



Dear Richview Church Family,

Thank you for your feedback to the first draft of the proposed new by-laws. We have incorporated the feedback we received and are happy to present a new draft for your consideration.

Our work is not done! You are invited to a roundtable discussion on this draft, scheduled for Wednesday, January 10 at 7:00 p.m. Please come with your comments and suggestions to make this draft better.

We would like to receive as much feedback as possible at this part of the process. We encourage you to participate now rather than waiting for the formal approval of this document. We sincerely need your input to make this document as good as it can be.

Thank you again for your attention, and we look forward to our meeting on January 10.

Sincerely,
The Board of Deacons
and Pastor Darryl Dash

Summary of Changes

- page 8 - removed “renewal of membership” section
- other changes highlighted by bold (**example**) or by bold and strikethrough marks (~~example~~) in text

**Richview Baptist Church
(a Federal Corporation)**

Letters Patent

V

The Articles of Faith and Church Covenant are as follows:

Articles of Faith

As believers in the Lord Jesus Christ, we affirm the following as a summary of what we believe to be basic truths about God and his works.

Section A - The Bible

Throughout history God has revealed himself in a variety of ways, and God has preserved the substance of this revelation in the Bible. When we say "the Bible," we mean the sixty-six books of the Old Testament and New Testament. These books were written by divinely chosen authors as they were prompted and guarded by the Spirit of God. Although those writers were genuine authors and in most cases not just secretaries taking dictation, the work of the Spirit was so complete that everything written in the biblical books taught the truth without any errors.

Strictly speaking, this inerrancy of the Bible, applies to its books as originally written, but we can be confident that we have the original text of the Bible in the copies and translations we possess today because God has preserved those writings. In any attempt to define what we ought to believe or how we ought to live, only the Bible can be used as a final authority. Traditional interpretations of the Bible and confessions of faith are useful guides, but they are always open to correction based on further study of the Bible. Any cooperation with others who profess to be Christians must be based on a shared commitment to the unique authority and complete truthfulness of the Bible. (Matthew 5:17-18; John 16:12-15; 2 Timothy 3:16-17; 2 Peter 1:20-21)

Section B - God

There is one, and only one, God, who is the creator of this universe. God, who is a God of love and justice, has always existed and will always exist. He is the ultimate authority over all persons and things, and he answers to no higher being or principle. In biblical terms we affirm that he is "holy," which means that he is in every way unique and in a category all his own, free from all the limits and imperfections experienced by creatures. In both the majesty of his being and the moral purity of his nature and action, he is uniquely perfect. Although God is one in his being, he exists eternally in three divine persons: the Father, the Son, and the Holy Spirit. The idea of the Trinity is a mystery beyond our full comprehension, but we are compelled by the witness of the Bible to affirm it. (Genesis 1-2; Deuteronomy 6:4-5; Matthew 28:19-20; 2 Corinthians 13:14)

Section C - Christ

The supreme revelation of God is found in Jesus Christ, the God-Man. The Son of God is a fully divine person of the Trinity who has existed eternally. In order to save human beings he added to his divinity a full and perfect human nature and became Jesus of Nazareth. Jesus was miraculously conceived by the power of the Holy Spirit in the womb of a Jewish virgin, Mary. He lived a sinless life in obedience to God the Father, and his obedience culminated in his death as a payment of the penalty for the disobedience of sinful humans. God vindicated him when he raised him bodily from the dead, and he ascended to heaven where he is free from the limits of this world. He now intercedes for us who believe in him and preserves us in our relationship with the Father while we await his personal return. (Matthew 1:18-23; John 1:1-18; Romans 5:12-19; 1 Corinthians 15:1-8)

Section D - The Holy Spirit

The Holy Spirit is a fully divine person, not just an impersonal force. The Spirit makes the work of Jesus Christ effective in us by convincing us that we have sinned against God, that we therefore fail to meet God's standard for human life, that we are subject to God's judgment for that reason, and that Christ is the answer to our need. Christ gives the Spirit to indwell all those who believe in him, and the Spirit gives to believers a new spiritual ability to understand God's Word and live in obedience to it. By indwelling us he sets us apart as God's children; he continues to transform us into faithful followers of Christ; and he will in the end make us fully like Christ. (John 7:37-39; 14:16-17; Romans 8:9; 1 Corinthians 12:13)

