
Handbook

on Faith & Life

BIC Canada
2015 Edition

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FOREWORD

In the 225 or so years since the Brethren in Christ, or Tunkers, first appeared in Canada numerous documents, statements and governing papers have been written. These documents have been produced as a bi-national church (Canada and the US) and by the Canadian church itself. Each of these documents have been produced with a desire to be faithful to our understanding of God, his direction in our lives, to advance our mission in the communities and times with which we have served and to govern ourselves as a faithful community.

This **Handbook on Faith and Life** was passed by the 2014 Annual General Meeting of the Brethren in Christ (BIC) Church of Canada. This is the first edition.

This book contains three sections. Each section carries with it different levels of authority and amendment.

The most significant in many ways is **Part One: Articles of Faith and Doctrine**. This document is historic. Throughout our history the denomination has adopted and approved various doctrinal statements. In 1937, 1961 and again in 1986 when this current document was first adopted we have attempted to define clearly our current theological understandings while respecting our theological heritage. In 2014 BIC Canada formally adopted these articles of faith and doctrine as our own.

Part Two: Articles of Government serve as current policy statements of the denomination. These guide our operations as both local churches and as a denomination. The vast majority of these provisions related to the local church and to pastoral staff. We have placed them immediately after the Articles of Faith and Doctrine due to a belief that the heart and life of the Church is the local congregation. These provisions are amendable by a Special Resolution of the denominational Board of Directors.

Part Three: General Operating Bylaw One serves as the document that governs BIC Canada as a incorporated entity. It details membership, membership privileges and responsibilities, how meetings are conducted, the process of amendment, etc.

This is the first printing of the Handbook on Faith and Life. As a church we will seek to always ensure that this document is relevant to our ministry as a Church, thus allowing us to, together as one church, advance the work of Christ in this world.

Your partner in ministry and life,

Douglas P. Sider, Jr.
Executive Director
BIC Canada

PART ONE:

Articles of Faith & Doctrine

INTRODUCTION

As BIC Canada we trace our beginnings from a group known as the River Brethren, which originated about 1778 in Lancaster County, Pennsylvania. In the late 1780's John and Elizabeth Winger, along with Jacob and Mary Sider, emigrated from the States to Upper Canada, bringing with them their faith and practice. Very quickly they began to establish communities of faith throughout Ontario. They were known in Canada as the Tunkers due to their method of baptism by complete immersion in water. Our forbearers bore witness to the beliefs that set them apart by formulating a Confession of Faith. The confessional statements of that era reflect the Pietistic and Anabaptist influences that have shaped our doctrinal understandings. Some 100 years later, the Brethren in Christ adopted aspects of Wesleyan thought, which were incorporated into subsequent doctrinal statements. In more recent years we have been significantly influenced by Evangelical thought and practices. Through the years we have reaffirmed and redefined our essential beliefs.

From 1879 to 2012, BIC Canada was a member of the General Conference of the Brethren in Christ in North America. In 2012 two distinct national churches - BIC Canada and BIC US - were created, rather than one North American body. In this process, BIC Canada continues to stand on the heritage of our Anabaptist, Pietistic, Wesleyan and Evangelical thought.

In this doctrinal statement we affirm an understanding of Scriptural interpretation that recognizes (1) the inspiration and illumination of the Holy Spirit; (2) its authority in our life together; (3) the centrality of Christ in divine revelation; (4) the New Testament as critical in understanding the Old Testament; (5) the Scriptural focus on piety and obedience; and (6) the essential value of community consensus in the interpretive process.

One must read the doctrinal statement as a whole, since each of the sections is closely related to the others. Moreover, this is a summary statement of our beliefs; the Canadian ***Handbook on Faith & Life***, together with other publications of the church, explain more fully our understanding of biblical faith and the Christian life.

Following the doctrinal statement is a listing of selected Scripture references. Since the statement grows out of the totality of the biblical message, these references are only illustrative of the scriptural truths identified in each section. Study of these and other related Scripture passages is important for a clearer understanding of God and His will for humanity.

SECTION I: REVELATION AND SCRIPTURE

We believe that it is the nature of God to make Himself known. God reveals Himself to humanity in various ways, most clearly in the Old and New Testaments of the Bible. We accept these divinely inspired writings as the authoritative Word of God.

Revelation in nature, history, and the Son

The world of nature and God's sustaining care of it speak of His existence and power. In addition, God has placed a sense of right and wrong in human hearts. This revelation through nature and conscience is partial and incomplete. Therefore God has acted in history to reveal Himself to humanity. Through Abraham, God began to form a covenant community that would reveal God and His will to all humanity. Through His words, acts, and relationship with the people of Israel, God has made His person and purposes known in order to provide salvation to all who respond in faith and obedience. In all of this, God was preparing for the time when

He would reveal Himself preeminently through His Son, Jesus Christ—the “Word made flesh.”

Scripture, the record of revelation

The Christian Scriptures complete the revelation of God. They recount and interpret God’s action in creation, in human events, in God’s saving acts for Israel, in the life, death, and resurrection of Jesus Christ, and in the life of the New Testament church.

The Scriptures are God’s message, written by people in their own language and settings, as inspired by the Holy Spirit. This same Spirit guided the processes of selection and transcription through which the Scriptures were passed on to us.

Therefore, the Bible is the authoritative and reliable Word of God.

We believe that the Bible, composed of the Old Testament (39 books) and the New Testament (27 books), is God’s written Word. The Old Testament is the record of God’s saving acts for Israel and of His redemptive purpose for all people. It contains numerous prophecies, many of which are fulfilled in the New Testament. The New Testament clearly reveals God in the person and work of Jesus Christ, whom God sent to be the Savior of the world and to establish His church.

The Old Testament prepares the way for the New, while the New Testament fulfills and clarifies the Old. They complement each other in a unified message.

Scripture and the Church

We believe that the Bible is God’s message of salvation for all people. As believers, we accept the Bible as the final authority for faith and practice.

The Holy Spirit continues to work in the church today in teaching us how to understand, interpret, and apply the Scriptures through faith and diligent study. As believers open the Scriptures, the Holy Spirit helps them to discern God’s truth and will from the Word. As the church gathers around the Word, the Holy Spirit leads God’s people into all truth.

The Scriptures themselves are the primary standard for understanding and interpreting the Bible. The person, teaching, and work of Jesus Christ best clarify God’s written revelation.

Christians are called to read and obey the Bible. Therefore the church needs to provide faithful preaching and teaching of the Scriptures. Individuals and families should practice Bible reading and study. As we read and respond obediently to the counsel of God’s Word, our statements of belief have integrity.

SECTION II: GOD AND CREATION

The Bible opens with the words, “In the beginning God created. . . .” This dramatic statement declares God to be the eternal source and foundation of all that is. The Bible proceeds to reveal the person, nature, and character of the triune God who forever is—Father, Son, and Holy Spirit.

Nature of God

We believe in one sovereign, true, and living God, creator and preserver of all things. God knows all things, is all-powerful, and transcends time and space. God is a personal being, revealing His righteousness, truth, and grace to all people. He calls everyone to respond to Him in reverence and obedience. God is perfect, just, and good. God is holy, calling us to righteousness. God is love, bridging the distance between Himself and us, reaching out in

redemption to draw us to Himself. God's self-disclosure has been progressive. Even though God transcends human perception and language, He has revealed Himself in Scripture, entered human history in the person of Jesus Christ, and comes to live in us by the Holy Spirit. As God opens our understanding by the Scriptures and by the Holy Spirit, we gain knowledge of Him. Thus, as believers, we bow before Him in worship.

Creation and providence

God created all things, visible and invisible, including all spiritual beings. All creation is finite and dependent upon the Creator, who was before all things and will continue forever.

God's work of creation was good, both physically and morally. God blessed creation with His loving-kindness. Although God upholds and governs creation by the power of His will, God has given humanity the role of caretaker of the earth. Therefore we are responsible for its cultivation and preservation, and our use of its resources. Creation was marred as a result of human disobedience. However, evidence of creation's original order remains, and the earth now awaits restoration in God's redemptive plan.

Relationships in creation

God established order and relationships within His creation, uniting it in all its parts. God created and sustains all things, yet remains distinct from what is created. God does not depend on the creation for His being.

A moral order exists in the universe. The human conscience senses this order, which is more fully revealed in the Scriptures. The moral principles set forth in the Scriptures provide direction for our conduct and relationships.

The Creator has built a cycle of work and rest into the creation, one day in seven being designated by God for worship and renewal. By observing Sunday as the Lord's Day, we honor this divinely-ordained cycle, testify of our trust in God's provision, and witness to the Lord's resurrection. Made in God's image, each human being is of infinite value and is to be cared for and nurtured. We should relate to others in love and justice—opposing that which destroys, oppresses, demeans, or manipulates, and fostering that which restores, upbuilds, and affirms. God's plan for the human family calls for wholesome, growing relationships among all persons; it forbids abusive and destructive behavior.

