Convention of Ontario and Quebec with a copy to all Active members. At the second special business meeting, the proposal must be reaffirmed by the church. At both meetings voting shall be by ballot and require approval by at least ninety percent (90%) of the Active members shown on the membership list at the time of the meeting. Notice of meetings shall be the same as for Amendments (section 74.01).

PART X POLICY STATEMENTS

38. **POLICY STATEMENTS FOR THE CHURCH**

- 38.01 In consideration of the ongoing need for the Church to provide policies, guidelines, and directions to its Members and Adherents on practical applications of Biblical principles, teachings, doctrinal considerations and Christian conduct, the Church may adopt Policy Statements on such matters as are deemed necessary from time to time by the Board and such Policy Statements upon adoption as set out below shall be deemed to be a part of this General Operating By-law and the Constitution.
- 38.02 A Policy Statement may be proposed or amended by the Board, but shall not become operative until first approved by a unanimous vote of the Board and ratified by a seventy-five (75%) majority vote of the Members who are present at a Church Meeting duly called for that purpose.

PART XI RULES, GUIDELINES AND PROCEDURES

39. **RULES, GUIDELINES AND PROCEDURES**

- 39.01 The Board, or alternatively the Membership, may adopt by Resolution such rules, guidelines, and procedures consistent with this General Operating By-law relating to the management and operation of the Church as deemed appropriate.
- 39.02 Any rule, guideline, or procedure adopted shall have force and effect only until it is amended, repealed, or replaced by either the Board or by the Membership.
- 39.03 In the event of a discrepancy between the rules, guidelines, or procedures adopted by the Board and those adopted by the Membership, those adopted by the Membership shall prevail.

PART XII FINANCIAL MATTERS AND AUDITORS

40. **FISCAL YEAR END**

- 40.01 Unless otherwise ordered by the Board, the fiscal year end of the Corporation shall be December 31st of each year.

41. **FINANCIAL STATEMENTS AND ANNUAL BUDGET**

- 41.01 The Finance Committee shall prepare the following:
- (a) for the annual meeting held in February, financial statements for the preceding year prepared in accordance with the financial reporting standards of the Canadian Institute of Chartered Accountants and CGA for Charitable and Non-Profit Organizations as may be in place from time to time; and
 - (b) For the Budget Meeting held in November, an annual budget for the upcoming year prepared in consultation with the chairperson of each working and special committee, and to include the budget and expenditures of the previous year.

41.02 The annual financial statements and the annual budget shall be forwarded to the Board for approval at least two weeks prior to their respective Meetings and shall thereafter be made available to the Members for review at least one week (including one Sunday) prior to their respective Church Meeting.

41.03 The financial statements and the annual budget shall be presented at the Church Meetings for approval by the Members by Resolution.

42. AUDITOR

42.01 Subject to section 69.02 below, the Members shall at each Elections Meeting appoint a professional accountant to hold office until the next annual Church Meeting to do the following:

(a) Report to the Board on the fairness of the financial statements presented by the Finance Committee at the annual Church Meeting;

(b) Review the financial statements, accounts, general fund of the Church and other general funds which may be in existence from time to time and to submit the results of such reviews to the Membership at the next annual Meeting of Members;

(c) To carry out such other duties as are directed from time to time by the Board or by the Membership.

42.02 The Auditors are entitled to attend any Church Meeting and to be heard at such meeting on any part of the business that concerns them as Auditors. The Auditors shall be given written notice of the annual Church Meeting in addition to the notice provided for in this General Operating By-law.

PART XIV GENERAL PROVISIONS

43. CORPORATE SEAL

43.01 The seal, an impression thereof as stamped in the margin hereof as changed by Resolution of the Board of Directors from time to time, shall be the seal of the Church.