Section E - Satan

Satan (also called the Devil) exists as an evil, personal, spirit-being who opposes the work of God in the world. He originated rebellion against God and continues to use his real but limited power to oppose all that would serve the glory of God and the good of humanity. (Genesis 3:1-15; Job 1:6-12; 2 Corinthians 11:13-15; 1 Peter 5:8-9)

Section F - Humanity

Human beings were created by God to be like him in every way. This is necessary in order to be in relationship with him. They serve as God's visible representatives in the exercise of responsible dominion over the created world. Our first parents sinned by disobeying an explicit divine command and thus brought ruin on the human race. The Bible describes this ruin in terms of "death": spiritual, physical and eternal death. Spiritual death involves corruption at the core of our being, so that human beings are by nature totally incapable of pleasing God. Physical death is the destiny of all humanity. And ultimately eternal death involves permanent separation from God as the destiny of all those who refuse to repent and respond to God's offer of grace. (Genesis 1:26-27; 3:1-24; Romans 5:12-19; Ephesians 2:1-3)

Section G - Salvation

Although God could have left all human beings in their sin and guilt, in love, he freely and graciously chose to deliver us from our ruined condition. He provided his eternal Son to become human in order to save us. Christ's saving work focused on his death, in

which he bore the penalty which is justly ours, thus satisfying the demands of God's moral law and turning away the wrath of God which is poured out on unrepentant sinners. God signified his approval of Christ's work by raising him from the dead and exalting him as Lord in heaven. On the basis of this work of Christ on our behalf, God accepts as perfectly righteous all those who trust in Christ who died and rose again. We come to believe in Christ because God does a special work of grace to overcome our sinful disposition and draw us to himself. Then God continues this work of grace, so that all who have been drawn to faith in Christ will be preserved in faith and salvation and will enter into the perfect conditions of eternal life in the age to come. (John 6:35-40; Romans 3:19-26; 8:28-30; 1 Peter 1:18-23)

Section H - Future Things

We believe that Jesus Christ will return personally, bodily, and gloriously, just as he promised and his apostles affirmed. In the end, Christ will raise from the dead all who have ever lived, and he will declare God's perfect judgment concerning every person. Those who have been saved will live eternally in the perfect, renewed creation, and those who have been unrepentant will exist eternally in the conscious punishment of hell. (Matthew 25:31-46; John 5:28-29; 1 Thessalonians 4:13-18; Revelation 20-22)

Section I - The Church

The universal Church, the community of believers in Christ, is manifested in local Churches throughout the world. A properly ordered local Church is a loving community of persons who have confessed their faith in Christ by being immersed in Christian baptism, and who by their baptism have committed themselves to one another as well as to Christ. Together they seek to proclaim the gospel of Christ, to build up each other as growing followers of Christ, to transmit the Christian faith to succeeding generations, and to worship God as his people called to be a distinct society in this world. Each local Church is called to acknowledge Christ as Lord and Head of the Church and to use its divinely given abilities and opportunities to make Christ known in its community. Each Church needs to be served by two kinds of leaders: some who carry out a ministry of teaching and governing (known in the Bible as Elders, overseers, or pastors), and some who lead in the practical implementation of ministry (known in the Bible as Deacons). (Romans 12:3-8; Ephesians 4:1-16; 1 Timothy 3:1-15; 1 Peter 2:9-10)

Section J - Symbols of the Gospel

Among the things commanded by Christ, there are two visible symbols of the gospel, which he instituted for observance by his followers until he returns, one as a sign of Christian initiation and the other as a means of ongoing nurture.