God gave human sexuality a good place in creation. Being either male or female is integral to who we are and in a complementary way provides for the full expression of our humanity. God has given standards for expression of our sexuality that are necessary for proper relationships among people. Human sexuality is affirmed within the chaste single life or a lifelong marriage between a man and a woman.

SECTION III: HUMANITY AND SIN

God created man and woman in His image. Humans are distinct from all other forms of creation, having spiritual as well as physical characteristics. Physically, each person has a body made from the elements of earth—a body that grows, matures, and eventually returns to the earth in death. People also reflect certain moral and spiritual aspects of God's nature—intelligence, creativity, moral discernment, spiritual awareness, and freedom of choice. As spiritual beings, humans are created to be in fellowship with God. We cannot find peace apart from a right relationship with God.

Freedom of choice

The image of God in each person includes the capacity to make moral choices. We can choose good or evil, to obey or disobey God. The freedom to choose makes us responsible for our decisions and liable for their consequences.

We understand from Scripture that while God grants humanity this freedom of choice, God also knows the end from the beginning and in His wisdom and grace is working out His eternal purposes within human history.

Source of sin

Man and woman were created sinless and innocent, living in harmony with God and creation. But evil entered the human family when Adam and Eve yielded to Satan's temptation. As they chose to disobey God, their nature became sinful. This sinful nature has been transmitted to all their descendants. Thus sin, moral depravity, and death became an inherent part of the human experience. Satan, also called the devil, is the personal embodiment of evil and the original source of sin. His evil rule constantly rebels against the authority of God. We live in the arena of the resulting conflict, and must choose between the rule of Satan and the reign of God.

Effects of sin

Corrupted by a sinful nature, humans are unholy, self-centered, self-willed, and rebellious toward God. In character and conduct, all humanity stands guilty before God. On our own, we cannot achieve any righteousness acceptable to God. Humanity's inclination toward evil is universal, and the accompanying guilt or shame is common to all people.

Through the fallen human family, sin permeates the social order, alienating persons from God, from one another, from themselves, and from the rest of creation. Sinfulness is evident in the breakdown of human relationships and family structures, in social and economic systems that violate God's order and ignore human dignity, in philosophical systems that deny God and deify humans, and in religious systems that distort truth and create illusions of reality.

In a world system permeated by satanic influence, sin is spread by human wickedness and the powers of evil. At the personal level, sin arises from the inner inclination toward disobedience and rebellion.

Personal Accountability

Creation shows God's glory and nature to all people; therefore, all are responsible to honor and glorify Him. While sin permeates the social order, accountability for sin remains personal. Each of us is accountable to God based on his or her personal ability to know and to choose good from evil. We believe that persons developmentally unable to discern right from wrong are accepted by God through His mercy, covered by the atonement of Christ.

With the fall of the human race into sin, the image of God in humanity was seriously flawed, but not totally destroyed. In spite of a bent toward evil, aspects of God's likeness remain in humankind, glimpsed in such characteristics as creativity, generosity, and compassion. Nevertheless, it is only by God's grace that people can respond to God's gift of salvation.

SECTION IV: JESUS CHRIST AND SALVATION

God's plan of salvation for sinful humanity is central to God's eternal purpose and is fully revealed in the person and work of

Jesus Christ, chosen by God before creation to be the Savior. We affirm that Jesus Christ is truly divine and truly human.

Life and ministry of Jesus Christ

Jesus Christ, God the Son, is a distinct person of the Trinity, in perfect equality and unity with God the Father and God the Holy Spirit. He is eternally existent and is fully God. He created all things and is the source and sustainer of life.

In the fullness of time God the Son took on human likeness, conceived by the Holy Spirit, born of the virgin Mary. He was God incarnate—God in the flesh—and lived on earth as a man, fully human, yet without sin. He grew physically and mentally, and experienced hunger, thirst, fatigue, rejection, and the range of human emotions. He was tempted in every way, but remained sinless. He was perfectly obedient and submissive to the Father. He took on the role of a servant and responded in compassion to those in need. Jesus modeled perfect humanity and called people to follow Him.

The divine nature of Jesus of Nazareth was shown clearly during His life on earth. At infancy He was announced as Immanuel, God with us. At His baptism He was acknowledged to be God's Son. His ministry was marked by the presence and power of the Holy Spirit. He taught with divine authority and commissioned His disciples to proclaim His gospel. He said that anyone who had seen Him had seen the Father. He was the Son of God, full of grace and truth.

Jesus came to earth as the promised Messiah revealed in the Scriptures. He inaugurated the Kingdom of God and demonstrated its presence by healing the sick and casting out demons. His miracles were signs of God's Kingdom. In His teaching, Jesus set God's rule over against the kingdoms of this world. He called

those who followed Him into the church, the new covenant community based on the values of the Kingdom of God. He came to destroy the works of the devil and to redeem the human family from sin.

Death and resurrection of Jesus Christ

Christ's work of redemption was accomplished in His death and resurrection. God purposed in Christ to redeem us from the guilt and power of sin and to free us from the rule of Satan, so that all who believe would be restored to divine favor and fellowship.

By His suffering and sacrificial death for us, Jesus Christ provided complete atonement for sin. His death and resurrection opened the only way for reconciliation between a holy, just God and sinful humanity. His life-blood freely given on the cross provided pardon and ratified the New Covenant. The bodily resurrection of Jesus testifies decisively of His deity and His victory over Satan, sin, and death. The risen Christ ascended to heaven and sits at the right hand of God the Father, interceding for us.

Jesus Christ is now our risen, exalted, and reigning Lord. All authority in heaven and on earth has been given to Him. He is the Head of the church and the Lord of human history. At the end of time, all things in heaven and on earth will be brought under His rule. Every person will bow before Him and He will reign forever. With joy we confess that Jesus is Lord and acknowledge His authority in our lives. We honor Him with our worship and obedience.

Coming to faith

The salvation graciously provided by the death and resurrection of Jesus Christ becomes effective in our lives by the ministry of the Holy Spirit. It is the Spirit who prepares us for faith in Jesus Christ. He awakens us to our need, enables us to acknowledge our guilt,

and calls us to respond to God in faith and obedience. The response of faith is a personal reliance on God's grace and a turning from sin to righteousness. Repentance involves an acknowledgement of sin. It is expressed in genuine sorrow, forsaking sin, and a change in attitude toward God, preparing for the continuing ministry of the Holy Spirit. Repentance includes a willingness for reconciliation and restitution.

New life in Christ

All who come to faith in Christ are born again, receive the Holy Spirit, and become children of God. They are acquitted of all guilt for sin, are granted the righteousness of Christ, and are reconciled to God. Persons thus justified by grace through faith enjoy peace with God, are adopted into God's family, become part of the church, and receive the assurance of eternal life. We become new creatures in Christ, regenerated by the Holy Spirit. This change of heart becomes evident in the development of Christ-like character and a walk of obedience to God. Conversion is expressed in a changed life with new direction, purposes, interests, and values. The new life in Christ is developed through Christian spiritual disciplines such as prayer, study of Scripture, fasting, self-denial, stewardship, and fellowship. While these strengthen the Christian, they do not make the believer immune from temptation. Persistent disobedience impairs fellowship with God and can destroy one's new life in Christ. When there is sin in the Christian's life, it needs to be confessed and forsaken in the confidence of God's willingness to pardon and His power to cleanse from evil.

Life in the Spirit

We believe that God's grace provides for more than forgiveness of sin. As the Spirit works in the life of the believer, he or she is led forward in sanctification to a full surrender and commitment of the motives and will to Christ. This results in freedom from the

control of sin and in empowerment to live the holy life. The Holy Spirit fills persons yielded to God and equips them for effective witness and service. Sanctification is also an ongoing journey of yielding to God and growing in grace. The quality of the surrendered life corresponds to the believer's responsiveness to the Holy Spirit and obedience to the Word of God. The Spirit-filled life results in a sensitivity to the Holy Spirit, inner strength in times of temptation, godly living and wholehearted service to the Lord. The Holy Spirit produces virtuous character— love, joy, peace, patience, kindness, goodness, faithfulness, gentleness, and self-control. These virtues characterize the believer's walk in the Spirit.

Hope of life everlasting

The salvation provided by our Lord Jesus Christ will be consummated for the believer in the joy of heaven and the full realization of the Kingdom of God. In our glorified bodies we will be free from all the effects of sin. Restored in the likeness of Christ, we will worship God and reign with Christ throughout eternity.

