



South Delta Baptist Church

Proposed and Current Bylaws Comparison

January 2020

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## Background, Rationale and Context

In November 2016 the Province of British Columbia enacted an updated Societies Act governing the affairs of all societies (not for profit corporations) in BC. Existing societies were given two years to adjust and comply with the new Act. South Delta Baptist Church, with the help of Doug Fordham from Fellowship Pacific, were able to amend our existing Bylaws and Constitution without requiring member approval as the changes involved only moving content from one document to the other. Under the new Act, the constitution now only includes the name of the organization and its purposes. This meant our Statement of Beliefs was moved, unchanged, to the bylaws. At this time the Elders agreed that a comprehensive review of SDBC's bylaws would be a worthy exercise.

In June 2019, the Elder Board established a sub-committee with the goal of revising and presenting updated bylaws to the South Delta Baptist Church membership. The committee consisted of the following individuals:

Peter Grierson, Elder Board vice-Chair, Committee chair  
Terry Weatherly, Elder Board secretary  
Jordan Scott, Executive Pastor  
Ken Wright, Moderator  
Sandy Strukoff, SDBC Member

In the months that followed, the committee met many times and spent countless hours reviewing, proposing and revising the SDBC Bylaw document. In November, the first draft was presented to the Elder board for review and comment. The Elders' input was reviewed and final changes were made as appropriate. In the pages that follow you will find a page by page comparison between the 2020 Proposed Bylaws (even numbered pages) and SDBC's current bylaws (odd numbered pages).

When the committee began their work they were guided by a few principles.

- **simplicity** - the newly adopted Societies Act is extremely comprehensive and acts as the foundation for all bylaws adopted by Societies in BC. The committee sought to make SDBC's bylaws simple to follow and adhere to.
- **clarity** - bylaw and constitutional documents can be written with sometimes confusing or uncommon language. The impact of this is a document that can be hard to understand and follow. The committee sought, as much as possible, to use simple, easy to understand language to ensure the intent of the bylaws is clear.
- **brevity** - as previously mentioned, the new Societies Act is extremely comprehensive. The committee were careful to avoid simply duplicating sections from the Act into our Bylaws but rather ensured that SDBC's bylaws highlight where we need to be unique or specific within the boundaries provided by the Act.
- **current** - as the committee worked through the current bylaws there were often examples where SDBC's practices have wandered from what was prescribed in the Bylaws. In each of these cases the committee considered these points carefully. In some cases, the committee chose to leave the bylaw unchanged and in others changes were made to align with current and recent practice.

As we now begin the process to socialize these updated bylaws the committee is proud of their efforts and we look forward to hearing your questions and sharing the discussions we had as we worked through the document.

To facilitate this process two town halls have been arranged to allow presentation and discussion of the new bylaws. These town hall meetings are scheduled on Feb 12 & Mar 10 at 7PM in the Fellowship Hall. Committee members are also happy to entertain questions you may have.

The intent is to present these proposed bylaws at the 2020 AGM for adoption by the membership.

We thought it would be an excellent start to spell **BAPTIST** correctly.

**SOUTH DELTA BAPTIST CHURCH**  
**BYLAWS**

**Part 1 - Definitions and Interpretation**

**Definitions**

1.1. In these Bylaws:

- “Bylaws” means the Bylaws of the Church;
- “Elected Elders” means the Elders of the Church who are elected and who for all purposes serve as the directors (as defined and required by the Societies Act) of the Church;
- “registered address” of a member means his or her address as recorded in the register of members;
- “Church” means South Delta Baptist Church;
- "ordinary resolution" means a resolution passed at a general meeting by a simple majority of the votes cast by the voting members present.
- “Societies Act” or “Act” means the Societies Act of British Columbia as amended from time to time;
- "special resolution" means a resolution passed at a general meeting by at least 2/3 of the votes cast by the voting members present. (Note: As permitted by the Societies Act, these Bylaws provide for a higher threshold in certain circumstances.)

*The Act includes many more definitions, these are highlighted here as they are often used or they relate to terms that are not defined in the Act.*

**Definitions in the Act apply**

1.2 The definitions in the Act apply to these Bylaws.

**Conflict with Act or regulations**

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

  
CAROL PREST

***SOCIETY ACT***

**SOUTH DELTA BAPIST CHURCH**

**BYLAWS**

(as approved by Special Resolution passed September 30, 2007)

**Article 1 - Interpretation**

1. In these Bylaws, unless the context otherwise requires,

- (a) "bylaws" means the Bylaws of the Church;
- (b) "Elected Elders" means the Elders of the Church who are elected to the Elders Board and who for all purposes serve as the directors (as defined and required by the Society Act) of the Church for the time being;
- (c) "registered address" of a member means his or her address as recorded in the register of members;
- (d) "Church" means South Delta Baptist Church;
- (e) "*Society Act*" means the *Society Act* of the Province of British Columbia from time to time in force and all amendments to it;
- (f) "special resolution" means a resolution passed by not less than 75% of the persons entitled to vote.

2. The definitions in the *Society Act* on the date these Bylaws become effective apply to these Bylaws.

3. Words importing the singular include the plural and vice versa; and no reference to a person includes a corporation.

*The Membership section has received a significant re-write. Sample bylaws from the Fellowship provided clear and simple wording. Some changes to highlight include:*

- *The automatic inclusion of Pastors as members*
- *provision for applicants for membership who have been baptized by modes other than immersion*
- *removal of the provision to grant a 'letter of commendation'*

## **Part 2 – Membership**

### **Membership Requirements**

2.1. Each person applying for membership in the Church must:

- Acknowledge Jesus Christ as Saviour and Lord.
- Have publicly expressed faith in Christ through baptism [by immersion].
- Agree with the Statement of Beliefs, Constitution and Bylaws of the Church.

### **Membership Approval**

Process for becoming a member:

2.2. Applications for membership must be made through the Elected Elders, with the exception of pastors who, by nature of their call and subsequent approval by the members, are granted membership.

2.3. All applicants for membership shall be interviewed to determine their acceptability based on the requirements stated above. Interviews are performed by two members of the Elected Elders or by such members as are duly appointed by the Elected Elders.

2.4. Upon a satisfactory interview, the interviewers shall make a recommendation to the Elected Elders regarding their acceptance into membership.

2.5. Applicants become members upon unanimous approval of the Elected Elders.

2.6. An individual under the age of eighteen may be admitted as a member of the Church, but may not vote until attaining the age of eighteen.

## **Article 2 - Membership**

1. The members of the Church are the applicants for incorporation of the Church, and those individuals who subsequently have become members, in accordance with these Bylaws and, in either case, have not ceased to be members. The Church shall at all times have at least three members.
2. An individual may apply to the Elected Elders for membership in the Church and upon complying with the following process and requirements shall become a member. Each person applying for membership must:
  - (a) acknowledge the Lordship of Jesus Christ, have expressed agreement with the Statement of Beliefs of the Church, and experienced baptism by immersion in a manner satisfactory to the Elected Elders;
  - (b) apply in writing, in a form required by and directed to the Elected Elders;
  - (c) be interviewed by two Elected Elders, or two members appointed by the Elected Elders for such purpose; and
  - (d) be approved by unanimous approval of the Elected Elders.
3. An individual under the age of eighteen may be admitted as a member of the Church, but may not vote until attaining the age of eighteen.

## **Membership Responsibilities**

2.7. Members of the Church will strive to live out these responsibilities:

- To continually be taking next steps on their spiritual journey (Gal 5:22-26).
- To express Jesus' love in deeds and words, in the world in which they live (Mat 28:19-20).
- To meet regularly with the church family (Psa 150:1, Eph 5:19-20).
- To support the Church financially (2 Cor 9:6-15).
- To be responsive to and supportive of the leadership of the Church (Heb 13:17).
- To love, encourage, support and pray for one another (Rom 12:10).
- To grow as a servant (Mk 10:45).