Baptism is the immersion in water of a confessing believer, designed to occur at the beginning of Christian experience as the formal means of response to the gospel and initiation as a follower of the Lord Jesus Christ. The act is a powerful symbol of union with Christ in his death, burial, and resurrection, with all that this implies about our death to our old life and our spiritual rebirth. (Matthew 28:19-20; Romans 6:3-4)

The Lord's Supper is a symbolic meal in which believers together partake of bread and wine as a tangible reminder of the body and blood of Christ, which were offered up for

our salvation. By this act of eating and drinking, the whole community of believers proclaims the Lord's death until he returns. (Luke 22:19-20; 1 Corinthians 11:23-34)

Church Covenant

Having, as we trust, been brought by Divine Grace to repent and believe in the Lord Jesus Christ and to give up ourselves to Him, and having been baptized upon our profession of faith, in the name of the Father and of the Son and of the Holy Spirit, we do now, relying on His gracious aid, solemnly and joyfully renew our covenant with each other.

We will work and pray for the unity of the Spirit in the bond of peace.

We will walk together in brotherly love, as becomes **disciples of Jesus Christ**; exercise an affectionate care and watchfulness over each other and faithfully admonish and entreat one another as occasion may require.

We will not forsake the assembling of ourselves together, nor neglect to pray for ourselves and others.

We will endeavor to bring up such as may at any time be under our care, in the nurture and admonition of the Lord, and by a pure and loving example to seek the salvation of our family and friends.

We will rejoice at each other's happiness and endeavor with tenderness and sympathy to bear each other's burdens and sorrows.

We will seek, by Divine aid, to live carefully in the world, denying ungodliness and worldly lusts, and remembering that, as we have been voluntarily buried by baptism and raised again from the symbolic grave, so there is on us a special obligation now to lead a new and holy life.

We will work together for the continuance of a faithful evangelical ministry in this Church, as we sustain its worship, ordinances, discipline, and doctrines. We will contribute cheerfully and regularly to the support of the ministry, the expenses of the Church, the relief of the poor, and the spread of the Gospel through all nations.

Each of us will, when we move from this place, as soon as possible unite with some other Church where we can carry out the spirit of this covenant and the principles of God's Word.

May the grace of the Lord Jesus Christ, and the love of God, and the fellowship of the Holy Spirit be with us all. Amen.

**Richview Baptist Church
(a Federal Corporation)**

General Operating By-Law Number 1

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

BE IT ENACTED as a By-Law of RICHVIEW BAPTIST CHURCH (hereinafter referred to as the “Church”), as follows:

1. INTRODUCTION

An imperfect system filled with men and women **who pursue a life integrity and faith** will function far better than a perfect system filled with men and women who lack integrity **or faith**. The people we choose are as important as the system we use.

This document outlines the operation of the Church.

Unless otherwise stated, words implying the masculine gender include the feminine.

2. **PURPOSE AND VALUES**

Richview Baptist Church is a Church of disciples who follow Jesus Christ in order to become like him. We exist to glorify God by growing in our relationship with God and each other, and by participating in God's mission to the world.

Our foundational values (who we desire to be) are:

- Christ-centered
- Biblical
- Dependent on God
- Loving
- **Faith-filled**

Our ministry values (how we want to serve) are:

- Evangelistic
- People-focused
- Equipping
- Visionary
- Committed to excellence

3. MEMBERSHIP

a. About Membership

Membership establishes a relationship of mutual commitment between the Church and its members, and follows the Scriptural example of believers joining a Church (Acts 2:41, 47). Membership entails a responsibility to attend the Church, financially support its ministry, and to accept a ministry role within the Church appropriate to one's gifts. Another word for membership is partnership.

b. Qualifications for Membership

There are two qualifications for membership: personal faith in Jesus Christ, and believer's baptism (unless baptism is medically inadvisable).

There is no age restriction to membership. However, only members eighteen (18) years and older are eligible to participate in meeting of members of the Church.

c. Admission to Membership

Responsibility for interviewing and approving applicants for membership rests with the Board of Elders. Following a decision by the Elders, the newly appointed member will be publicly welcomed at the first available opportunity.

It will be the custom of this Church that all members present will reaffirm their Membership promise at the induction of any new members, using this time to evaluate how well they have lived out their commitment and to thoughtfully consider how to fulfill their promise even more.

d. Accountability

According to 1 Corinthians 5:9-13 and Titus 1:10-11, believers are in a relationship of accountability to the leaders and fellow members of a Church. Galatians 6:1 teaches that the goal of Church discipline is gentle restoration.