SECTION V: THE HOLY SPIRIT AND THE CHURCH

The Holy Spirit is a divine person who eternally coexists with the Father and the Son. The Spirit was present and active in creation, is seen throughout the Old Testament, and is revealed more explicitly in the New Testament. Life in the Spirit was reflected most clearly in the earthly life of Jesus. At Pentecost the Holy Spirit came from God to continue the work of the ascended Christ, as Jesus had promised His followers.

Work of the Holy Spirit

The Holy Spirit works in the world, convincing persons of sin and bringing them to repentance and faith, guiding them to fullness of

life in Christ. The Holy Spirit is the Counselor who is always present with God's people and reminds us of all that Jesus said and did. The Holy Spirit is the Spirit of Truth who guides the believer, and serves as the guarantee of the eternal inheritance promised in Christ.

The Holy Spirit intercedes for the believers in agreement with God's will. He helps the children of God in their need, cleanses and sets them apart for holy living, and empowers them for service.

The Holy Spirit is also present in the corporate life of the church, inspiring unity, worship, and service. His presence is realized as the church is open and responsive to the Spirit's leadership.

The Holy Spirit gives spiritual gifts to all believers according to His sovereign will and purposes. Scripture identifies a variety of gifts, given for the building up of the church and for ministry in the world. The Holy Spirit guides the church in setting apart persons for leadership. The church is responsible to discern and encourage the use of the gifts of the Spirit in its life and ministry.

Nature of the Church

Through the Holy Spirit, Jesus Christ established the church to be God's new community, which has its roots in the people of God in the Old Testament and testifies to the presence of the Kingdom of God on earth. Jesus Christ is the Head of the church, the redeemed community. His Word and will are authoritative among us. The church consists of all those who trust Jesus as Savior and follow Him as Lord. We become part of God's family, loving the Lord Jesus and learning to love and care for one another. We are a covenant community vowing before God and fellow members to live a holy life, to remain loyal to the church, and to foster oneness within the body of Christ. Our understanding of this

covenant is expressed in a commitment to the local congregation, where the integrity of our discipleship is lived; to the denomination, where relationships with a wider fellowship of God's people are realized; and to the body of Christ throughout the world, by which we fulfill the prayer of Jesus that we all may be one.

The essential functions of the church are worship, fellowship, disciple-ship, and mission. In worship, we bring our wholehearted devotion to the Lord God. In fellowship, we live out our deep commitment to love one another. In discipleship, we follow the call of the Lord Jesus to obey and to teach all things commanded by Him. In mission, we proclaim the gospel to all people and minister to human need as Jesus did.

As a covenant community we practice mutual accountability among our members. We accept the steps outlined by Jesus: first, going privately to the one who sins against us; then, if necessary, returning with one (1) or more witnesses; and finally, if needed, involving the congregation. When the church deals with sin, we seek to respond with compassion and concern. The objective of church discipline is to restore the erring church member and to maintain the integrity and purity of the church's fellowship and witness.

Life of the Church: ordinances and practices

The ordinances of the church are baptism and the Lord's Supper, which are to be observed in obedience to our Lord's command.

The baptism of believers is a public witness that they have received Jesus Christ as Savior and Lord and are becoming part of the community of faith. We believe that baptism by immersion symbolizes the believer's submission to Jesus Christ and identification with His death and resurrection. We expect

baptized believers to commit themselves to the membership covenant, thereby affirming their loyalty to the church. The Lord's Supper was instituted by Jesus and is celebrated by His followers in remembrance of the Lord's death and resurrection and in anticipation of His return. The bread and the cup represent the body and blood of our Lord and Savior, Jesus Christ. Participating in the communion service symbolizes our unity with believers of all times and places. We are to examine ourselves in the light of Scripture before approaching the Lord's Table. Reconciliation with God and with brothers and sisters in Christ is an essential preparation for participation. In addition to the ordinances, other practices are important aspects of life and worship in the Christian community.

We regard the practice of washing one another's feet as modeled and taught by Jesus to be a demonstration of love, humility, and service to one another, pointing beyond itself to a way of life. In the life of the church, the foot washing service is an occasion for reconciliation, affirmation of one another, and testimony of God's grace. The Christian marriage ceremony witnesses to God's order and design for the union of a man and a woman in a lifelong commitment of love and fidelity. Vows are affirmed and the marriage is celebrated in the context of the congregation, which is called to support the couple in their life together. Christ's covenantal, self-sacrificing love for the church and the church's loving response is the model that husband and wife are to follow.

The practice of dedicating children affirms their place in the midst of the congregation. The service of dedication provides an opportunity for parents to commit themselves to the Lord in the care and training of their children. Members of the congregation join with the parents in pledging to pray for and to nurture the children.

The gospel includes healing for the ill and deliverance for the oppressed. The church follows scriptural practices in praying for the sick, laying on hands, and anointing with oil in the name of the Lord. The service of divine healing affirms that God responds to the brokenness of the human condition with healing or with grace to endure suffering.

When death comes to the community of believers, the funeral provides an opportunity to focus on the risen Lord. The congregation responds compassionately with the bereaved. Death reminds us of our mortality and the hope of the resurrection.

Mission of the Church: in relation to the world

Jesus Christ commissions the church to make disciples of all the world's peoples. The church is called to share the gospel in every culture and stratum of society. Evangelism includes bringing people to a saving faith in Christ and to responsible membership in the church. The people of God are also called to be a redemptive influence in the world, confronting corporate sin and seeking to overcome evil with good. They are to be a voice for righteousness, peace, and justice. The church recognizes the place God ordains for government in society. As Christians, we pray for the state and those who are in authority. At the same time, we believe loyalty to Christ and the church, which is transnational, takes precedence over loyalty to the state. Selective involvements in the affairs of government are appropriate for believers if loyalty to Christ and the principles of His Kingdom are carefully guarded, and if such participation will enhance one's Christian witness and service.

Christ loved His enemies and He calls us as His disciples to love our enemies. We follow our Lord in being a people of peace and reconciliation, called to suffer and not to fight. While respecting those who hold other interpretations, we believe that preparation

for or participation in war is inconsistent with the teachings of Christ. Similarly, we reject all other acts of violence which devalue human life. Rather, we affirm active peacemaking, sacrificial service to others, as well as the pursuit of justice for the poor and the oppressed in the name of Christ.

Those who follow Christ are strangers and pilgrims in the world, called to share the light of Christ. In the renewing of our minds by God's grace, we resist conformity to our fallen, broken world. Nonconformity calls us to reject the world's unrestrained materialism, its sensualism, and its self-centeredness. Rather we seek to express the values of God's Kingdom by a lifestyle of modesty and simplicity.

SECTION VI: ETERNAL HOPE AND JUDGMENT

The final destiny of all things lies in God's hands. In God's time, creation will be renewed in Christ. The kingdoms of this world shall become the Kingdom of our Lord, and He shall reign forever.

End of the age and return of Christ

The return of Christ in power and glory is certain and may occur at any time. We accept the Lord's teaching that no one knows when He will come. We understand Scripture to teach that the conflict between God and Satan, good and evil, will intensify as we approach the end of this age. At Christ's return, the enemies of God will be conquered and the reign of God will be established forever. The promise of our Lord that we shall live eternally in His presence brings great encouragement to the people of God. Our response is joyous expectation, watchfulness, and diligence.

Death, judgment, and the consummation of all things

Death in the Christian community is a time of both sorrow and hope. Human ties that are broken bring grief, but our belief in Christ's second coming is an affirmation of the resurrection of the body and life everlasting.

We believe that following death, the believer's spirit is present with the Lord. Scripture promises the bodily resurrection of the dead, both believers and unbelievers. Those who die in Christ, along with the faithful believers alive at His return, will rise and will receive a new, glorified body, which will be free from infirmity and death. The lost, however, await a resurrection unto condemnation. God will judge righteously at the close of the age. Those who have trusted Him and obediently followed Jesus as Lord will not be condemned. God will reward them according to their faithfulness. The unsaved, however, will be punished with everlasting destruction in hell, eternally shut out from the presence of God because they have rejected His offer of salvation.

The people of God anticipate God's promise of a new heaven and a new earth under the rule of Christ. Evil will be destroyed and ultimately Christ will deliver all things to the Father.

Exhortation to faithfulness

Hear the Word of the Lord: "What kind of people ought you to be? You ought to live holy and godly lives as you look forward to the day of God and speed its coming." Jesus' last recorded words, "Yes, I am coming soon," cause us to live in joyful anticipation. Because of this hope, we persevere and spread the good news of Christ, knowing that when the gospel of the Kingdom has been preached to all nations, the end will come. Amen. Come, Lord Jesus.