## **Membership Roll**

2.8. The Church membership roll shall be reviewed annually by the Elected Elders.

2.9. All members are in good standing except:

- a) A member who, in the opinion of the Elected Elders, has failed to remain active in the Church, provided that such inactivity shall arise only where a member is absent from the normal activities of the Church for a period of a year or more and does not communicate an interest in remaining a member of the Church;
- b) A member who is under discipline or suspension.

## **Care and Discipline**

2.10. The care of the members will be the particular concern of the Elected Elders and pastors. It should be understood that for this reason the lives and testimony of this local body of believers in Christ shall be of continual interest to the Elected Elders and pastors. They may, therefore, from time to time elect to counsel members personally to more active service, to remind members of their responsibilities within this church family, or to encourage members in areas of self-discipline which will strengthen their testimony and that of the Church. The admonitions of the Elders are to be given in a spirit of love and concern, and the members are expected to receive the admonitions in a spirit of appreciation and self-examination.



4. Every member shall uphold the Constitution and comply with these Bylaws.
5. A person shall cease to be a member of the Church:
  - (a) by delivering his resignation in writing to the secretary of the Church or by mailing or delivering it to the address of the Church;
  - (b) on death;
  - (c) by transfer to another church pursuant to section 9 of this Article 2;
  - (d) on being expelled; or
  - (e) on having been a member not in good standing for 12 consecutive months.
6. The Elected Elders may by special resolution expel, suspend or otherwise discipline any member who in their opinion is guilty of conduct which is improper or unbecoming for a member of the Church or is likely to endanger the interests or reputation of the Church or is in breach of these Bylaws but the Elected Elders shall first notify the member and give the member an opportunity to be heard. From time to time, by special resolution, the Church may provide for a process or processes of discipline, expulsion and suspension, as well as dispute resolution between the Church and any member, or between or among any members, which process or processes shall be communicated to all members of the Church and thereafter be binding on all members.
7. All members are in good standing except:
  - (a) a member who, in the opinion of the Elected Elders, has failed to remain active in the Church, provided that such inactivity shall arise only where a member is absent from the normal activities of the Church for a period of a year or more and does not communicate an interest in remaining a member of the Church;
  - (b) a member who is under discipline or suspension.
8. Any member who ceases to be a member of the Church forfeits all rights, claims, privileges or interest arising from membership in the Church.
9. A member or a receiving church may apply to the Elected Elders for a letter of commendation in relation to a transfer of membership to another church, and the Elected Elders may approve and provide or cause to be provided such letter of commendation, or direct any one or number of Elected Elders to do so.

2.11. When further discipline of Church members is necessary, as an expression of the members' care for one another and for the body of Christ, its object shall be the correction and leading of individual members to repentance with a clear view to their full restoration to fellowship within the body and the protection of the spiritual life and testimony of the corporate body of the Church within the community.

2.12. In the event of a difference arising between members, the responsibility for reconciliation is incumbent upon both. The procedure to be followed is outlined in Matt 18:15-22 and the attitude in Matt 7:1-5; 1 Cor 6:1-11; 2 Cor 5:11-21; Gal 6:1.

### **Termination**

2.13. A person shall cease to be a member of the Church:

- a) By requesting in writing removal from the Church membership roll;
- b) On being expelled;
- c) On having been a member not in good standing for twelve consecutive months;
- d) On death.

2.14. The Elected Elders may, by unanimous resolution, expel, suspend or otherwise discipline any member who in their opinion is in breach of these Bylaws, or is guilty of conduct which is improper or unbecoming for a member of the Church, or likely to endanger the interests or reputation of the Church. Before taking such action the Elected Elders shall first notify the member and give the member an opportunity to be heard.

The Church, by special resolution, may provide a process of dispute resolution between the Church and any member, or between or among members. Such process or processes shall be communicated to all members of the Church and thereafter be binding on all members.

2.15. Any person who ceases to be a member of the Church forfeits all rights, claims, privileges or interest arising from membership in the Church.

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*Part 3 includes both Article 3 and 4 from the current bylaws as they both relate to Membership Meetings.*

*In this section, particular diligence was paid to the timing and method of notice of meetings. The Act provides for notice to be deemed delivered via email or when posted on the SDBC Website. Other means, such as Sunday announcements, will still be used to communicate about meetings of the church.*

*To simplify our practices the discussion of Special and Regular business has been removed.*

*“majority of the votes cast by the voting members present” - this clarification greatly simplifies our voting practices, especially when ballots are used and takes away the circumstance where abstaining or spoiling a ballot counted it as a ‘No’ vote.*

## **Part 3 - Meetings of Members**

### **Schedule of meetings**

3.1. The annual general meeting of the Church shall be held within the first four months of each calendar year, and at the time and place which the Elected Elders decide.

3.2. The Elected Elders may, at their discretion, convene a general meeting, provided that at least one additional general meeting shall be held each year at least 3 months apart from the annual general meeting.

3.3. Upon the written request of at least 10% of the members in good standing, the Elected Elders shall call a general meeting.

### **Notice of Meetings**

3.4. Notice of the date, time and location of a general meeting must be sent to every member at least 21 days before the meeting except as noted in subsection 10.2.

3.5. Notice of a general meeting must state the nature of any business to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business. Notice must include the text of any special resolution to be submitted to the meeting.

3.6. Notice of a general meeting is deemed to have been sent under subsection 3.4 if:

- a) notice of the date, time and location of the meeting has been sent to every member of the society who has provided an email address to the Church, by email to that email address, and
- b) notice of the date, time and location of the meeting is posted, throughout the period commencing at least 21 days before the meeting and ending when the meeting is held, on a website that is maintained by or on behalf of the Church and is accessible to all of the members of the Church.

3.7. The accidental omission to send notice of a general meeting to a member, or the non-receipt of notice by a member, does not invalidate any proceedings at the meeting.

### **Article 3 - Meetings of Members**

1. Annual general meetings of the Church shall be held in the first 4 months of each calendar year and at the time and place, in accordance with the *Society Act*, that the Elected Elders decide.
2. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
3. The Elected Elders may, when they think fit, convene an extraordinary general meeting, provided that at least one extraordinary general meeting shall be held each year in addition to and at least 3 months apart from the annual general meeting. Upon the written request of at least 10% of the members then in good standing, the Elected Elders shall call an extraordinary general meeting.
4. Notice of a general meeting shall be given at least 14 days before the general meeting and specify the place, day and hour of meeting, and, in case of special business (as defined in Article 4(1)(b)), the general nature of that business. Notice may be given by posting notice of such general meeting in the Church bulletin distributed at the weekly worship services, at least 14 days before the general meeting. The Elected Elders shall cause an agenda for each general meeting to be provided by leaving a copy thereof at the Church office, together with all reports or other information referred to in the agenda, at least 7 days prior to the general meeting.
5. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

## **Rules governing meetings**

3.8. The rules of order shall be the current version of Robert's Rules of Order Newly Revised.

3.9. A member in good standing present at a meeting is entitled to one vote. Voting by proxy is not permitted.

3.10. The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.

3.11. No business, other than the election of a chair and the adjournment or termination of the meeting shall be conducted at a general meeting unless a quorum is present.