44. EXECUTION OF DOCUMENTS AND CHEQUES

44.01 Documents - Contracts, documents or any instruments in writing requiring the signature of the Church shall be signed by any two appointed Board Members and all contracts, documents and instruments in writing so signed shall be binding upon the Corporation without further authorization or formality. The Board shall have the power from time to time by Resolution to appoint any two Board Members on behalf of the Corporation to specifically sign contracts, documents and instruments in writing. The Board may give the Corporation's power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds, and other securities of the Corporation. The seal of the Corporation when required may be affixed to contracts, documents, and instruments in writing signed as aforesaid by any Board Member appointed.

44.02 Cheques - All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by two persons, namely the Treasurer and the Chair of the Finance Committee, or Chairman of the Board designated in such manner as the Board may from time to time determine by Resolution of the Board.

45. HEAD OFFICE

45.01 The head office of the Corporation shall be in the City of WINDSOR, in the County of ESSEX and in the Province of ONTARIO.

46. BOOKS AND RECORDS

46.01 The Board shall see that all necessary books and records of the Church required by the By-laws of the Church or by any applicable statute or law are regularly and properly kept.

PART XV AMENDMENTS

47. AMENDMENTS TO THE LETTERS PATENT

47.01 Notwithstanding the Act, the Letters Patent of the Church may be amended by a unanimous vote of the Board at a meeting duly called for that purpose and sanctioned by an affirmative vote of at least eighty-five percent (85%) of the Members who are present in person at a Church Meeting duly called for the purpose of considering the said amendment, provided that notice of such Church Meeting shall be given in the Church Bulletin on four consecutive Sundays prior to such Church Meeting and provided further that the notice shall state the proposed amendment and the purpose thereof.

48. AMENDMENTS TO BY-LAW

48.01 The By-laws of the Church not embodied in the Letters Patent may be repealed or amended by Bylaw and enacted by a unanimous vote of the Board at a meeting duly called for that purpose and sanctioned by an affirmative vote of at least seventy-five percent (75 %) of the Members who are present at a Church Meeting duly called for the purpose of considering the said By-law, provided that notice of such Church Meeting shall be given in the Church Bulletin on two consecutive Sundays prior to such Church Meeting and provided further that the notice shall state the proposed amendment and the purpose thereof, and provided further that the repeal or amendment of such By-laws shall not be enforced or acted upon until the approval of the Ministry of Industry Canada has been obtained.

APPENDIX

THE RESPONSIBILITIES AND DUTIES OF THE WORKING COMMITTEES

Pastoral Care and Worship Committee

- A. Membership – Coordinators of various ministries within the church formed to help this committee fulfill its purpose including Pastoral Care Team, Small Groups, Ushers, Greeters, Audio/Visual Team, and others as needed plus at least two (2) members elected from the congregation, one of which will serve as chairperson. The Pastor, the Minister of Music and/or other staff specialist(s) will be ex-officio.
- B. The responsibilities of the Pastoral Care and Worship Committee will be:
- (i) To ensure appropriate spiritual care of the Banwell Congregation in both times of prosperity and discouragement.
 - (ii) The administration of the Church Membership.
 - (iii) To ensure quality and continuity of the Congregation Worship experience.
 - (iv) To encourage the Pastor and Minister of Music in their continuing education and spiritual development.
- C. The duties of the Pastoral Care and Worship Committee will be those considered essential to the fulfillment of its responsibilities including, but not limited to those listed below:
- (i) The Committee will be responsible for the examination and instruction of prospective new Members, and if they are acceptable, will bring the prospect(s) before the congregation for welcoming,
 - (ii) The Committee will assist the Pastor and Minister of Music in establishing the order of service to be followed in Worship and will provide physical and spiritual support to them when necessary in the worship services,
 - (iii) The Committee, in counsel with the Pastor and Music personnel, will be responsible for the ministry of music, such as the choice of music and the development of choral music,
 - (iv) The Committee will assist the Pastor in pastoral care and visitation of the members and church adherents by providing physical and spiritual support to him when necessary through the Pastoral Care Team or other such resources as required,
 - (v) The Committee will be responsible for the establishment and the supervision of a roster of Ushers and Greeters for church worship services,
 - (vi) The Committee will be responsible for the decoration of the church interior regularly through the provision of flowers, etc. and for special events.
 - (vii) The Committee will be responsible for the arrangements for the celebration of the Ordinances of the Church including the establishment of a roster of servers for the Lord's Supper,
 - (viii) The Committee together with the Church Clerk will review the Active and Inactive Membership rolls regularly and prepare the appropriate recommendations for presentation to the Church,
 - (ix) The Committee will be responsible for ensuring and supporting a thriving small group program at Banwell.
 - (x) The Committee will prepare a budget for its program for the coming church year at the end of each church year for submission to the Finance Committee.