The Board of Elders will be responsible for restorative Church discipline, according to the procedure in Matthew 18:15-17, and in accordance with its policies and procedures.

e. Membership List

New members will be added to the Membership list. Deletions will be made in the following cases:

- i) At the death of the member;
- ii) At the written request of the member;
- iii) In accordance with d. accountability above;
- iv) At the decision of the Board of Elders in the case of inactivity or prolonged absence without cause. Before making this decision, the Elders will make every effort to restore the member to active involvement in the Church.

The congregation will be informed of changes to the membership list at each meeting of the members.

f. Blessings of Membership

Membership in this Church includes the following privileges:

- i) Attendance at, appropriate participation in, and voting during Church business meetings;
- ii) Laboring to extend God's Kingdom in ministries of the Church (as one's gifts, graces and calling make appropriate);
- iii) Reception of the committed oversight and care of the Elders and Deacons of the Church;
- iv) Reception of the committed care and discipline (as needed) of the membership of the Church.

g. Expectations of Members

There are also expectations of every member; specifically, to:

- i) **Participate in the life of the Church** whenever possible;
- ii) **Continue to grow spiritually by practicing spiritual disciplines like Bible reading and prayer;**
- iii) Serve **within the church and the world** using one's spiritual gifts;
- iv) Support the Church financially and generously;
- v) Support one another **spiritually and practically;**
- vi) Submit to the oversight of the Elders of the Church

4. LEADERSHIP

a. Governance

The Church is led by the Elders, who are accountable to the Membership for their leadership. It is “Elder led, and congregationally accountable.”

b. Leadership Structure

The Church’s leadership structure consists three divisions of Church leadership: the Elders, who oversee the doctrine, directions, and discipline of the Church; the Pastoral Staff, which is responsible for the day to day ministry and operation of the Church; and the Deacons, who direct the financial, benevolent, ordinance, and facility operations of the Church.

The pastors of the Church have the spiritual authority of the Elders. However, with the exception of the Senior Pastor, they will not be considered Members of the Board of Elders, and will attend meetings of the Elders only as needed and at the request of the Elders.

c. Directors and Officers

The Directors of the Church shall be composed of the Elders, with the exception of any Pastors on who **may** serve on the Board of Elders.

The Officers of the Church will consist of the **Chair of Elders**, Chair of Deacons, the Treasurer, Moderator, Registrar, and Envelope Secretary.

d. Full Leadership Meeting

At the discretion of the Board of Elders, a Full Leadership Meeting may be called. This meeting will consist of the three divisions of Church leadership: the Elders, Pastoral Staff, and Deacons. The Elders may also include, when needed, other key ministry leaders who are not on staff in a Full Board meeting. All are to be under the authority of, and in submission to, the Board of Elders.

5. ELDERS

a. Duties

The Elders are collectively responsible to oversee the doctrine, direction, and discipline of the Church.

Their duties shall include:

- i) Ensuring that the doctrine of the Church remains biblically sound;
- ii) Setting direction for the Church consistent with the objects of the Church, as described by the Letters Patent, including oversight and equipping of the ministries and Members of the Church;
- iii) Administering in love and humility the biblical process of Church discipline as outlined in Matthew 18:15-20 and Galatians 6:1-4;
- iv) Recognizing and discipling prospects for future Elders.

b. Qualifications

Qualifications for Elders are those outlined in Titus 1:6-9. Only those who have been Members of the Church for two years may serve as Elders, with the exception of the Senior Pastor.

c. Selection

The Senior Pastor shall be a Member of the Board of Elders.

Other Elders shall be elected by a decision of the Members. Annually, and when the need arises, the Members will be reminded of the biblical requirements for Elders, and be given the opportunity to nominate candidates for the position of Elder.

The existing Elders will examine nominations and, when appropriate, conduct interviews and recommend to the congregation that new Elders be appointed. A two-thirds (2/3) vote of Members is required to affirm each individual as an Elder.

Prior to the formation of the first Elders Board, the Board of Deacons will take the place of the Elders in the above process.

d. Term

Each Elder, upon appointment, shall be asked for a **one two (2) year** commitment. **Upon the initial formation of the Board of Elders, half of the Elders shall be asked for a one (1) year commitment. The mem-**

bers of the Board of Elders shall be appointed and shall retire in rotation every two (2) years. This term may be renewed.