3.12. If, at any time during a general meeting, the chair determines that a quorum is no longer present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

3.13. If, 30 minutes after the time set for holding a general meeting, a quorum is not present,

- a) in the case of a meeting convened on the request of the members, the meeting is terminated, and
- b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

3.14. Subject to Article 3.15, the Moderator of the Church shall preside as chair of a general meeting. The Moderator shall be a member in good standing, elected by the members from the membership at each annual general meeting and shall serve until the close of the next annual general meeting after being elected. The Moderator shall not be an Elected Elder.

3.15. If at a general meeting the Moderator is not present within 15 minutes after the time appointed for holding the meeting, or the Moderator is unable to act as chair, then the members present shall choose one of their number to be chair.

3.16. The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

3.17. It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

3.18. At a general meeting, voting must be by a show of hands, except when a secret ballot is required pursuant to these Bylaws, is requested by two or more voting members, or is directed by the chair of the meeting.

3.19. A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold.

#### **Article 4 - Proceedings at General Meetings**

1. Special business is:
  - (a) all business at an extraordinary general meeting; and
  - (b) all business transacted at an annual general meeting, except:
    - (i) the consideration of the financial statements;
    - (ii) the report of the Elected Elders;
    - (iii) the report of the auditor, if any;
    - (iv) the election of Elected Elders;
    - (v) the election of the Moderator;
    - (vi) the election of the nominating committee;
    - (vii) the appointment of the auditor, if required; and
    - (viii) such other business that, under these Bylaws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the Elected Elders issued with the notice convening the meeting.
2. The rules of order shall be the current version of Robert's Rules of Order Newly Revised.
3. No business, other than the election of a chair and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.
4. If at any time during a general meeting the chair determines that there has ceased to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
5. A quorum is the greater of 3 members and 10% of the members then in good standing, present in person, and eligible to vote.
6. If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum, providing there is never less than 3 members present at all times.
7. Subject to Article 4(8), the Moderator of the Church shall preside as chair of a general meeting. The Moderator shall be a member in good standing, elected by the members from the membership at each annual general meeting, or at any general meeting as required to replace a Moderator who has retired, resigned or is otherwise unable to serve as Moderator, for the purpose of chairing each general meeting. The Moderator shall not be an Elected Elder and shall serve until the next annual general meeting after being elected.

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8. If at a general meeting:

- (a) the Moderator is not present within 15 minutes after the time appointed for holding the meeting, or
- (b) the Moderator is unwilling to act as chair,

the members present shall choose one of their number to be chair.

9. A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

10. When a general meeting is adjourned for 10 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

11. Except as provided in this Bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.

12. In case of an equality of votes the chair shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.

13. A member in good standing present at a meeting in person is entitled to one vote.

14. Voting is by a show of hands, unless a ballot is required pursuant to these Bylaws or by ruling of the chair of the meeting.

15. All resolutions of members shall, unless otherwise required by the *Society Act*, the Constitution, any other bylaw, provision, law or regulation, be by ordinary resolution.

*In the ACT the threshold for a Special Resolution is 2/3 of the votes cast. For SDBC we have chosen to maintain our 3/4 or 75% threshold for various resolutions including the election of Elders.*

*The ACT stipulates that removal of a Director (Elected Elder in our case) should be “by special resolution, despite any provision of the bylaws”, meaning that a 2/3 threshold will apply.*

*Clarity has been added to better describe when an Elder term ends.*

*Section 4.8, referring to filling Elder vacancies, was not changed, however, this is an example of our practice wandering from our bylaws. Elected Elders and Nominating Committees will need to pay attention to this in the future and may chose to re-align the terms of some Elders to avoid a large turnover of Elected Elders in a single year.*

*The existing clause requiring an Elder to remain in office after his term has completed if no successor is elected has been removed.*

## **Part 4 - Elected Elders**

### **Role of Elected Elders**

4.1. Subject to the Act, the regulations, applicable laws and these Bylaws, the Elected Elders must manage, or supervise the management of, the activities and internal affairs of the Church.

4.2. Elected Elders must, when exercising the powers and performing the functions noted in Article 4.1,

- a) act honestly and in good faith with a view to the best interests of the Church,
- b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances,
- c) act in accordance with the Act and the regulations, and
- d) subject to paragraphs (a) to (c), act in accordance with the Bylaws of the Church.

### **Elected Elder Requirements**

4.3. Elected Elders must meet the following requirements:

- (a) be men prepared by God who clearly possess the qualifications given in 1 Timothy 3:1-7, Titus 1:5-9.
- (b) be in agreement with the Church’s Statement of Beliefs. If at any time one is at variance with it, he shall resign.
- (c) perform the Biblical duties of an Elder in specified areas of ministry.
- (d) be members in good standing.

Paid staff of the Church may not serve as Elected Elders.

### **Nominating Committee**

4.4. The nominees for election as an Elected Elder shall be selected by a nominating committee comprised of seven members, three of whom are appointed by the Elected Elders and four of whom are elected by the membership at the annual general meeting.

### **Number of Elected Elders**

4.5. The number of Elected Elders shall be 9, or such other number determined from time to time at a general meeting. No act or proceeding of the Elected Elders, unless otherwise prescribed, is invalid only by reason of there being fewer than the prescribed number of Elected Elders in office.

## **Article 5 - Elected Elders**

1. Except as set out in these Bylaws, the Elected Elders may by majority vote exercise all the powers and do all acts and things that the Church may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Church in general meeting, but subject, nevertheless, to:

- (a) all laws affecting the Church;
- (b) these Bylaws, and
- (c) rules, not being inconsistent with these Bylaws, which are made from time to time by the Church in general meeting.

2. Each Elected Elder must meet the spiritual requirements set out in I Timothy 3:1-7. They shall each:

- (a) be men prepared by God who clearly possess the qualifications given in 1 Timothy 3:1-7.
- (b) be in harmony with the Church's Statement of Beliefs. If at any time one is at variance with it, he shall resign.
- (c) perform the Biblical duties of an Elder in specified areas of ministry.

3. Elected Elders will serve for a term of three years. The number of Elected Elders shall be 9 or such other number determined from time to time at a general meeting. The nominees for election as an Elected Elder shall be selected by a nominating committee comprised of seven members, three of which are appointed by the Elected Elders and four of which are elected by the members present at a general meeting.

4. A person is eligible for election as an Elected Elder for a maximum of two consecutive terms, after which a period of one year must pass before that person is eligible for re-election as an Elected Elder.

5. The Elected Elders required to fill the vacant positions shall be elected at an annual general meeting by special resolution of the members present.

6. An Elected Elder shall retire from office at the third anniversary of the annual general meeting when he is elected in accordance with the Bylaws. If there exists any vacancy caused by the early retirement, resignation or termination of an Elected Elder, or otherwise, an Elected Elder may be elected for such retiring, resigning or terminated Elected Elder only to complete the three-year term of the Elected Elder being replaced, subject to the Bylaws.

7. An election shall be by ballot.

## **Election of Elected Elders**

4.6. The election of Elected Elders shall be by a resolution passed at a general meeting by at least 3/4 (75%) of the votes cast using a secret ballot.

## **Elected Elders Terms**

4.7. An Elected Elder's term is three years ending at the close of the third annual general meeting after being elected. A person is eligible for election as an Elected Elder for a maximum of two consecutive terms. Following a period of rest, that person will be eligible for re-election as an Elected Elder at the next annual general meeting.

4.8. If there exists a vacancy caused by the early retirement, resignation, termination, or otherwise of an Elected Elder, a replacement, selected by the nominating committee, may only be elected to complete the remainder of the three year term of the Elected Elder being replaced.