Christian Growth and Nurture Committee

- A. Membership - Coordinators of various ministries with the church formed to help this committee fulfill its purpose including Sunday School, Nursery, Toddler, Children's Church, and others as needed, plus at least two (2) members elected from the congregation, one of which will serve as chairperson. The pastor and /or staff specialist(s) will be ex-officio.
- B. The responsibilities of the Christian Growth and Nurture Committee will be:
- (i) To provide the opportunity for the growth in understanding and development of each Church member in his/her Christian faith;
 - (ii) To create the environment of learning and understanding in which others can be directed to Christ.
- C. The duties of the Christian Growth and Nurture Committee will be those considered essential to the fulfillment of its responsibilities including, but not limited to, those listed below:
- (i) The Committee will make recommendations to the Board of Directors and receive their concurrence for the total church programs to provide for the continuing enrichment and development of the Christian Education of the church.
 - (ii) The Committee will provide and support the Sunday School, providing the best facilities and opportunities possible.
 - (iii) The Committee will sponsor and supervise other activities for youth and adults during the total week.
 - (iv) The Committee will sponsor and develop a total educational program for the church for all ages.
 - (v) The Committee will be responsible for the selection of materials used for the educational Program of the Church.
 - (vi) The Committee will be responsible for the programs in the Cradle Roll, Nursery and Junior Congregation.
 - (vii) The Committee will supervise and maintain the Church library.
 - (viii) The Committee will prepare a budget for its program for the coming year at the end of each year for submission to the Finance Committee.

Property Management Committee

- A. Membership- At least five (5) members elected from the congregation, one of which will serve as chairperson. The pastor, head caretaker, and /or staff specialist(s) will be ex-officio.
- B. The responsibilities of the Property Management Committee will be:
- (i) To plan and promote the effective use of the facilities in the work and ministry of the Church.
 - (ii) To manage those resources so as to achieve the most effective and efficient use of them.

C. The duties of the Property Management Committee will be those considered essential to the fulfillment of its responsibilities, but not limited to, the following:

(i) The Committee will plan and supervise the care, the maintenance and extension of the Church facilities.

Human Resources Committee

A. Membership – At least four (4) members elected from the congregation, one of which will serve as chairperson. The pastor and/or staff specialist(s) will be ex-officio.

B. The responsibilities of the Human Resources Committee will be:

(i) To ensure that appropriate and effective human resource recruitment, development, compensation, retention, succession planning and performance evaluation programs continue;

(ii) To apply (1) to both volunteer and staff positions;

(iii) To discover and channel the individual abilities of lay people in the work of the Church.

C. The duties of the Human Resource Committee will be those considered essential to the fulfillment of its responsibilities, but not limited to, the following:

(i) To collaborate with each working committee to provide any required guidance and/or support in the areas of human resource recruitment, development and retention.

(ii) The Committee will be responsible for acceptably staffing, educating and supporting all non-elected positions as required excluding any full or part time, paid staff.

(iii) Review salaries, benefits and contracts annually and make appropriate recommendations to the Board of Directors.

(iv) Review and update Volunteer and Staff personnel policies as needed.

(v) Be available to the Board of Directors as well as each Working Committee to provide support and guidance for Human Resources related matters, as required.

Mission and Outreach Committee

A. Membership - Coordinators of various ministries with the church formed to help this committee fulfill its purpose including Matthew House, Fellowship Events, News Team, and others as needed, plus at least two (2) members elected from the congregation, one of which will serve as chairperson. The pastor and /or staff specialist(s) will be ex-officio.