SCRIPTURE REFERENCES

Section I: REVELATION AND SCRIPTURE

John 1:1–2, 18; 2 Timothy 3:16; Hebrews 1:1–2; 11:6

Revelation in nature, history, and the Son

Genesis 1:1–2:2; 12:1–3; Deuteronomy 7:17–8:2; Ecclesiastes 3:11; Isaiah 46:9; Matthew 1:23; John 1:3–5, 14; Romans 1:20; Colossians 2:9; Hebrews 11:3

Scripture, the record of revelation

Isaiah 55:10–11; Jeremiah 36:1–3; John 5:39; Romans 15:4; 1 Timothy 1:15; Timothy 3:16; Hebrews 1:1–2

Scripture and the Church

John 14:23–24; 16:13–15; Acts 2:41–42; 2 Timothy 2:1–2; James 1:22–25

Section II: GOD AND CREATION

Genesis 1–2; Psalm 24:1–2; Hebrews 11:3

Nature of God

Deuteronomy 6:4; 32:3–4; 33:27; Psalm 45:6; 48:14; 100:5; Daniel 6:26–27; Matthew 3:16–17; John 14:16–17, 26; Acts 14:15–17; 1 Corinthians 2:11–16; Ephesians 2:8–10; 1 Timothy 1:17; James 1:17; Revelation 16:7

Creation and providence

Genesis 1–3; 1 Chronicles 29:11–12; Nehemiah 9:6; Job 26:7–11; Psalm 19; 102:25; Romans 5:12–19; Hebrews 1:3; Revelation 19:6

Relationships in creation

Genesis 1–2; Exodus 20:1–17; Leviticus 19:18; Deuteronomy 16:20; Psalm 104:24; Proverbs 21:3; Isaiah 58:13–14; Micah 6:8; Malachi 2:16; Matthew 12:8; 19:1–12; 25:40; Mark 2:27; Romans 2:13–15; 14:5–6; 1 Corinthians 6:9–10; 18–20; 13; Ephesians 4:29–5:2; 5:21–6:4; Colossians 1:16–17; 1 John 3:14

Section III: HUMANITY AND SIN

Genesis 1:26–28; 2:7–9, 15–20; 9:1–6; Psalm 8:3–8; 90:1–6; 139:13–16; Ecclesiastes 12:1–7; Acts 17:26–28

Freedom of choice

Genesis 2:16–17; Deuteronomy 30:15–20; Matthew 7:13–14, John 1:11–12; Romans 12:1–2; Ephesians 1:3–14; 2 Peter 3:9; Revelation 22:17

Source of sin

Genesis 3:1–19; Psalm 51:5; Isaiah 14:12–15; John 8:44; Romans 5:12; Ephesians 2:1–3; 6:10–12

Effects of sin

Psalm 53:1–3; Isaiah 59:1–8; 64:6–7; Romans 1:18–32; 3:9–20, 23; 5:12; 6:23

Personal accountability

Genesis 1:27–30; 2:7–9, 16–17; 3:1–19; Leviticus 4:27–35; Ezekiel 18; Mark 10:13–16; Romans 1:18–20; 3:23; 2 Corinthians 5:10; Ephesians 2:8–9

Section IV: JESUS CHRIST AND SALVATION

Ephesians 1:3–14; Titus 2:11–14; Hebrews 1:1–3; 1 Peter 1:3–5

Life and ministry of Jesus Christ

Matthew 1:20–23; 3:13–17; 6:33; 7:28–29, 9:35–36; 12:25–28; 26:26–29; 28:18–20; Mark 1:14–15; 14:61–62; Luke 1:26–2:33, 52; 4:1–21; 22:44; John 1:1–14; 3:16; 13:1–17; 14:8–11; Galatians 4:4–5; Philippians 2:5–11; Colossians 1:15–20; Hebrews 4:14–15

Death and resurrection of Jesus Christ

Psalm 22:1–18; Isaiah 52:13–53:12; Matthew 27:27–28:20; John 3:16–17; Acts 1:9–11; Romans 5:1–11; 1 Corinthians 15:20–28; 2 Corinthians 5:21; Ephesians 1:9–10; Philippians 2:9–11; Colossians 1:21–22; Hebrews 1:3; 7:24–25; 9:11–28; 12:2; Revelation 11:15

Coming to faith

Luke 3:7–9; 5:31–32; 18:9–14; 19:8–9; John 16:5–15

New life in Christ

John 3:1–17; Acts 2:41–47; Romans 5:1–11; 8:14–17; 10:9–10, 13; 2 Corinthians 5:17; Galatians 4:6–7; Ephesians 2:1–10; Colossians 1:22–23; Hebrews 3:14; 1 Peter 1:3–5; 1 John 2:24–25

Life in the Spirit

Luke 11:11–13; John 20:21–22; Acts 1:8; Romans 6:1–14; 8:1–17; 12:1–2; 2 Corinthians 5:5; Galatians 5:16–25; Ephesians 1:13–14; 3:14–21; 1 John 1:9

Hope of life everlasting

Matthew 24:13; John 14:1–3; 1 Corinthians 15:35–58; 2 Corinthians 5:1–10; Philippians 3:20–21; 1 Thessalonians 4:13–18; Revelation 5:9–10; 21:1–4

Section V: THE HOLY SPIRIT AND THE CHURCH

Genesis 1:2; John 3:34; 14:16–17, 15:26; Acts 2; 10:38; Hebrews 9:14; 2 Peter 1:21; 1 John 3:24

Work of the Holy Spirit

John 14:26; 16:7–15; Acts 1:8; 13:2–4; Romans 8:26; 12:3–8; 1 Corinthians 3:16; 12:1–12; 2 Corinthians 6:16–7:1; Ephesians 1:13–14; 4:3–12; 5:18; 1 Peter 4:10–11; Revelation 2–3

Nature of the Church

Matthew 5:13–16; 18:15–35; 20:26–28; 28:20; John 1:12–13; Acts 2:41–47; 15; Romans 1:16; 2 Corinthians 2:5–11; Galatians 6:1; Ephesians 2:19, 22; Philippians 2:2–16; Colossians 1:18; 2 Timothy 2:2; Hebrews 10:24–25; 1 John 3:16–19

Life of the Church: ordinances and practices

Matthew 28:16–17; 28:19–20; Mark 10:1–12; 16:16; Luke 2:22; John 13:1–17; Acts 2:38–39; Romans 6:3–6; 1 Corinthians 10:16; 11:1–16; 23–34; 15; 2 Corinthians 5:1–8; Ephesians 5:21–33; 1 Timothy 5:10; James 5:13–18; 1 Peter 3:21

Mission of the Church: in relation to the world

Proverbs 29:7; 31:9; Daniel 6:1–3, 10; Micah 6:8; Matthew 5:13–14, 44; 26:52; 28:18–20; Mark 16:15; John 18:36; Acts 4:18–21; 5:29; Romans 1:14–15; 12:2; 13:1–4; 1 Corinthians 10:23, 31; 2 Corinthians 5:16–20; 1 Peter 2:9–17, 21–23; 1 John 2:15–17

Section VI: ETERNAL HOPE AND JUDGMENT

Psalm 110:1; Ephesians 1:20–23; Colossians 1:19–20; Revelation 11:15

End of the age and return of Christ

Matthew 24:36–51; Acts 1:11; 1 Thessalonians 4:13–18; 2 Thessalonians 2; 2 Peter 3:11–18; Revelation 19

Death, judgment, and consummation of all things

Psalm 92:7; John 3:18; 5:25–29; 1 Corinthians 3:10–15; 15:27–28; 2 Thessalonians 1:5–9; Revelation 20:10, 14; 21:22–27; 22:3

Exhortation to faithfulness

Matthew 24:14; 2 Peter 3:11–12; Revelation 22:20

PART TWO:

Articles of Government

OVERVIEW:

The Articles of Government form one part of the BIC Canada Handbook on Faith and Life, which is also comprised of the Articles of Faith and Doctrine of BIC Canada and its corporate documents (namely its Articles of Continuance and General Operating By-law under the Canada Not-for-Profit Corporations Act, as amended from time to time). In addressing any issue, the reader should, in addition to consulting the Articles of Government, review the balance of the BIC Canada Handbook on Faith and Life.

DIVISION 1: LOCAL CHURCH POLITY AND PRACTICE

ARTICLE 1: DEFINITIONS

Section 1: Church Plant

A church plant is a new congregational expression that is sponsored either by BIC Canada, a member church, or other ministry affiliated with BIC Canada that receives the general oversight, financial support, and administrative resourcing of one or more of these sponsoring groups. A church plant will be defined as a congregation as it achieves separate charitable status, establishes its own governing board, and becomes either incorporated or through application is accepted as an unincorporated member of BIC Canada.