4.9. An Elected Elder ceases to hold office:

- a) when his term of office expires.
- b) when he resigns or dies.
- c) when he is removed from office in accordance with section 4.11.
- d) if he is found to be incapable of managing his own affairs by reason of mental infirmity.
- e) if he is an undischarged bankrupt.
- f) if he is convicted within or without the Province of British Columbia of an indictable offence or felony and the other Elected Elders resolve to remove him.
- g) if he ceases to be a member in good standing.

4.10. An Elected Elder who intends to resign must give his resignation to the Church in writing, and the resignation takes effect on the later to occur of the following:

- a) the receipt by the Church of the written resignation;
- b) if the written resignation specifies that the resignation is to take effect on a specified date, on a specified date and time or on the occurrence of a specified event,
  - (i) if a date is specified, the beginning of the day on the specified date,
  - (ii) if a date and time are specified, the date and time specified, or
  - (iii) if an event is specified, the occurrence of the event.

4.11. An Elected Elder may be removed from office by special resolution of the members at a general meeting using a secret ballot.

8. If no successor is elected (as aforesaid) the person previously elected continues to hold office until a successor is elected.
9. The term of an Elected Elder shall terminate:
- (a) on the effective date specified in his notice in writing to the registered address of the Church resigning his Elected Eldership pursuant to Article 5(10) or on the date he is deemed to have resigned pursuant to Article 5(10);
  - (b) if he is found to be incapable of managing his own affairs by reason of mental infirmity;
  - (c) if he is an undischarged bankrupt;
  - (d) if he is convicted within or without the Province of British Columbia of an indictable offence or felony and the other Elected Elders resolve to remove him;  
or
  - (e) if he ceases to be a member in good standing.
10. An Elected Elder may resign by actually delivering a notice in writing to the registered address of the Church.
11. Any Elected Elder who is expelled from membership in the Church or who ceases to be a member in good standing is deemed to have resigned as Elected Elder.
12. No act or proceeding of the Elected Elders, unless otherwise prescribed, is invalid only by reason of there being less than the prescribed number of Elected Elders in office.
13. The members, by special resolution, may remove an Elected Elder before the expiration of his term of office, and a successor to complete the term of office may be elected at a general meeting.
14. No Elected Elder shall be remunerated for being or acting as an Elected Elder but an Elected Elder may be reimbursed for all expenses reasonably incurred by him while engaged in the affairs of the Church.
15. The Elected Elders may expend only those Church funds authorized by the budget approved at a general meeting, and if required by the Elected Elders an additional amount equal to 2% of such budget, unless otherwise approved by the members.

### **Elected Elder Compensation**

4.12. No Elected Elder shall be remunerated for being an Elected Elder, but an Elected Elder may be reimbursed for reasonable expenses necessarily incurred by him in performing his duties as Elected Elder.

### **Elected Elder limits on unbudgeted spending**

4.13. The Elected Elders may expend only those Church funds authorized by the budget approved at a general meeting, and, if required by the Elected Elders, an additional amount equal to 2% of such budget, unless otherwise approved by the members.

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*Section 5.2 allows provision for Elected Elders to pass a 'resolution without meeting' via email. While not often used this is a valuable capability for the Board of Elders to be able to exercise.*

## **Part 5 - Proceedings of Elected Elders and Committees composed of Elected Elders**

### **Elected Elder Meetings**

5.1. The Elected Elders may meet at any location, on any notice and in any manner convenient to the Elected Elders. The rules of order shall be the current version of Robert's Rules of Order Newly Revised.

5.2. The Elected Elders may pass a resolution without a meeting if all of the Elected Elders consent to the resolution in writing or by electronic means, eg. email.

5.3. The quorum necessary to transact business shall be a majority of the Elected Elders then in office.

5.4. The chair shall be chairperson of all meetings of the Elected Elders, but if at a meeting the chair is not present or willing to chair the meeting, the vice chair shall act as chairperson. If neither is present, the Elected Elders present may choose one of their number to be chairperson at that meeting.

5.5. Upon the request of an Elected Elder, the secretary shall convene a meeting of the Elected Elders.

### **Elected Elder Delegation and Committees**

5.6. The Elected Elders may delegate any, but not all, of their powers to committees consisting of an Elder or Elders as they deem fit. Such committees shall conform to any rules imposed on them by the Elected Elders, and shall report on their actions at the next meeting of the Elected Elders.

5.7. The members of a committee may meet and adjourn as they think proper.

5.8. Resolutions of the Elected Elders and committees of the Elected Elders shall be decided by majority vote unless otherwise specified in these Bylaws. In case of an equality of votes, the chair of a meeting of Elected Elders does not have a second vote.



## **Article 6- Proceedings of Elected Elders and Committees composed of Elected Elders**

1. The Elected Elders may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
2. The quorum necessary to transact business shall be a majority of the Elected Elders then in office.
3. The chair shall be chairperson of all meetings of the Elected Elders, but if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the vice chair shall act as chairperson; but if neither is present the Elected Elders present may choose one of their number to be chairperson at that meeting.
4. An Elected Elder may at any time, and the secretary, on the request of an Elected Elder, shall convene a meeting of the Elected Elders.
5. The Elected Elders may delegate any, but not all, of their powers to committees consisting of an Elder or Elders as they deem fit.
6. A committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the Elected Elders, and shall report every act or thing done in exercise of those powers to the earliest meeting of the Elected Elders to be held next after it has been done.
7. A committee shall elect a chair of its meetings; but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the Elected Elders present who are members of the committee shall choose one of their number to be chairperson of the meeting.
8. The members of a committee may meet and adjourn as they think proper.
9. For a first meeting of Elected Elders held immediately following the election of an Elected Elder or Elected Elders at an annual or other general meeting of members, or for a meeting of the Elected Elders, it is not necessary to give notice of the meeting to the newly elected Elder or Elders for the meeting to be constituted, if a quorum of the Elected Elders is present.
10. An Elected Elder who may be absent temporarily from British Columbia may send or deliver to the address of the Church a waiver of notice, which may be by letter, fax, telegram, telex or cable, of any meeting of the Elected Elders and may at any time withdraw the Elected Elders waiver, and until the waiver is withdrawn
  - (a) no notice of meeting of Elected Elders shall be sent to that Elected Elder, and
  - (b) any and all meetings of the Elected Elders of the Church, notice of which has not been given to that Elected Elder shall, if a quorum of the Elected Elders is present, be valid and effective.
11. Questions arising at a meeting of the Elected Elders and committee of Elected Elders shall, unless otherwise prescribed in these Bylaws, be decided by majority vote, recognizing that all decisions should be made, to the extent possible by consensus.
12. In case of an equality of votes the chair of a meeting of Elected Elders does not have a second or casting vote.
13. A resolution in writing, signed by all the Elected Elders and placed with the minutes of the Elected Elders is as valid and effective as if regularly passed at a meeting of Elected Elders.
14. For the purposes of Article 6(13), a resolution in writing may be signed in counterpart and may be evidenced by a facsimile copy of the resolution or a counterpart thereof.

*Article 7, section 8 is an example where the current bylaws were not aligned with current and past practice. In this case this section was removed.*

## **Part 6 - Officers and Employees**

### **Elected Elders Officers**

6.1. The Board of Elected Elders shall appoint from within the Board, as they see fit, individuals to hold the offices of chair, vice-chair, and secretary, and such offices are to be held for terms of one year.

6.2. The chair, vice-chair, and secretary shall retire from office at the close of each annual general meeting and their successors shall be appointed immediately following the annual general meeting.

6.3. A retiring officer is eligible for re-appointment to any of the offices.

6.4.. An officer may resign his officer's position by delivering a notice in writing to the registered address of the Church.