B. The responsibilities of the Mission and Outreach Committee will be:

(i) To promote among the church members, a spirit of friendliness of such a standard that this will attract others to Christ and this church.

(ii) To stimulate the spirit of evangelism among the Church Members.

(iii) To promote the activities and programs of the church so others may be attracted to it.

(iv) To promote the varied mission projects and opportunities and facilitate the congregations participation in such activities.

C. The duties of the Mission and Outreach Committee will be those considered essential to the fulfillment of its responsibilities including, but not limited to, those listed below:

(i) The Committee will make recommendations to the Board of Directors and receive their concurrence for the total Church programs to provide for the continuing enrichment and Development of Outreach and Missions

- (ii) The Committee will prepare and coordinate a program of evangelism such that others will be attracted to Christ,
- (iii) The Committee will prepare a program of social action for the Church either on its own or in joint activity with other churches in the area,
- (iv) The Committee will develop an educational program about Church missions, both at home and abroad,
- (v) The Committee will supervise the public information and advertising activities of the Church,
- (vi) The Committee will undertake such programs as to encourage newcomers to consider church membership.
- (vii) The Committee will always be open to the possibility of extending Banwell's ministry through off-site services (nursing home ministry, evangelistic meetings, etc.) as well as the consideration of church planting.
- (viii) The Committee will undertake to nominate for Church election, or appoint directly when necessary, delegates from the Church to represent the Church at Conventions, Association Meetings, Ordinations and Inductions. The Committee will also encourage the promotion of the activities of these bodies within the Church Program,
- (ix) The Committee will prepare a budget for its program for the coming church year at the end of each year, for submission to the Finance Committee.

Responsibilities and Duties of the Finance Committee

- A. Membership – The church treasurer, envelope steward, and others as needed, plus at least three (3) members elected from the congregation, one of which will serve as chairperson. The pastor and /or staff specialist(s) will be ex-officio.
- B. The responsibilities of the Finance Committee will be:
 - (i) To plan and promote the effective use of finances in the work of the Church.
 - (ii) To plan and promote effective stewardship opportunities as required.
 - (iii) To monitor and encourage growth of tithing by the congregation with a focus on education and support in this area.
- C. The duties of the Finance Committee will be those considered essential to the fulfillment of its responsibilities including, but not limited to, the following:
 - (i) The Committee will have the responsibility to prepare a total budget for the church and its programs, reviewing the requests from other Committees and its own members, and allocating funds for their functional tasks. This budget will be reviewed and approved by the Board of Directors prior to being submitted to the congregation for approval,
 - (ii) The Committee will review and, upon approval from the church, allocate funds (if considered possible) to meet special requests of the other Committee outside of their annual budgets,
 - (iii) The Committee will have the responsibility of planning and supervising the total Stewardship Program of the Church and enlisting the necessary funds to maintain the programs of the Church
 - (iv) The Committee, through the Treasurer, will have final responsibility for all financial activities such as supervising the counting of offerings, banking and payment of salaries and other expenses,
 - (v) The Committee, through the Envelope Steward, will maintain records of all giving where possible and prepare contribution statements for members as required.

Job Descriptions

Chairperson, Board of Directors

The duties of the Chairperson of the Board shall be as follows;

1. for the purposes of the Act, to act as President of the Church for corporate purposes;
2. to call all meetings of the Board;
3. to preside at all such meetings as the Chairperson;
4. to prepare agendas for all meetings of the Board;
5. to ensure the fairness, objectivity and completeness of matters occurring at such meetings, with a particular emphasis on assuring a balanced discussion, with all board members having equal opportunity for input;
6. to conduct such meetings in a prayerful manner seeking the guidance of the Holy Spirit in all matters of the Church;
7. to express an opinion on matters when necessary, but to remain primarily the moderator of the proceedings;
8. the Chairperson is not permitted to vote or make a motion at any Board meeting;
9. in the event of a tie vote, the Chairperson will declare the resolution to be defeated;
10. to ensure that all directives and resolutions of the Board are carried into effect;
11. to act as moderator at all congregational meetings; and
12. to carry out such other duties as are directed from time to time by the Membership of the Church or the Board.