ARTICLE 2: PURPOSE OF A LOCAL CONGREGATION

A BIC congregation is the local expression of the larger church and a focused setting where the common purpose of BIC Canada to be “a growing faith community following Jesus, sharing his message, and extending his peace around the world” is applied or pursued. It carries the responsibility to develop a relevant missional presence in its community and beyond in cooperation with the larger church.

ARTICLE 3: LOCAL GOVERNMENT AND PRACTICE

Section 1: Organization

It is the understanding of BIC Canada that:

1. a local BIC church has the responsibility to conduct its own affairs subject to the doctrine, polity, and governance of BIC Canada;
2. a local BIC church may have its own governing document that does not contravene the governing document(s) of BIC Canada and has been approved by Board of Directors of BIC Canada;
3. a local BIC Church is to be either an incorporated entity or an unincorporated association;
4. the affairs of a local church are governed by its governing board as authorized by the local church governing document and in compliance with all aspects of the doctrine, polity and governance of BIC Canada; and
5. the ministry of the local church is the responsibility of all its members.

Section 2: Local Church Membership

There will be official membership (or equivalent) established in a local church. An individual seeking official membership in a local BIC church will:

- a) express a personal decision to follow Jesus Christ as their Saviour and Lord and;
- b) be baptized as a follower of Jesus Christ and;
- c) express a commitment to the local BIC Church, the Articles of Faith and Doctrine of the BIC, and a readiness to engage fully in the life of the church through their prayers, serving with their gifts and abilities, giving financially and;
- d) further the mission of the church in a spirit of humility and

unity, willing to follow the leadership of the local and national church, submitting to its doctrines, practices and polity; and

e) be approved by the local church governing board of directors (or equivalent) in compliance with any further requirements or process for membership as determined by the local church and affirmed by BIC Canada.

Section 3: Minimal Organizational and Governance Standards for Churches within BIC Canada

1. Governing Board: The board is to administer the affairs of the local church in accordance with its governing document and to fulfil its fiduciary responsibilities including the matters pertaining to finances and any holding of assets. The governing document of a local BIC church must be in compliance with and approved by BIC Canada. The following practices are expected:

- a) There must be a minimum of five members;
- b) All members of the board must be official members of the local church;
- c) Men and women are eligible to be members;
- d) Board members are limited to three (3) consecutive terms of three (3) years each and must not serve for at least one year before being eligible for further board service;
- e) The board will organize annually;
- f) The chair will not be a person employed by the local church;
- g) The senior or lead pastor of the local church is to fully participate in all meetings of the board, in a non-voting capacity;

2. Variances: If a church wishes to vary its operational and governing patterns from those outlined in the Articles of Government they need to have the approval of the Executive Director of BIC Canada or his/her designate.

3. Annual Meeting: There will be an annual meeting of the official members of the local church where members are expected to vote on legal, financial, and other matters pertaining to the healthy functioning of the local church as presented by the governing board;

4. Budgeting: Each local church will have a procedure for the preparation, adoption and control of the annual budget;

5. Accounting Records: A local church will maintain records of the general ledger and supporting journals, detailed records of pledges, investments, loans, yearly budget reports and annual financial reports including record of annual audit or review, with records or reports sent to BIC Canada as requested;

6. Administrative Records: Each local BIC church will have securely maintained records which will include governing board minutes, annual general meeting minutes, personnel files, employment records, governing and/or legal documents, and all financial or other documents according to federal or provincial government requirements;

7. Policies and Procedures: A local BIC church will create, implement and publish any necessary policies and procedures such as job descriptions, staff acquisition procedures, staff evaluations, risk management, discipline of members, etc. These must be in compliance with and not contravene policies and procedures established by BIC Canada;

8. Property and Facilities: All facilities, including any property stewarded on behalf of BIC Canada, will be well maintained and in accordance with local building and fire codes. Adequate risk and liability insurance will be secured and periodically reviewed. Local church insurance policies will add BIC Canada as an additional named insured on property coverage as well as on liability coverage. Adequate security for the public will be provided;

9. Publicity and Development: Development efforts for every

local BIC church will demonstrate Biblical values, ethical standards and donor responsibility. All initiatives should engender good public relations and confidence in the organization of BIC Canada, its expressions and its local congregations;

10. Reporting: The local church will provide to BIC Canada such reports as requested by BIC Canada for its healthy functioning. It is also expected that a local church will satisfy all legal reporting obligations.

Section 4: Polity and Practices Governing Local Congregations

- A. No special congregational business meeting may be called without the consent of the church board and a public notice given in at least one regularly schedule service prior to the special business meeting.
- B. All items for the congregational business meeting will be presented to the church board, which will be responsible to prepare the agenda for release in a regular service prior to the council.
- C. Should a matter of business be presented to the church board for the congregational business meeting and the church board refuses to place the item on the agenda, then the person who presented the request, if unwilling to accept the decision of the church board, may have the item placed on the agenda of the congregational business meeting upon securing the signatures of at least ten percent of the members in good standing who are sixteen years of age or older, a minimum of five signatures must be obtained. Public notice of this meeting must be given in at least one regularly scheduled service prior to the special business meeting
- D. Delegates should be elected annually by the local church to represent the member church at the annual AGM of BIC Canada.

- E. All group activities carried on within the congregation will be subject to the approval of the pastor and the church board and will be correlated with the total program of the church.
- F. The Canadian Director or his or her designate will ensure that a proper Senior Pastor review process is enacted at each end of term. Such review may include congregational feedback when it is deemed to be prudent and helpful to do so.
- G. Same-sex unions, blessings and related ceremonies may not be performed in a BIC Canada congregation or within its facilities.

Section 5: Senior or Lead Pastoral Search

The appropriate member of the BIC Canada Leadership Cabinet, as designated by the Executive Director of BIC Canada, working in partnership with the governing board of a member church, will oversee the search and hiring process of a senior or lead pastor.

No hire of a Senior or Lead pastor is final until the candidate has been approved by the Executive Director of BIC Canada and provisional credentials have been granted.

An initial term of service for a pastor will be set by the Canadian Director, or his or her designate, the pastor, and the governing board of the congregation. The continuance of a pastor's service following the initial term of service will become a joint consideration of the Canadian Director, or his or her designate, the pastor, and the governing board of the congregation. The congregation will be consulted as determined by the Canadian Director and the governing board of the local church. Further terms of service will be based upon a one to five year term as may be mutually agreed upon. A five-year term will be considered the maximum for any one period of assignment.

Section 6: Children and Youth Ministry Expectations

Member churches that engage in children and youth ministries

will establish policies and procedures that provide for the care and protection of children and youth participating in these ministries. The “Plan to Protect” as established by BIC Canada is provided as a helpful resource to member churches. Congregations may from time to time be asked to produce their current child and youth protection policies and procedure guidelines.

Section 7: Conflict and Discipline in the Local Church

The church is called to experience unity and harmony in the body of Christ. A breadth of human experience and perspective is evident as believers share in the life of a local church and the broader denomination. Conflict is a normal element in all human relationships including church life. The Scriptures give us guidelines for moving conflicted members of the body toward conciliation and peace. The procedures as outlined in the *Conflict Resolution and Discipline Manual* are provided as a helpful resource to member churches to assist in the conflict and discipline process as needed.

ARTICLE 4: INTERVENTION IN A LOCAL CHURCH

In accordance with BIC Canada ethos, polity and practice local congregations function under the oversight of BIC Canada leadership and, therefore, BIC Canada leaders are welcome partners in the healthy functioning of a local church. As ministry partners, BIC Canada leaders are welcome to meet with a local church governing board, pastoral leaders, and congregations at large, in order to appropriately resource, encourage and counsel pastors, governing boards and congregations as deemed necessary by BIC Canada leadership.

In instances of significant congregational distress that, in the judgment of BIC Canada, compromise the ability of the pastor and/or local governing board to serve the congregation, the Canadian Executive Director, in consultation with the Leadership

Cabinet, may select and convene a review board of five (5) persons appointed by the Canadian Executive Director. The Review Board will apply biblical principles in its resolution of the situation. The Review Board will have authority to appoint a mediation team, mandate arbitration, prescribe changes in congregational life and practice, suspend or remove a pastor, suspend a governing board member(s) or other member(s), make provision for interim leadership, and any other action deemed necessary to return the congregation to health. Any action will be reported to the Board of Directors.

ARTICLE 5: LOCAL CHURCH INCORPORATION

All congregations and entities of BIC Canada may incorporate under the applicable laws of the federal government of Canada and/or of the province in which they operate. Incorporation does not necessitate the transfer of property from BIC Canada to the local church but is a requirement for any potential transfer of property from BIC Canada to the local church.