At the end of each term, the commitment will be evaluated for possible recommitment and reaffirmation by fellow Elders. During the evaluation, both the individual and the other Elders shall evaluate that individual's continued service as an Elder, again considering the biblical qualifications, as well as any personal factors that might affect that Elder's service.

An individual's service as an Elder may be discontinued by one's own decision, or by an eighty (80) percent decision of the other Elders, or by a two-thirds (2/3) vote by the congregation. A person leaving the Board of Elders would not preclude his service as a future Elder, subject to the regular selection process.

e. Structure

The Board of Elders will consist of a minimum of five Elders.

The Board of Elders will consist of a Chair, the Senior Pastor, and additional Elders, who will assume responsibility as agreeable and necessary. All Elders will have equal authority and responsibility. The Senior Pastor will work in cooperation with the Board of Elders **Chair** to ensure healthy ministry development and strong accountability.

The Chair of Elders will be selected annually by the Board of Elders and may not be one of the pastors.

The Elders, with the exception of the Senior Pastor, will be considered the Directors of the Corporation, and the Board of Elders, with the exception of the Senior Pastor, will be considered the Board of Directors. The Board of Directors has the power to manage the Corporation. They may delegate some of their duties as Directors to the Board of Deacons, but maintain the ultimate authority and responsibility for the fulfillment of these duties.

f. Meetings

Meetings of the Board of Elders will take place at such times and places as determined by the Board of Elders but not less than four (4) times a year. Special meetings of the Board of Elders may be called by the Chair upon written notice of any three (3) Elders who shall then give notice of a special meeting of the Board of Elders as soon as possible thereafter.

All regular and special meetings of the Board of Elders shall be held on seven (7) days' notice either addressed and mailed, mailed by electronic means (e-mail), delivered to each Member of the Board of Elders, or published or announced at two consecutive worship services prior to each

meeting, or at the call of the Chair upon twenty-four (24) hours' notice in the event of an emergency. Notice can be waived by Elders who attend the meeting.

Agenda items for the Elder meetings must be submitted to the Chair of Elders prior to the Elders' meeting. The quorum for meetings of the Board of Elders is fifty (50) percent of the Elders.

g. Style

The Elders will oversee with an emphasis on outward vision rather than internal preoccupation; encouragement of diversity in viewpoints; strategic leadership rather than administrative detail; clear distinction of board and staff roles; collective rather than individual decisions; and future rather than past or present; and pro-activity rather than reactivity.

6. PASTORS

a. Duties

The Pastoral Staff are responsible for the day to day ministry and operation of the Church.

The responsibility of the Senior Pastor will be to faithfully preach God's Word, model the priority of discipleship within the Church, and to provide spiritual leadership to the Church in conjunction with the Board of Elders. The Senior Pastor normally **will serve** as the leader of the Pastoral Team and **supervise** all Pastoral Staff.

Ministry descriptions for the remaining Pastoral Staff will be established by the Board of Elders in keeping with the giftedness of the individual and the needs of the Church.

b. Qualifications

The qualifications are equivalent to the biblical qualifications of an Elder as outlined in Titus 1:6-9.

c. Selection

All Members of the Pastoral Staff, with the exception of the Senior Pastor, will be chosen by the Board of Elders. The Senior Pastor will automatically be a Member of the Board of Elders.

When the Senior Pastor's position is vacated, the Elders will appoint a Pastoral Search Committee. The Pastoral Search Committee will make recommendations to the Elders. The Elders in turn will make recommendations to the congregation. A two-thirds (2/3) affirmative vote by the Membership in an official Meeting of Members of the Church is required to call a new Senior Pastor.

d. Accountability

The Senior Pastor is responsible and accountable to the Board of Elders. Unless otherwise stated, all other Pastoral Staff are responsible to the Board of Elders through the supervision of the Senior Pastor.

e. Term

All Pastoral Staff will serve for an indefinite period of time, which shall end upon the resignation of the staff Member, or dismissal by the Church, **or according to the terms of the employment contract.**

Pastoral staff, with the exception of the Senior Pastor, may be dismissed by an eighty (80) percent decision of the Board of Elders.