6.5. The chair, or, failing him, the vice chair, shall supervise the other officers in the execution of their duties.

6.6. The secretary shall carry out or cause to be carried out:

- (a) the official correspondence of the Church.
- (b) the issuing of notices of all meetings of the Church and Elected Elders.
- (c) the keeping of minutes of all meetings of the Church and Elected Elders.
- (d) the keeping of the records of the Church in accordance with the Act.
- (e) the maintaining of the register of members.
- (f) the filing of the Church's annual report with the registrar and making any other filings required by the Societies Act.

6.7. In the absence of the secretary from a meeting, the Elected Elders shall appoint another individual to act as secretary at the meeting.

### **Elected Elder Delegation to Staff**

6.8. The Elected Elders may delegate duties and powers to any employee of the Church in any manner that is not inconsistent with the Societies Act or these Bylaws.

## **Article 7 - Officers and Employees**

1. The Elected Elders may appoint such persons from within the Elected Elders Board as they see fit to hold the offices of chair, vice-chair, and secretary and, such offices are to be held for terms of one year.
2. The chair, vice-chair, and secretary shall retire from office at each annual general meeting and their successors shall be appointed following the annual general meeting.
3. A retiring officer is eligible for re-appointment.
4. The chair, or failing him the vice chair, shall preside at all meetings of the Elected Elders.
5. The chair, or failing him the vice chair, shall supervise the other officers in the execution of their duties.
6. The secretary shall carry out or cause to be carried out the:
  - (a) conduct of the correspondence of the Church;
  - (b) issuance of notices of meetings of the Church and Elected Elders;
  - (c) keeping minutes of all meetings of the Church and Elected Elders;
  - (d) custody of all Church records to be kept or secured; and
  - (e) maintaining of the register of members.
7. In the absence of the secretary from a meeting, the Elected Elders shall appoint another person to act as secretary at the meeting.
8. Except for the position of Lead Pastor or other Pastor, the Elected Elders shall have exclusive power to appoint, fix the remuneration of and promote all salaried employees of the Church and, to suspend or terminate the employment of, salaried employees of the Church, and may delegate those powers in the manner determined by the Elected Elders from time to time in writing.
9. The Elected Elders and Officers may delegate duties and powers to any employee of the Church, or to any member in good standing of the Church, in any manner that is not inconsistent with the *Society Act* or these Bylaws, and the employees of the Church shall be responsible to the Elected Elders, through such employees as the Elected Elders may designate, for the proper exercise of their powers and performance of their duties;

## **Pastor Qualifications**

6.9. The Lead Pastor and other Pastors of the Church shall have the qualifications and be appointed as set out below:

(a) Lead Pastor

(i) He shall be a man prepared by God who clearly possesses the qualifications given in 1 Timothy 3:1-7, Titus 1:5-9.

(ii) He shall agree with the Church's Statement of Beliefs and shall uphold the Church's Constitution and Bylaws. If at any time he is at variance with any of these, he shall resign.

(iii) He shall be charged with the duties of leading (1 Timothy 5:17), shepherding the flock (1 Peter 5:2), defending, preaching and teaching the truth of God's Word (Titus 1:9), setting a Christ-like example (1 Peter 5:3), and administering the ordinances of baptism, communion and prayer (Acts 6:4).

(iv) He shall be an ex-officio member of all committees of the Church except the nominating committee.

(v) He shall become and remain a member in good standing as per Article 2.4.

(b) Other Pastors

(i) They shall be men prepared by God who clearly possess the qualifications given in 1 Timothy 3:1-7, Titus 1:5-9.

(ii) They shall agree with the Church's Statement of Beliefs and shall uphold the Church's Constitution and Bylaws. If at any time they are at variance with any of these, they shall resign.

(iii) They shall perform the biblical duties of a Pastor in specified areas of ministry.

(iv) They shall be members of the pastoral team and work under the leadership of the Lead Pastor.

(v) They shall become and remain members in good standing as per Article 2.4.

10. An officer may resign his officer's position by actually delivering a notice in writing to the registered address of the Church.

11. The Lead Pastor and other Pastors of the Church shall have the qualifications and be appointed (and his services terminated) as set out below:

(a) Lead Pastor

- (i) He shall be a man prepared by God who clearly possesses the qualifications given in 1 Timothy 3:1-7.
- (ii) He shall be in harmony with the Church's Statement of Beliefs as set out in the Constitution. If at any time he is at variance with it, he shall resign.
- (iii) He shall be charged with the duties of leading (1 Timothy 5:17), shepherding the flock (1 Peter 5:2), defending, preaching and teaching the truth of God's Word (Titus 1:9), setting a Christ-like example (1 Peter 5:3), administering the ordinances of baptism & communion, & prayer (Acts 6:4).
- (iv) He shall be an ex-officio member of all committees of the Church except the nominating committee.
- (v) He shall become and remain a member in good standing.

(b) Other Pastors

- (i) They shall be men prepared by God who clearly possess the qualifications given in 1 Timothy 3:1-7.
- (ii) Each shall be in harmony with the Church's Statement of Beliefs. If at any time one is at variance with it, he shall resign.
- (iii) They shall perform the biblical duties of a Pastor in specified areas of ministry.
- (iv) They shall be members of the pastoral team and work under the leadership of the Lead Pastor.
- (v) They shall become and remain members in good standing.

## **Calling and Dismissal of Pastors**

### **6.10. Pastoral Relations**

#### **Calling and Dismissal of a Lead Pastor**

- (i) The calling of a Lead Pastor shall be done in all cases upon the recommendation of the Elected Elders, and approved by the members at a general meeting by at least 3/4 (75%) of the votes cast using a secret ballot.
- (ii) The dismissal of a Lead Pastor shall be done in all cases upon the recommendation of the Elected Elders, and approved by the members at a general meeting by a majority of the votes cast using a secret ballot.

#### **Calling and Dismissal of Other Pastors**

- (i) The calling of a Pastor (other than the Lead Pastor) shall be done in all cases upon the recommendation of the Elected Elders, and approved by the members at a general meeting by at least 3/4 (75%) of the votes cast using a secret ballot.
- (ii) The dismissal of a Pastor (other than the Lead Pastor) shall be by a majority vote of the Elected Elders.

(c) Pastoral Relations

(i) Calling and Dismissal of a Lead Pastor

The calling of a Lead Pastor shall be done in all cases upon the recommendation of the Elected Elders to the Church, and approved by the members at a general meeting by special resolution by ballot. The dismissal of a Lead Pastor shall be upon the recommendation of the Elected Elders to the Church, and approved by the members at a general meeting by a majority vote by ballot.

(ii) Calling and Dismissal of any Other Pastor

The calling of a Pastor (other than the Lead Pastor) shall be done in all cases upon the recommendation of the Elected Elders to the Church, and approved by the members at a general meeting by special resolution by ballot. The dismissal of a Pastor (other than the Lead Pastor) shall be by a majority vote of the Elected Elders.