The primary incorporation document of a local church will include the following provisions:

- A. A statement that the corporation and the church property are subject to the Articles of Government of BIC Canada and that the local church governing document may be modified (other than registering a change of address) only with the approval of BIC Canada Board of Directors.

This sample language may be included:

The corporation and all church property including real property are subject to the provisions of the Articles of Government of BIC Canada. This governing document may be amended (other than registering a change of address) only with the approval of two-thirds of the total membership of the BIC Canada Board of Directors.

B. A clause providing that upon dissolution of the local corporation the assets of the dissolving corporation will be distributed to BIC Canada if the assets are local church property.

C. Any other provisions required or recommended for a nonprofit, tax-exempt organization which do not conflict with the Articles of Government.

Obtaining the guidance of BIC Canada and legal counsel prior to incorporation is recommended.

Congregational governing documents must receive approval of BIC Canada Board of Directors prior to being enacted.

ARTICLE 6: THE PROCESS FOR DISSOLUTION OF A LOCAL CHURCH

There are times when local church leadership, working in partnership with the appropriate leadership of BIC Canada, determines that the best course of action for the congregation is dissolution. A congregation considering dissolution must pursue the following steps:

1. Upon receiving counsel and direction from BIC Canada leadership, the governing board will recommend dissolution.
2. Notify the head office of BIC Canada of this recommendation of dissolution at least 30 days prior to any congregational meeting in which this motion to dissolve will be presented. Any motion to dissolve before such notice is out of order;
3. Provide at least 10 days written notice and 2 Sundays announcement of a congregational meeting (in which a motion to dissolve will be presented) to all members of the congregation entitled to vote. The written notice and announcement will state the time, place and purpose of the meeting;
4. Grant a vote to all official members of the local church, present at the duly called meeting, who are sixteen years of

age or older and who have held membership for at least one year prior to the meeting;

5. Surrender organizational control to BIC Canada if a motion to dissolve carries by a simple majority (50% plus one) vote of those members present;
6. Allow BIC Canada to establish a transitional steering committee if the motion does not carry.

In the event of dissolution all assets of the local church, after payment of its liabilities, will be distributed to BIC Canada.

ARTICLE 7: THE PROCESS OF WITHDRAWAL OF MEMBERSHIP BY A LOCAL CHURCH

It is desirable that people can, in good faith, walk together in the common cause of the Gospel. However, history tells us there are circumstances in which a local congregation deems that membership withdrawal is the best course of action. The following process is established to:

- 1) establish good faith attempts at reconciliation and understanding;
- 2) ensure, to the satisfaction of BIC Canada, that a congregational vote to withdraw is truly representative of the stakeholders in the local congregation;
- 3) clarify and discharge all outstanding obligations to BIC Canada; and
- 4) seek to maintain a relationship of good grace that neither brings reproach upon the name of Christ nor hinders the fulfilment of the mission of BIC Canada or the local congregation.

A congregation may withdraw from membership in BIC Canada in the following manner: a local church governing board intending to bring a motion to withdraw before the local congregational

membership must give the BIC Canada Canadian Director written notice at least ninety (90) days before the meeting at which such a motion will be made;

1. At least 14 days advance written notice of such a meeting will be given to all members of the congregation entitled to vote. In addition to written notice, announcement will be made on two (2) Sundays immediately prior to the congregational meeting at which the question of withdrawal will be considered. The announcement will state the time, place and purpose of the meeting;

2. Voting for the purpose of withdrawal will be restricted to members of the local church who are at least sixteen years of age and who have held membership for at least two years prior to the meeting;

3. A representative of BIC Canada leadership will be present and permitted to participate in the meeting in a non-voting capacity;

4. A seventy-five percent (75%) majority support of the motion to withdraw is required to continue the process of withdrawal;

5. Notification of the result of the vote will be delivered to the BIC Canada offices;

6. The BIC Canada Director will assign persons to partner with the local church to negotiate the terms of withdrawal (if the vote did receive the seventy-five percent majority) or to seek resolution of the issues that led to the motion to withdraw (if the vote did not receive the seventy-five percent majority);

7. The terms of withdrawal must be approved by the BIC Canada Board of Directors at a regular meeting and by the local church Board of Directors;

8. The motion to withdraw must be re-confirmed by the local congregation by a seventy-five percent (75%) majority in a duly called meeting following publication of the agreed upon terms of

withdrawal with BIC Canada leadership present;

9. Any outstanding financial obligations will be settled within sixty days;

10. All property and assets owned by BIC Canada are retained by BIC Canada.

ARTICLE 8: WITHDRAWAL OF MEMBERSHIP OF A LOCAL CHURCH INCORPORATED WITH LOCAL PROPERTY OWNERSHIP

It is desirable that people can, in good faith, walk together in the common cause of the Gospel. However, history tells us there are circumstances in which a local congregation deems that membership withdrawal is the best course of action. The following process is established to:

- 1) establish good faith attempts at reconciliation and understanding;
- 2) ensure, to the satisfaction of BIC Canada, that a congregational vote to withdraw is truly representative of the stakeholders in the local congregation;
- 3) clarify and discharge all outstanding obligations to BIC Canada; and
- 4) seek to maintain a relationship of good grace that neither brings reproach upon the name of Christ nor hinders the fulfilment of the mission of BIC Canada or the local congregation.

A congregation who is incorporated and directly owns property may withdraw from membership in BIC Canada in the following manner: a local church governing board intending to bring a motion to withdraw before the local congregational membership must give the BIC Canada Canadian Director written notice at least ninety (90) days before the meeting at which such a motion will be made;

1. At least 60 days advance written notice of such a meeting will be given to all members of the congregation entitled to vote. In addition to written notice, announcement will be made on three (3) Sundays immediately prior to the congregational meeting at which the question of withdrawal will be considered. The announcement will state the time, place and purpose of the meeting;
2. Voting for the purpose of withdrawal will be restricted to members of the local church who are at least sixteen years of age and who have held membership for at least two years prior to the meeting;
3. A representative of BIC Canada leadership will be present and permitted to participate in the meeting in a non-voting capacity;
4. A seventy-five percent (75%) majority support of the motion to withdraw is required to continue the process of withdrawal;
5. Notification of the result of the vote will be delivered to the BIC Canada offices;
6. The BIC Canada Director will assign persons to partner with the local church to negotiate the terms of withdrawal (if the vote did receive the seventy-five percent majority) or to seek resolution of the issues that led to the motion to withdraw (if the vote did not receive the seventy-five percent majority);
7. The terms of withdrawal must be approved by the BIC Canada Board of Directors at a regular meeting and by the local church Board of Directors; no withdrawal may occur until this meeting has occurred.
8. The motion to withdraw must be re-confirmed by the local congregation by a seventy-five percent (75%) majority in a duly called meeting following publication of the agreed upon terms of withdrawal; BIC Canada leadership will be present at this meeting and permitted to participate in the meeting in a non-voting

capacity.

9. Any outstanding financial obligations will be settled within sixty days;

10. All property and assets owned by BIC Canada are retained by BIC Canada.

ARTICLE 9: LOCAL CHURCH PROPERTY AND CAPITAL PROJECTS

Section 1: Title

- A. All property of a local congregation held in the name of BIC Canada, will be held by the local congregation in trust only.
- B. Where a local congregation owns property, it will beneficially own and hold title to all real and personal property over which it exercises direct control and governance.

Section 2: Transfer of Property from BIC Canada to the Local Church

- A. Property may be transferred to the local church upon satisfactory incorporation or other organizational provision (such as trustees) in accordance with the laws of the Province in which it is situated. The eligibility of a congregation to receive the transfer of such property from BIC Canada to the local congregation will be determined on the basis of a successful application and the meeting of all published criteria for local church ownership of property.
- B. A congregation wishing to own property locally should contact the office of the Executive Director of BIC Canada for the necessary paperwork and procedures.
- C. No property owned by a local church will be charged with or encumbered by the debts and liabilities of BIC Canada.

Section 3: Discontinuance of a Local Church with Property

A member congregation of BIC Canada will have in its incorporation and/or similar governance documents or in its bylaw, a provision such as the following:

“In the event of dissolution or conclusion of the (name), all its remaining assets after payment of its liabilities will be distributed to BIC Canada or its successor.”

Section 4: Capital Projects of unincorporated congregations or incorporated congregations desiring a loan for a capital project

- A. A unincorporated congregation desiring to complete a capital project with an estimated value greater than 15% of their previous year annual receipts needs to seek the approval of the BIC Canada Board of Directors. Prior to beginning the project the BIC Canada office should be notified and asked for the required paperwork and conditions of approval.
- B. An incorporated congregation seeking a loan to facilitate a capital project with a loan value greater than 15% of their previous year annual receipts needs to seek the approval of the BIC Canada Board of Directors. Prior to beginning the project the BIC Canada office should be notified and asked for the required paperwork and conditions of approval.