The Senior Pastor may be dismissed by an eighty (80) percent decision of the Board of Elders, or a two-thirds (2/3) affirmative vote by the Membership in an official Meeting of Members of the Church.

7. DEACONS

a. Duties

The office of Deacon is one that exists biblically to give leadership to the serving functions of the Church (Acts 6). The qualification for Deacons are the same as Elder in the area of character, but different in aptitude.

The task of Deacons is to administer the physical needs of the Church, thus freeing the Elders to attend to prayer and the ministry of the Word. The Deacons direct the financial, benevolent, ordinance, and facility operations of the Church under the authority of the Elders.

b. Qualifications

Qualifications for Deacons are those outlined in 1 Timothy 3:8-12. Only those who have been Members of the Church for two years may serve as Deacons.

c. Selection

Annually, and when the need arises, the congregation will be reminded of the biblical requirements for Deacons, and be given the opportunity to nominate candidates for the position of Deacon.

The existing Deacons will examine nominations and, when appropriate, conduct interviews. A two-thirds (2/3) vote of Elders is required to affirm the individual as an Deacon.

Prior to the formation of the first Elders Board, responsibility for the above selection process will be the responsibility of the Board of Deacons.

d. Term

Deacons will serve for a term of ~~one (1)~~ **two (2)** years. **Upon the initial formation of the Board of Deacons, half of the Deacons shall be asked for a one (1) year commitment. The members of the Board of Deacons shall be appointed and shall retire in rotation every two (2) years.** This term may be renewed.

An individual's service as an deacon may be discontinued by one's own decision, or by the decision of the Elders.

e. Structure

The Board of Deacons will consist of a Chair, the Treasurer, and a minimum of three other Members.

The Chair of Deacons will be selected annually from the elected Deacons by the **Deacons, subject to the approval of the** Board of Elders, and may not be one of the pastors.

~~The Deacons will be considered Officers of the Corporation.~~

f. Meetings

Meetings of the Board of Deacons will take place at such times and places as determined by the Board of Deacons but not less than four (4) times a year. Special meetings of the Board of Deacons may be called by the Chair upon written notice of any three (3) Members of the Board of Deacons who shall then give notice of a special meeting of the Board of Deacons as soon as possible thereafter.

All regular and special meetings of the Board of Deacons shall be held on seven (7) days' notice either addressed and mailed, mailed by electronic means (e-mail), delivered to each Member of the Board of Deacons, or published or announced at two consecutive worship services prior to each meeting, or at the call of the Chair upon twenty-four (24) hours' notice in the event of an emergency. Notice can be waived by Deacons who attend the meeting.

Agenda items for the Elder meetings must be submitted to the Chair of Deacons prior to the meeting of the Board of Deacons. The quorum for meetings of the Board of Deacons is fifty (50) percent of the Deacons.

8. OFFICERS

a. Qualification

Only those who have been Members of the Church for two years may serve as Officers.

b. Selection and Dismissal

All Officers, ~~with the exception of the Chair of Deacons~~, will be selected by the Board of Deacons, subject to the approval of the Board of Elders, for a one (1) year term. ~~The Chair of Deacons will be selected by the Board of Elders for a one (1) year term.~~ Officers shall be subject to removal by resolution of the Board of Elders at any time.

c. Types of Officers

i) Chair of Deacons

The Chair of Deacons will be responsible to call and to lead meetings of the Board of Deacons, or to designate another Deacon or Elder to do so in his or her absence.

ii) Treasurer

The Treasurer shall have the custody of the funds and securities of the corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the corporation in the books belonging to the corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the corporation in such chartered bank of trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the board of Directors from time to time. He shall disburse the funds of the corporation as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the president and Directors at the regular meeting of the board of Directors, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the corporation. He shall also perform such other duties as may from time to time be directed by the board of Directors.