*This section was removed as the Act has comprehensive content on this subject that would take precedence if the situation ever occurred.*

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## **Article 8 - Liability and Indemnification of Elected Elders, Officers and Employees**

1. Subject to the *Society Act*, no Elected Elder or officer or employee for the time being of the Church shall be liable for the acts, receipts, neglects or defaults of any other Elected Elder or officer or employee, or for joining in any receipt or act for conformity, or for any loss, damage, expense happening to the Church through the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Church shall be invested or for any loss or damage arising from the bankruptcy, insolvency, or tortious act of any person, firm or corporation with whom or which any money, security or effect shall be lodged or deposited or for any loss occasioned by any error of judgment or oversight on his part or for any other loss, damage or judgment or oversight on his part or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his respective office or trust or in relation thereto unless the same shall happen by or through his own wilful act or default, negligence, breach of trust or breach of duty.
2. Subject to the provisions of the *Society Act*, the Elected Elders of the Church may cause the Church to indemnify any Elected Elder, officer, employee or agent of the Church or of a subsidiary of the Church (notwithstanding that he is also an Elected Elder) or of a corporation, partnership, joint venture, trust or other enterprise for which he is serving at the request of the Church, and his heirs and personal representatives against all costs, charges and expenses whatsoever incurred by him or them and resulting from his acting as an Elected Elder, officer, employee or agent of the Church or such corporation or such other enterprise. In addition the Church shall indemnify the chair, vice-chair, secretary and their respective heirs and personal representatives against all costs, charges and expenses whatsoever incurred by all or any one of them and arising out of the functions assigned to them by the *Society Act* or these Bylaws and each such person shall on being appointed be deemed to have contracted with the Church on the terms of the foregoing indemnity.
3. The failure of An Elected Elder or officer of the Church to comply with the provisions of the *Society Act* or of the Constitution or these Bylaws shall not invalidate any indemnity to which he is entitled under this Part.
4. The Elected Elders may cause the Church to purchase and maintain insurance for the benefit of any person who is or was serving as an Elected Elder, officer, employee or agent of the Church or as an Elected Elder, officer, employee or agent of the Church, or as an Elected Elder, officer, employee or agent of a subsidiary of the Church, or as an Elected Elder, officer, employee or agent of a corporation, partnership, joint venture, trust or other enterprise for which he is serving at the request of the Church, and his heirs or personal representatives against any liability incurred by him as such Elected Elder, officer, employee or agent.

*No changes in the section other than section numbering*

### **Part 7 - Borrowing and Investment**

7.1. The Church may, from time to time, raise or borrow any sum of money for the purpose of the Church by resolution of a general meeting of the Church provided that such sums so raised or borrowed are not secured.

7.2. The Church may by special resolution, from time to time, raise or borrow and secure the payment of any sum or sums of money for the purpose of the Church and for that purpose may execute mortgages, debenture or bonds, or give or execute any other form of security whatsoever of real property of the Church or any part thereof.

7.3. The Elected Elders may invest the money and other property of the Church in any investments that the Elected Elders, in their sole discretion, consider to be prudent and in the best interests of the Church.

### **Article 9 - Borrowing and Investment**

1. The Church may from time to time, raise or borrow any sum of money for the purpose of the Church by resolution of a general meeting of the Church provided that such sums so raised or borrowed are not secured.
2. The Church may by special resolution from time to time, raise or borrow and secure the payment of any sum or sums of money for the purpose of the Church and for that purpose may execute mortgages, debenture or bonds or give or execute any other form of security whatsoever of real property of the Church or any part thereof.
3. The Elected Elders may invest the money and other property of the Church in any investments that the Elected Elders in their sole discretion consider to be prudent and in the best interests of the Church.

*The proposed bylaws remove the option of NOT having an Auditor. It has been SDBC's practice for many years to have our financial statements audited and reviewed externally. Additional clarity in this section was drawn from Fellowship Pacific sample bylaws and Model Bylaws provided by the Province of BC.*

## **Part 8 – Auditor**

### **Requirement for Auditor**

- 8.1. At each annual general meeting the Church shall appoint an auditor, as per the qualifications set out in the Societies Act, to hold office until the close of the next annual general meeting.
- 8.2. If an auditor is not appointed at an annual general meeting, the auditor in office continues as auditor until a successor is appointed.
- 8.3. The Elected Elders shall fill all vacancies occurring in the office of auditor in the event the appointed auditor fails or is unable to complete his or her term.

### **Removal / Replacement of Auditor**

- 8.4. The Church
- a) may, by ordinary resolution passed at a general meeting, remove its auditor before the expiration of the auditor's term of office, and
  - b) must, by ordinary resolution, appoint a person as auditor for the remainder of the term of office of the auditor who was removed under paragraph (a).

### **Auditor must be independent**

- 8.5. In accordance with the provisions of the Societies Act, a person who is not independent of the Church must not act as the auditor of the Church.

### **Auditor Entitlements**

- 8.6. The auditor of the Church is entitled, in respect of a general meeting,
- a) to each notice and other communication relating to the meeting to which a member is entitled,
  - b) to attend the meeting, and
  - c) to be heard at the meeting on any part of the business of the meeting that deals with the financial statements of the Church or any other matter with respect to which the auditor has a duty or function.

#### **Article 10- Auditor**

1. This Article applies unless the Church has by special resolution resolved to not have an auditor.
2. The Elected Elders shall fill all vacancies occurring in the office of auditor.
3. At each annual general meeting the Church shall elect the appointment of an auditor to hold office until re-elected or a successor is elected at the next annual general meeting.
4. An auditor may be removed by ordinary resolution.
5. An auditor shall be promptly informed in writing of appointment or removal.
6. No Elected Elder and no employee of the Church shall be auditor.
7. The auditor may attend and speak at general meetings.

## **Part 9 - Records**

9.1. Records of the Church shall be kept at the registered address of the Church unless the Elected Elders resolve otherwise.

9.2. An Elected Elder and the auditor of the Church may inspect the records of the Church during normal business hours.

9.3. A member may inspect the records of the Church, as defined in the Act (Division 2 - Society Records) with the exception of the personal giving records of donors, during normal business hours at the place where the records of the Church are kept, but the Elected Elders may determine that no member may inspect minutes of a meeting of a committee established by the Elected Elders. Non-members may not inspect any record of the Church.

9.4. Upon request, members shall be given copies of any documents open to their inspection upon paying a reasonable fee in accordance with the Societies Act.

*The current 'Notice to Members' section has been amalgamated into Part 3 - Meetings of Members*

### **Article 11 - Records**

1. Documents of the Church shall be kept at the registered address of the Church unless the Elected Elders resolve otherwise.
2. An Elected Elder and the auditor of the Church, if any, may inspect documents of the Church during normal business hours.
3. A member may inspect any documents of the Church during normal business hours at the place where the records of the Church are kept, but the Elected Elders may determine that no member may inspect minutes of a meeting of the Elected Elders or a committee established by the Elected Elders.
4. Upon request, members and Elected Elders shall be given copies of any documents open to their inspection upon payment of an amount of not more than \$.50 per page.

### **Article 12 - Notices to Members**

1. Except as set out in these Bylaws, notice may be given to a member, either personally or by mail to him at his registered address.
2. A notice sent by mail shall be deemed to have been given on the fifth day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that notice was properly addressed and put in a Canadian post office receptacle.
3. Except as set out in these Bylaws, notice of a general meeting shall be given to every member shown on the register of members on the day notice is given.
4. No other person is entitled to receive a notice of general meeting.

*The wording of the current bylaws as relates to notice to change constitution and bylaws is confusing and can be interpreted in different ways. The intent appears to suggest that the Church ensure that appropriate time and consideration is given to any proposed changes. The Act only permits up to 60 days notice of a Meeting of Members. The updated bylaws attempt to respect the original intent by requiring the maximum notice as well as a 75% voting threshold.*

## **Article 10 – Bylaws**

10.1. On being admitted to membership, each member is entitled to and will receive from the Church, without charge, a copy of the Constitution and Bylaws of the Church.

10.2. The Constitution and Bylaws of the Church shall not be altered or added to except by special resolution of the members at a general meeting by at least 3/4 (75%) of the votes cast using a secret ballot. Notice of such a general meeting will be provided 60 days in advance of the meeting.



### **Article 13 – Bylaws**

1. On being admitted to membership, each member is entitled to and the Church shall give him or her, without charge, a copy of the Constitution and Bylaws of the Church.