Division 2: Pastors, Staff and their roles

Article 1: Purpose

Pastors serving in a congregation are considered the primary spiritual overseers of the local church, are responsible for directing the life and ministries of the congregation and will carry

out duties as agreed upon by the governing board.

Article 2: Accountability

The senior or lead pastor is accountable to the congregation by way of the governing board through its chair.

Associate or other staff pastors are accountable to the senior or lead pastor.

Article 3: Credentials

All pastors and ministry staff serving a congregation, church plant, or affiliated congregation will be credentialed by BIC Canada prior to the commencement of service.

Article 4: Accusations involving Credentials

Accusations in matters involving a pastor's right to hold credentials with BIC Canada; their morality, integrity or doctrinal soundness must be made to the Executive Director of BIC Canada in writing and properly signed by one who is willing to appear in person and give testimony concerning the accusations.

Accusations will be dealt with according to provisions in the Conflict Resolution and Discipline Manual.

Article 5: Membership

Pastors will automatically become a member of the local congregation being served upon commencement of their service.

Article 6: Duties

The duties of pastors will be:

- a) To lead the congregation in developing vision and mission, with appropriate goals and objectives, relevant to the context of the local church.
- b) To cultivate spiritual maturity in the congregation through a balanced program of biblical preaching and teaching.

- c) To model for and lead the congregation in life committed to Christ.
- d) To administer believer's baptism, the Lord's Supper, the dedication of children, and other significant ministries of the church.
- e) To give priority to the equipping and deployment of congregational leadership for ministry within and beyond the congregation.
- f) To establish and oversee ministries of outreach, spiritual formation, and care.
- g) To oversee the administration of congregational resources consistent with and in order to fulfil the vision and mission of the congregation.
- h) To provide regular reports to the governing board, as well as those required by BIC Canada
- i) To fully support, promote, and participate in the broader ministries of the church as represented by BIC Canada.
- j) To be a life-long learner, pursuing personal and professional development by participating in the programs offered by BIC Canada, as well as other agencies.

Article 7: Staff Pastors

Section 1: Hiring

- a) The senior or lead pastor in relationship with the church board will determine the process of hiring.
- b) The senior or lead pastors in relationship with the church governing board will lead the process of hiring all ministry staff.
- c) All offers of employment for ministry positions must be contingent upon the successful granting of provisional

ministry credentials.

Section 2: Accountability

Staff pastors are directly accountable to the Senior Pastor.

Article 8: Discipline

All pastors and ministry staff agree to submit to discipline as expressed in the Conflict Resolution and Discipline Manual.

Article 9: Removal

In case of serious disagreement between the local governing board and pastor, or in the case of Senior Pastor and a Staff pastor, the matter will be submitted to the Executive Director of BIC Canada or his/her designate. If satisfaction is not attained the BIC Canada Board of Directors will make disposition of the matter.

Those serving in Senior Pastoral roles may not be dismissed without the prior approval of the Executive Director of BIC Canada or his/her designate.

DIVISION 3: CLERGY AND CREDENTIALING

ARTICLE 1: CLERGY

Section 1. Qualifications

Ministers are persons called of God to serve the church in an official leadership capacity. Scripture clearly indicates in 1 Timothy 3:1-7 and Titus 1:7-16 that there are standards against which Christian leaders are measured and held accountable. Ministers must be committed followers of Jesus Christ and clearly indicate a sense of God's leading to serve in vocational ministry. The scriptural directives relating ministry leaders speak to the importance of exemplary godly living. As a testimony to the importance of the home, attention must be given to the scriptural qualifications of wholesome marital and family relationships

which include a commitment to the lifelong bond of marriage. They should be able to teach and lead others and give evidence of God's call to this role. They must affirm a sincere belief in the Articles of Faith and Doctrine of BIC Canada, its vision and mission, fully support its leadership, and willingness to be directed by the decisions of BIC Canada.

To ensure a person's qualifications and credibility for service, BIC Canada engages in the formal credentialing of those called to serve.

The credentialing process for vocational workers within BIC Canada affirms:

- The biblical pattern of the gifting, character and calling of persons to specific ministry roles within the community of faith in order for its strengthening and the functioning of its mission (Exodus 3, Psalm 78:70-72; Isaiah 6; Acts 13:1-3; Ephesians 4:11-19, 1 Corinthians 1:11; 1 Timothy 3:1-7; 2 Timothy 1:11; Titus 1:5-9) within an overall acknowledgement of the "priesthood of all believers" (1 Peter 2:4-10).
- The current and continued partnership role of the community of faith in discerning and affirming the calling, gifting, character and competency of persons to places of service within the church (Acts 13:1-3; Titus 1:5-9; 1 Timothy 3:1-7).
- The necessity of equipping and training for roles of service (Psalm 78:70-72; Ephesians 4:11, 2 Timothy 1:6, 2:15; 3:14-4:8).
- The need for alignment with the core values, the theological understandings, and the vision and mission of BIC Canada in order for healthy and effective service (1 Timothy 3:1-7).

- The value of being set apart and commissioned for service in a manner that affirms the person and assures the community of faith (Psalm 78:70-72; Acts 6:1-7, Acts 9:15, Acts 13:1-3; 1 Thessalonians 2:10-12; 1 Timothy 5:17, 2 Timothy 1:11) of the individuals preparation and suitability for ministry leadership.

Section 2. Duties and Privileges

- A. It will be the duty of clergy to proclaim the gospel of Jesus Christ, prayerfully strive to lead persons to the Saviour and into a life of full commitment to Jesus as empowered by the Holy Spirit, and earnestly endeavour to build up the body of Christ.
- B. They are eligible to perform official duties within the limits of their credentials.
- C. It is the privilege of the clergy to officiate at the marriage of persons who, after adequate instruction and counsel, can affirm the principles of Christian marriage, including a lifelong commitment to the marriage relationship. Clergy are not obligated to officiate at marriages which violate their consciences or otherwise are not in harmony with their understanding of scriptural principles. When there is a question regarding the clergy's credentialing a marriage, it is advisable for the clergy to consult with BIC Canada leadership and the local church governing board.
- D. BIC Canada credentialed pastors and staff (and other persons authorized to perform marriages) are not permitted to perform marriages of persons of the same sex.

Section 3 Responsibilities

Maintaining credentials with BIC Canada requires and implies compliance with the General Operating Bylaws, the Articles of Government and the Articles of Faith and Doctrine of BIC Canada.

Compliance includes submission to the discipline laid out therein.

The following responsibilities are agreed to by all credentialed persons:

1. I have read, in full, the “Articles of Government” and the “Articles of Faith and Doctrine of the BIC Canada” and have given particular attention to the doctrinal statement, and will support the polity and doctrine of the church.

2. I understand the ministry purpose statement of BIC Canada to be:

“We are a growing faith community following Jesus, sharing his message and extending his peace around the world.”

3. I recognize the executive leadership of BIC Canada and am willing to come under its authority and the polity of the denomination in all matters pertaining to credentialed ministers.

4. I understand the requirements for credentialing and will commit myself to completing these.

5. I will lead in my ministry setting in such a way that the leadership and ministries of the denomination are fully supported.

6. I agree to attend BIC Canada Annual General Meeting and other sponsored events.

Section 4 Discipline

A BIC Canada credential implies agreement to submit to discipline as outlined in the Conflict Resolution and Discipline Manual.

Notwithstanding anything else contained herein, a ministerial credential is given upon the strict condition that disciplinary proceedings and the results thereof and any other proceedings or matters carried in accordance with the Articles of Government and with the Articles of Faith and Doctrine will not give a minister

cause for any legal action against either BIC Canada, any staff member, director or officer of BIC Canada, and the acceptance of credentials will constitute conclusive and absolute evidence of a waiver by the minister of all rights of action, causes of action, and all claims and demands against the aforementioned.

Section 5 Ordained Clergy

a) Senior Pastor, Lead Pastor, Associate or Staff Pastor (Youth, Children, Pastoral Care) in a local church/site context (preaching, teaching, leading, spiritual oversight over congregation or groups within congregation, would be expected functions of an ordained clergy).

b) Other clergy or ministry roles (global worker, chaplain, spiritual director, theological educator, etc.) within BIC Canada but not specifically employed in a local church/site context.

Applicants for ordination will make application to BIC Canada and follow the process as outlined.

Section 6 Licensed Clergy

Licensed clergy serve in a Ministry Support Staff Role (not primarily teaching, congregational leading) in a local church/site context.

Applicants for ministerial license will make application to BIC Canada and follow the process as outlined.