The Treasurer may not receive any funds or keep any envelope records.

iii) Moderator

The Moderator will preside at all Meetings of Members as the chairperson, ensuring the fairness, objectivity, and completeness of

all such Meetings. He or she shall vote at a Meeting of Members only when a deciding vote is necessary.

iv) Registrar

The Registrar is responsible to record and store minutes of the Meetings of Members; to be the custodian of the seal of the Church which he or she shall deliver only when authorized at the direction of the Board of Elders; to be the custodian of all papers and documents of the Church; to oversee the keeping of records of Members; to give an annual written summary of the records of Members for inclusion in the Annual Report; and to oversee the keeping of records of Church baptisms, weddings, and funerals.

v) Envelope Secretary

The Envelope Secretary is responsible to record the amount contributed by Members by envelope or direct deposit, to annually summarize the total received per envelope number, to issue a charitable tax receipt to each individual, and to maintain the confidentiality of these records.

9. MEETINGS OF MEMBERS

a. Structure

Attendance at the Meeting of Members of the Church will be open to all who regularly attend the Church. Participation (i.e. speaking publicly, asking questions, affecting consensus, etc.) shall be limited to the Members in good standing. A Member in good standing will be one who is not under the discipline of the Board of Elders and who gives clear evidence of seeking to fulfill the current Membership Covenant.

Meetings will be led by the Moderator. If the Moderator is absent, the duties of the Moderator shall be performed by the Chair of Elders or by a designate appointed by the Board of Elders.

Any item of business that a Member wishes to raise at any Meeting of Members that is not part of the published agenda, which will be published fourteen (14) days prior at a Meeting of Members, must be given in writing to one of the Elders at least seven days before the Meeting of Members.

A quorum of twenty (20) percent of Members in good standing is required at all Meetings of Members. Decisions will normally be made using Robert's Rules of Order, unless the Canada Corporations Act or this document provides otherwise.

b. Annual Meeting

An Annual Meeting of Members will take place annually at such a time and place in Canada as determined by the Board of Elders, no later than sixty (60) days after the financial year end.

The Annual Report will include reports from all ministries of the Church, and will include a full financial statement of the previous year. Members will appoint an Auditor at the Annual Meeting, elect Elders, and approve the Budget, and carry out any other necessary business.

c. Other Meetings

Other meetings will take place as determined by the Board of Elders, or at the written request to the Chair of Elders of at least twenty (20) Members in good standing.

d. Notice of Meeting

Notice of all Meetings of Members shall be given to Members by notice orally in the worship services of the Church or in the Church Bulletin at least two weeks prior to the date of the Meeting of Members. Notice for all Members of Meetings shall include the date, time, place, and purpose of

the meeting and shall contain sufficient information to permit the Member to form a reasoned judgment on the decision to be taken.

11. GENERAL PROVISIONS

a. Seal

The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the corporation.

b. Head Office

Until changed in accordance with the Act, the Head Office of the corporation shall be in the City of Toronto, in the Province of Ontario.

c. Power of Directors

The Directors of the corporation may administer the affairs of the corporation in all things and make or cause to be made for the corporation, in its name, any kind of contract which the corporation may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the corporation is by its charter or otherwise authorized to exercise and do.

The Directors shall have power to authorize expenditures on behalf of the corporation from time to time and may delegate by resolution to an officer or officers of the corporation the right to employ and pay salaries to employees. The Directors shall have the power to enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available for the benefit of promoting the interest of the corporation in accordance with such terms as the Board of Directors may prescribe.

The Board of Directors (also called the Board of Elders) is hereby authorized, from time to time

- i) to borrow money upon the credit of the corporation, from any bank, corporation, firm or person, upon such terms, covenants and conditions at such times, in such sums, to such an extent and in such manner as the Board of Directors in its discretion may deem expedient;
- ii) to limit or increase the amount to be borrowed;
- iii) to issue or cause to be issued bonds, debentures or other securities of the corporation and to pledge or sell the same for such sums, upon such terms, covenants and conditions and at such prices as may be deemed expedient by the Board of Directors;
- iv) to secure any such bond, debentures or other securities, or any other present or future borrowing or liability of the company, by

mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the corporation, and the undertaking and rights of the corporation.

The Board of Directors shall take such steps as they may deem requisite to enable the corporation 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 corporation.

The Board of Directors may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the Board of Directors at the time of such appointment.