2. Subject to Article 13(3), and the Constitution, these Bylaws shall not be altered or added to except by special resolution.

3. Any provision of the Constitution that is alterable shall not be altered or added to except by special resolution:

(a) of which notice has been given at least 180 days in advance of the general meeting at which the special resolution is to be presented; and

(b) the giving of the notice of the special resolution has been approved by special resolution of the Elected Elders.

*This section was added in 2017 to accommodate the changes required to comply with the Act*

*The Statement of Beliefs have not been altered from those included in the current bylaws*

## **Part 11 – Other Matters**

### **Charitable Purposes**

11.1. The Church exists as a non-profit organization, so that neither the Church nor its individual members shall use the Church for anything but charitable purposes.

### **Affiliation**

11.2. The charitable activities of the Church shall be carried on in affiliation with the Fellowship of Evangelical Baptist Churches in British Columbia and the Yukon, as well as with the Fellowship of Evangelical Baptist Churches in Canada.

### **Activities Bound by Statement of Beliefs**

11.3. To reflect the Christian distinctives that provide the sole basis for the Society, the charitable activities of the Society shall be carried on in a manner consistent with the Statement of Beliefs set out in Paragraph 11.5.

### **Dissolution**

11.4. On the winding-up or dissolution of the Church, the assets remaining after payment of all costs, charges and expenses properly incurred in the dissolution and after payment to the employees of any arrears of salaries or wages including severances and after payment of any other debts of the Society, shall be distributed to the Fellowship of Evangelical Baptist Churches in British Columbia and Yukon, or if it does not exist at the time of such dissolution, or if the Church is not affiliated with it pursuant to Paragraph 11.2 at the time of such dissolution, to one or more charitable organizations or churches as may be designated by the directors in accordance with Paragraph 11.2.

#### **Article 14 – Other Matters**

1. The Church exists as a non-profit organization, so that neither the Church nor its individual members shall use the Church for anything but charitable purposes. (This provision was previously unalterable.)
2. The charitable activities of the Society shall be carried on in affiliation with the Fellowship of Evangelical Baptist Churches in British Columbia and the Yukon. This Paragraph shall be alterable by special resolution, subject to the provisions of the Bylaws.
3. To reflect the Christian distinctives that provide the sole basis for the Society, the charitable activities of the Society shall be carried on in a manner consistent with the Statement of Beliefs set out in Paragraph 5. (This provision was previously unalterable.)
4. On the winding-up or dissolution of the Society, the assets of the Society shall not be distributed amongst the members but after all debts have been paid or provision for their payment has been made, the remaining assets shall be paid, transferred and delivered to the Fellowship of Evangelical Baptist Churches in British Columbia and the Yukon, or if it does not exist at the time of such dissolution, or if the Society is not affiliated with it pursuant to Paragraph 2 at the time of such dissolution, to one or more charitable organizations or churches as may be designated by the directors in accordance with Paragraph 2 of the Constitution. (This provision was previously unalterable.)
5. The Society's Statement of Beliefs is as follows:

11.5. The Society’s Statement of Beliefs is as follows:

**STATEMENT OF BELIEFS**

**A. The Bible**

We believe the entire Bible to be the complete Word of God; that all sixty-six books, as originally given, comprising the Old and New Testaments were verbally inspired by the Spirit of God and were entirely free from error; that the Bible is the final authority in all matters of faith and practice and the basis of all Christian teaching and unity.

Psalm 19:7,8  
Rev. 22:18,19  
2 Tim. 3:16,17  
Psalm 12:6,7  
Isaiah 55:11  
John 17:14-17

**B. God**

We believe in one God; an infinite, intelligent Spirit; perfect in wisdom, love, and judgement; Creator and Sovereign of all; holy; eternal; self-existing in three equal persons, the Father, the Son, and the Holy Spirit.

1 Tim. 1:17  
Psalm 86:15  
Matt. 28:19  
2 Cor. 13:14

1) We believe that the Father reigns with providential care over all life and history; He hears and answers prayer; He initiated salvation by sending His Son; He is Father to those who by faith accept His Son as Lord and Saviour.

1Chr.29:10-13  
Matt. 6:9-13  
1 John 4:14,15  
John 14:6

2) We believe in the deity of Jesus Christ, in His eternal existence with the Father in pre-incarnate glory; in His virgin birth, sinless life, substitutionary death, burial, bodily resurrection and appearances, triumphant ascension, present ministry as our Advocate, and imminent return.

Isa. 7:14, 9:6,7  
John 1:1-4,14  
2 Cor. 5:21  
1 John 2:1  
Rev. 22:12

3) We believe in the deity and personality of the Holy Spirit Who convinces the world of sin, righteousness, and judgement; Who as the Spirit of Truth, magnifies the person and word of Christ; Who regenerates, indwells, sanctifies, strengthens, equips with spiritual gifts, and leads into all truth those who believe in Jesus Christ. We believe that Jesus and His apostles explained the present work of the Holy Spirit and that doctrines and experiences that deviate from the Bible pattern are to be avoided and regarded as not originating from God.

Acts 5:3,9  
John 16:7-15  
1Thes.5:19-22  
Titus 3:5,6  
1 Cor. 12:1-11  
1 Cor. 2:11-13  
John 14,15,16  
1 John 4:1-6

## STATEMENT OF BELIEFS

A.

### The Bible

We believe the entire Bible to be the complete Word of God; that all sixty-six books, as originally given, comprising the Old and New Testaments were verbally inspired by the Spirit of God and were entirely free from error; that the Bible is the final authority in all matters of faith and practice and the basis of all Christian teaching and unity.

Psalm 19:7,8  
Rev. 22:18,19  
2 Tim. 3:16,17  
Psalm 12:6,7  
Isaiah 55:11  
John 17:14-17

B.

### God

We believe in one God; an infinite, intelligent Spirit; perfect in wisdom, love, and judgement; Creator and Sovereign of all; holy; eternal; self-existing in three equal persons, the Father, the Son, and the Holy Spirit.

1 Tim. 1:17  
Psalm 86:15  
Matt. 28:19  
2 Cor. 13:14

1) We believe that the Father reigns with providential care over all life and history; He hears and answers prayer; He initiated salvation by sending His Son; He is Father to those who by faith accept His Son as Lord and Saviour.

1 Chr. 29:10-13  
Matt. 6:9-13  
1 John 4:14,15  
John 14:6

2) We believe in the deity of Jesus Christ, in His eternal existence with the Father in pre-incarnate glory; in His virgin birth, sinless life, substitutionary death, burial, bodily resurrection and appearances, triumphant ascension, present ministry as our Advocate, and imminent return.

Isa. 7:14, 9:6,7  
John 1:1-4,14  
2 Cor. 5:21  
1 John 2:1  
Rev. 22:12

3) We believe in the deity and personality of the Holy Spirit Who convinces the world of sin, righteousness, and judgement; Who as the Spirit of Truth, magnifies the person and word of Christ; Who regenerates, indwells, sanctifies, strengthens, equips with spiritual gifts, and leads into all truth those who believe in Jesus Christ. We believe that Jesus and His apostles explained the present work of the Holy Spirit and that doctrines and experiences that deviate from the Bible pattern are to be avoided and regarded as not originating from God.

Acts 5:3,9  
John 16:7-15  
1 Thes. 5:19-22  
Titus 3:5,6  
1 Cor. 12:1-11  
1 Cor. 2:11-13  
John 14,15,16  
1 John 4:1-6

### **C. Angels**

We believe God created a distinct order of spirit beings to worship and serve God, and to act as messengers to and protectors of human Beings.