Vice-Chairperson, Board of Directors

The duties of the Chairperson of the Board shall be as follows;

1. for the purposes of the Act, to act as Vice-President of the Church for corporate purposes;
2. in the event that the Chairperson of the Board is not able to function in his or her position then the Chairperson shall be replaced by the Vice-Chairperson of the Board who shall exercise all of the authority and comply with all of the obligation of the Chairperson;
3. in his or her absence, the duties of the Vice-Chairperson shall be performed by such other Board Member who is assigned the duties of the Vice-Chairperson by resolution of the Board; and
4. to carry out such other duties as are directed from time to time by the Membership of the Church or the Board.

Chairperson, Working Committees

The duties of the Chairperson of a Working Committee shall be as follows:

1. to lead the committee in such a way as to help it fulfill its purpose as set out in the constitution;
2. to preside at all meetings of the committee as the Chairperson;
3. to prepare agendas for all meetings of the Committee;
4. to ensure the fairness, objectivity and completeness of matters occurring at such meetings, with a particular emphasis on assuring a balanced discussion, with all committee members having equal opportunity for input;
5. to conduct such meetings in a prayerful manner seeking the guidance of the Holy Spirit in all matters of the Church;
6. to express an opinion on matters when necessary, but to remain primarily the moderator of the proceedings;
7. the Chairperson is not permitted to vote or make a motion at any Committee meeting;
8. in the event of a tie vote, the Chairperson will declare the resolution to be defeated;
9. to ensure that all directives and resolutions of the Committee are carried into effect; and
10. to attend all meetings of the Board of Directors and to bring a report on behalf of the Working Committee they represent.

Treasurer

The duties of the Treasurer are to oversee and be responsible for;

1. disbursing monies on behalf of the Church;
2. keeping an accurate cheque register;
3. the issuing and signing of cheques on behalf of the Church, co-signed by either the Chair of the Finance Committee or the Chair of the Board;
4. maintaining all payroll records;
5. maintaining accounts payable records;
6. paying all accounts and authorized expenses whenever practical and possible;
7. investing funds belonging to the Church as directed by the Finance Committee;
8. to work in concert with the envelope steward to ensure proper procedures in the collection of monies received by the Church;
9. the depositing of monies received by the Church in the proper bank accounts;
10. keeping an account of all monies received by the Church and keeping a full and accurate account of all assets, liabilities, receipts and disbursements of the Church including the following;
 - a. recording the Church income and receipts;
 - b. recording the Church fund disbursements;
 - c. preparation of monthly bank reconciliations; and
 - d. preparation of monthly financial statements.
11. keeping an accurate record of all contributions made through envelopes to the general and other funds of the Church as exist from time to time;
12. ensuring that no member or adherent receives any remuneration from the Church except to cover legitimate expenses incurred on behalf of the Church;
13. After consultation with other staff, volunteers and the external auditor, to present for the approval of the Finance Committee a design for the internal controls within the Church and to be responsible for the implementation and maintenance of the plan;
14. not to be a member of the Board, an Auditor or Chairperson of any Working Committee;
15. carrying out such other duties as directed from time to time by the Finance Committee or the Membership; and
16. in his or her absence, the duties of the Treasurer shall be performed by such Member who is temporarily acceptable to the Board of Directors upon a resolution of the Finance Committee.

Representatives on Working Committees

A Person may be considered to represent a particular area of interest to a Working Committee if he or she fulfills all of the following qualifications:

1. a member in good standing;
2. actively involved in the church;
3. personally committed to Jesus Christ as Saviour and Lord;
4. in full agreement with the Church Constitution; and
5. willing to attend training opportunities from time to time that may be helpful in fulfilling the duties of a committee member.

Note: a representative is not permitted to vote or make a motion at any Committee meeting;