Remuneration for all officers, agents and employees and committee members shall be fixed by the Board of Directors by resolution. Such resolution shall have force and effect only until the next meeting of members when such resolution shall be confirmed by resolution of the members, or in the absence of such confirmation by the members, then the remuneration to such officers, agents or employees and committee members shall cease to be payable from the date of such meeting of members.

d. Indemnity

Every Director of the corporation and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the corporation, from and against;

- i) all costs, charges and expenses which such Director sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him, or in respect of any act, deed, matter of thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability;
- ii). all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default.

e. Directors and Officers Insurance

The Church on behalf of its Directors and Officers shall use its reasonable and best efforts to cause to be maintained in full force and effect Directors

and Officers Liability insurance for a limit of not less than five million dollars (\$5,000,000) for any one occurrence and in the aggregate annually, subject to a self-insured retention provision of not more than twenty-five thousand dollars (\$25,000) for any one claim. Such coverage shall be of a continuous nature fashioned to provide seamless coverage for all past and pending incidents and claims.

f. Policies

The Board of Elders may prescribe policies not inconsistent with these By-Laws relating to the doctrine, direction, discipline, management and operation of the Church.

The Board of Deacons may prescribe policies related to the financial, benevolent, ordinance, and facility operations of the Church, subject to the approval of the Board of Elders.

g. Remuneration

No Director or Officer, apart from the Pastors of the Church, shall receive remuneration, nor shall directly or indirectly receive any profit from his or her position as such, except reimbursement for reasonable expenses incurred in the performance of their duties.

h. Dissolution

In the event this Church discontinues and is dissolved, its assets not required for payment of its liabilities and obligations shall be paid over and transferred to one or more organizations engaged in activities similar to our own and in agreement with statement of faith in this Constitution, and being a recognized charitable organization in Canada. Such distribution shall as decided by the Board of Elders.

i. Execution of Documents and Cheques

Contracts, documents or any instruments in writing requiring the signature of the corporation, shall be signed by any two officers and all contracts, documents and instruments in writing so signed shall be binding upon the corporation without any further authorization or formality. The Directors shall have power from time to time by resolution to appoint an officer or officers on behalf of the corporation to sign specific contracts, documents and instruments in writing. The Directors 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 or by any officer or officers appointed by resolution of the board of Directors.

j. Budget

A budget for the next financial year shall be enacted by the Board of Deacons no later than the end of each financial year. The budget will take effect at the start of the new financial year, subject to the approval of the Board of Elders. The budget will be ratified by the Members at the Annual Meeting.

k. Spending Authority

There shall be a ceiling of one thousand dollars (\$1,000) for any individual expenditure not included in the budget, providing that the financial situation of the Church warrants it. All capital expenditures exceeding one thousand dollars (\$1,000) that are not included in the budget must be ratified at a Meeting of Members.

In the event of a legitimate emergency, any individual expenditure may be made not exceeding five thousand dollars (\$5,000) provided the expenditure has the unanimous approval of the Chair of Elders, Chair of Deacons, and Senior Pastor. Said approval must be committed to writing as soon as is reasonably practical.

l. Tellers

Tellers shall be appointed annually by the Board of Deacons. At least two tellers shall be present for the counting of monies. Tellers shall also deposit of monies to the bank.

m. Appointment of the Auditor

The members shall, at each annual meeting, appoint an auditor to audit the accounts and annual financial statements of the corporation for report to the members at the next annual meeting. The auditor shall hold office until the next annual meeting provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the board of Directors.

n. Financial Year End

Unless otherwise ordered by the board of Directors, the fiscal year end of the corporation shall be December 31st of each year.

o. Books and Records

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

p. Amendments

The by-laws of the corporation not embodied in the letters patent may be repealed or amended by by-law, or a new by-law relating to the requirements of subsection 155(2) of the Canada Corporations Act, may be enacted by a majority of the Directors at a meeting of the board of Directors and sanctioned by an affirmative vote of at least two-thirds (2/3) of the members at a meeting duly called for the purpose of considering the said by-law, provided that the repeal or amendment of such by-laws shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

q. Interpretation

In these by-laws and in all other by-laws of the corporation hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.