Hebrews 1:14  
Luke 1:11-20  
Psalm 91:11,12

We believe that Satan, a fallen angel, exists as an evil personality, the originator of sin, the archenemy of God and man, and that he leads his evil angels to exercise great, though limited, power in the world. We believe that Christ on the cross triumphed over him and that he will suffer final defeat before Jesus Christ at the end of the age.

Isa. 14:12-20  
Gen. 3:1-7  
Rev. 12:7-15  
Col. 2:14,15  
Rev. 20:1-3,10

### **D. Man**

We believe that man was divinely created in the image of God; that he sinned in Eden and thereby incurred not only physical death, but also spiritual death (which is separation from God) and as a result all human beings are born with a sinful nature and sin against God in thought, word and deed.

Gen. 1:26-28  
Gen. 3  
Rom. 5:12-21  
Rom. 3:9-23  
Prov. 6:18,19

### **E. Salvation**

We believe that personal salvation is by the sovereign, electing grace of God; that Christ voluntarily suffered physical death by crucifixion to satisfy God's demand for judgement of sin and to provide justification for the repentant sinner who rests by faith in the risen Lord Jesus Christ and in His work of redemption.

We believe that God seeks progressively to shape all those He has saved into the likeness of Christ by means of the scriptures, prayer, blessings, suffering, and the influence of other believers.

We believe that all those who have obeyed God's call shall be divinely preserved and finally perfected at the Lord's return.

John 6:37,44,65  
Phil. 2:5-8  
1 John 2:2  
Acts 20:21  
1 Cor. 15:3,4  
Eph. 4:11-16  
2 Cor. 3:18  
Heb. 12:11  
John 10:27-29  
1 John 3:2

### **F. Future Things**

We believe in the personal, bodily, and glorious return of the Lord Jesus Christ; in the resurrection and judgment of the just and the unjust; in the eternal blessedness of the believer, and in the everlasting, conscious punishment of the unbeliever.

Acts 1:11  
1 Thes. 4:14-17  
Rev. 21:1-7  
Rev. 20:11-15

C.	<b>Angels</b>	
	We believe God created a distinct order of spirit beings to worship and serve God, and to act as messengers to and protectors of human beings. We believe that Satan, a fallen angel, exists as an evil personality, the originator of sin, the archenemy of God and man, and that he leads his evil angels to exercise great, though limited, power in the world. We	Hebrews 1:14 Luke 1:11-20 Psalm 91:11,12 Isa. 14:12-20 Gen. 3:1-7 Rev. 12:7-15
	believe that Christ on the cross triumphed over him and that he will suffer final defeat before Jesus Christ at the end of the age.	Col. 2:14,15 Rev. 20:1-3,10
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	We believe that man was divinely created in the image of God; that he sinned in Eden and thereby incurred not only physical death, but also spiritual death (which is separation from God) and as a result all human beings are born with a sinful nature and sin against God in thought, word and deed.	Gen. 1:26-28 Gen. 3 Rom. 5:12-21 Rom. 3:9-23 Prov. 6:18,19
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F.	<b>Future Things</b>	
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## **G. The Universal Church**

We believe that the church is a spiritual organism made up of all believers in Jesus Christ since Pentecost and that each member has been baptized in the Spirit by the Lord Jesus Christ for the purpose of uniting every believer into the one body of which Christ is the Head. All believers are commanded by Christ to love one another as He has loved us, and are commissioned to make disciples of all nations by baptizing and teaching them to observe everything that Jesus commanded His disciples.

Eph. 1:22,23  
Acts 2  
Luke 3:16  
1 Cor. 12:13  
Col. 1:18  
John 13:34,35  
Matt. 28:18-20  
2 Tim. 4:1,2

## **H. The Local Church**

We believe that the local church is a self-governing fellowship of disciples that gather together under the Lordship of Jesus Christ to be taught the word of God, to be encouraged in prayer and discipleship, to participate in the Lord's Supper, and to be equipped to serve one another in love.

Acts 4:23  
Acts 2:41,42,47  
Heb. 10:24,25  
Col. 2:7  
1 Cor. 12,13,14

## **I. Ordinances**

We believe there are two ordinances for believers regularly observed in the New Testament.

1) Baptism, which is the immersion of the believer in water in obedience to Christ's command, in the name of the Father and of the Son and the Holy Spirit, demonstrating publicly the believer's identification with Christ in His death, burial and resurrection.

Acts 8:36-38  
Matt. 28:18-20  
  
Rom. 6:3-5

2) The Lord's Supper is the partaking of the bread and the cup by believers together as a continuing memorial of the body and shed blood of Christ. It is an act of thanksgiving to Him, and serves to unite His people and to declare His death until He returns.

Luke 22:19,20  
1 Cor. 11:23-26  
1 Cor. 10:16,17

## **J. The Lord's Day**

We believe that the first day of the week is the Lords' Day and is in a special, though not exclusive, sense to be set apart for congregational worship and edification.

Rev. 1:10  
Acts 20:7  
1 Cor. 16:1,2



G.	<b>The Universal Church</b>	
	We believe that the church is a spiritual organism made up of all believers in Jesus Christ since Pentecost and that each member has been baptized in the Spirit by the Lord Jesus Christ for the purpose of uniting every believer into the one body of which Christ is the Head. All believers are commanded by Christ to love one another as He has loved us, and are commissioned to make disciples of all nations by baptizing and teaching them to observe everything that Jesus commanded His disciples.	Eph. 1:22,23 Acts 2 Luke 3:16 1 Cor. 12:13 Col. 1:18 John 13:34,35 Matt. 28:18-20 2 Tim. 4:1,2
H.	<u>The Local Church</u>	
	We believe that the local church is a self-governing fellowship of disciples that gather together under the Lordship of Jesus Christ to be taught the word of God, to be encouraged in prayer and discipleship, to participate in the Lord's Supper, and to be equipped to serve one another in love.	Acts 4:23 Acts 2:41,42,47 Heb. 10:24,25 Col. 2:7 1 Cor. 12,13,14
I.	<b>Ordinances</b>	
	We believe there are two ordinances for believers regularly observed in the New Testament.	
	1) Baptism, which is the immersion of the believer in water in obedience to Christ's command, in the name of the Father and of the Son and the Holy Spirit, demonstrating publicly the believer's identification with Christ in His death, burial and resurrection.	Acts 8:36-38 Matt. 28:18-20  Rom. 6:3-5
	2) The Lord's Supper is the partaking of the bread and the cup by believers together as a continuing memorial of the body and shed blood of Christ. It is an act of thanksgiving to Him, and serves to unite His people and to declare His death until He returns.	Luke 22:19,20 1 Cor. 11:23-26 1 Cor. 10:16,17
J.	<b>The Lord's Day</b>	
	We believe that the first day of the week is the Lords' Day and is in a special, though not exclusive, sense to be set apart for congregational worship and edification.	Rev. 1:10 Acts 20:7 1 Cor. 16:1,2

## **K. Civil Government**

We believe that civil government is a separate institution from the church and is appointed by God for the good order of society; and that secular authorities are to be prayed for, conscientiously honoured and obeyed except in the things opposed to the Word of God.

Matt. 22:21  
Rom. 13:1-7  
1 Pet. 2:13-17  
1 Tim. 2:1-4  
Acts 4:18-20

## **L. Marriage**

We believe that man and woman were created by God and that marriage, as instituted by God, is the union of one man and one woman to the exclusion of all others.

Gen. 1:27  
Gen. 2:22-24  
Matt. 19:4-6  
Eph. 5:31

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Gen. 2:22-24  
Matt. 19:4-6  
Eph. 5:31