ARTICLE 2: PROCESS FOR RECEIVING CREDENTIALS

The process of receiving credentials will be overseen by the Executive Director:

1. BIC Canada will process all applications for credentialing in the denomination.
2. BIC Canada will formulate all examination forms and establish procedures to be used in their work.

3. BIC Canada will provide the standards and requirements for ministerial licensing and/or ordination and continuation therein and will approve the meeting of such requirements by candidates before ordination credentials are received .
4. BIC Canada will conduct a doctrinal examination of persons to be credentialed by them.

DIVISION 4: BIC Canada

ARTICLE 1: INTERNATIONAL RELATIONS

Internationally BIC Canada relates to and cooperates with similar national bodies of Brethren in Christ churches in other countries to foster fellowship and to engage in joint ministries in the pursuit of its objects.

ARTICLE 2: JOINT MINISTRY WITH BIC U.S.

BIC Canada enters into a joint ministry agreement with the Brethren in Christ Church of the United States as needed for the facilitation of ministry in North America and globally. Where boards are established by the terms of the Joint Ministry Agreement, BIC Canada members will be chosen by appointment of the BIC Canada Board of Directors. Accountability to BIC Canada is through communication and coordination with Executive Director and by reports to the BIC Canada Annual General Meeting.

ARTICLE 3: QUALIFICATIONS OF THE EXECUTIVE DIRECTOR

In addition to the qualification requirements set out in General Operating By-law No. 1 of BIC Canada, the following qualifications are to be fulfilled by any prospective Executive Director:

1. Spiritual maturity to lead the growth of a healthy church movement.
2. A graduate degree in theology or divinity preferred, with

openness to pursue further education.

3. An ordained Brethren in Christ minister, with experience in pastoral ministry.
4. Ability to develop and cast vision in alignment with the wider BIC Church.
5. Possess strong relational and communication skills.
6. Exceptional strategic, organizational and leadership skills.
7. A demonstrated history of working with, overseeing and developing exceptional leaders.
8. Excellent problem-solving skills within a team environment.
9. Able to manage complex conflict situations effectively and with grace.
10. Significant experience in leading a growing organization.

ARTICLE 4: DUTIES OF THE CANADIAN EXECUTIVE DIRECTOR

In addition to the duties set out in General Operating By-law No. 1 of BIC Canada, the Executive Director shall have the following duties:

- Partnering with the Board of Directors, will develop vision, mission and strategic direction in alignment with the overall vision of the church.
- Select and oversee the leadership cabinet (executive leaders), and other national office staff, facilitating effective management, evaluation and development of leaders and staff.
- Ensure that there is an effective credentialing system in place and to manage and oversee the credentialing process.
- Working as a team with the leadership cabinet:

- provide overall administrative leadership to BIC Canada, including management of the national budget and oversight of ministries of BIC Canada
- ensure the development and implementation of an overall vision and mission for BIC Canada
- ensure that an appropriate system for pastoral development, selection, placement and care is in place for all brands in BIC Canada
- ensure that a plan for expansion of BIC Canada's congregations and ministry is in place and successfully advancing in all brands of BIC Canada
- ensure that the leadership cabinet operates in an effective, harmonious manner in order to maximize the successful accomplishment of mission, vision and goals.
- Represent BIC Canada at appropriate national and ecumenical organizations.
- Facilitate fundraising and promotion of our ministries for the accomplishment of common ministry and mission as expressed through BIC Canada
- Continuously investigate new leading edge organizations and networks to seek ways to improve and innovate in our purpose, strategy and mission
- Ensure that all legal and regulatory obligations for the organization are met and actions of the organization and employees meet all applicable laws
- Be generally available for teaching, resourcing and engagement as necessary and requested
- Be the spokesperson on behalf of BIC Canada.

ARTICLE 5: OTHER TEAMS, BOARDS AND COMMITTEES

Section 1: Establishment

All teams function under the authority of the Board of Directors. The scope of their authority and the duration of any specific team activities will be determined by the Board of Directors.

Section 2: Selection of Team Members

Individuals will be selected to serve on a team who have gifts for service in the area to which they will be appointed, as well as to such factors as age, gender, geographic area, length of service, other BIC Canada appointments, laity/clergy ratio, etc. Team members will be approved by the Board of Directors.

Section 3: Terms of Office

The term of office for persons appointed to teams, boards, committees and offices will be three years, unless otherwise provided. No person may serve more than nine years consecutively on any team, committee, or office, unless otherwise provided by the Board of Directors.

Section 4: Organization

Each team, board and committee will effect an organization adequate for the efficient conduct of its work. It will organize annually, except where offices are designated by the bylaws of BIC Canada.

Section 5: Expenses

Team, board and committee members will be entitled to reimbursement for expenses incurred in the discharge of their official duties, as approved by the team, board or committee, and as authorized by BIC Canada or the Board of Directors. Expense accounts must be submitted in the year in which the expenses were incurred. Any team, individual, board or committee appointed by BIC Canada, not having a treasury of its own, will

have its expenses so authorized met by the Canadian Executive Director.

Any team, board or committee member who is salaried by BIC Canada will not vote on any matter which may directly or indirectly relate to a financial benefit for such person, whether such benefit be in the nature of salary or other payment; however, this will not restrict such person from accepting such financial benefit if (s)he has not voted on such issue.

Section 6: Relationships

The Canadian Executive Director, or his/her designate, is an invited member, ex-officio, of each team, board and committee in BIC Canada and as such will be given notice of each meeting.

Section 7: Staff

- a. Where a board, team or committee of BIC Canada other than the Board of Directors wishes to hire a staff person they must first receive the approval of BIC Canada Executive Director.
- b. Where a staff person is employed by any team or board that person would serve as ex-officio and non-voting.

Section 8: Qualifications for Staff

Qualifications for serving as a staff member of a Board appointed team will be determined by the team and agreed to by the Executive Director. Minimum requirements include:

1. One whose life gives evidence of Spirit-directed growth and maturity.
2. One who has demonstrated a commitment to BIC Canada, its doctrine, its mission, its programs and its leadership
3. One who is a faithful member of a BIC Canada congregation and knowledgeable about general church life.
4. One who has demonstrated leadership gifts with prior

experience in administration.

5. One who can respond to the challenges of decision-making and problem solving in a constructive manner.

Section 9: Additional Guidelines

1. Each team and/or board will submit reports to the Executive Director, Board of Directors, both general and financial, and projections for future ministry.
2. Each team will seek to foster harmonious relationships and to minister in a spirit of cooperation with other teams, boards and agencies within BIC Canada to fulfill its purposes.
3. Teams may appoint sub-committees or task forces as deemed necessary to fulfil their purposes.

PART THREE:

General Operating By-law No.1

A By-law relating generally to the transaction of the affairs of

BRETHREN IN CHRIST (BIC) CANADA

**(CURRENTLY KNOWN AS CANADIAN CONFERENCE OF BRETHREN
IN CHRIST CHURCH)**

(a Federal Corporation)

hereinafter referred to as the “Denomination”

WHEREAS the Denomination has applied for articles of continuance to be continued under the *Canada Not-for-Profit Corporations Act*;

AND WHEREAS the Denomination intends to amend its name to “Brethren in Christ (BIC) Canada” in its articles of continuance and, upon receipt of approval from Industry Canada of the said new corporate name, all references to the previous corporate name, namely “Canadian Conference of Brethren in Christ in Canada”, shall be deemed deleted from this General Operating By-law;

NOW THEREFORE BE IT ENACTED as a general operating By-law of the Denomination to take effect immediately upon the issuance of certificate of continuance by the federal Government under the *Canada Not-for-Profit Corporations Act* as follows:

SECTION I
DEFINITIONS AND INTERPRETATION

1.01 Definitions

In this By-law, and in all other By-laws, Policies and resolutions, unless the context otherwise requires, the following definitions shall apply:

“Act” means the *Canada Not-for-Profit Corporations Act*, S.C. 2009, c. 23, including any regulations made pursuant to the Act and any statute or regulations that may be substituted, as amended from time to time.

“Active Members of a Congregation” or **“Active Members”** means members of a Congregation whose names appear on the Congregation’s active membership roll.

“Annual Conference” means the annual conference of the Denomination during which the annual general Meeting of Members takes place.

“Articles” means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Denomination.

“Articles of Faith and Doctrine” means the Articles of Faith and Doctrine of the Denomination as referenced in the Articles, which forms a part of the BIC Canada Handbook on Faith and Life, and may be amended from time to time by the Denomination.

“Articles of Government” means the articles of government of the Denomination, including any of its

Policies and Procedures, which forms part of the BIC Canada Handbook on Faith and Life, as may be amended from time to time by the Denomination.

“Assistant Chair” means the assistant chair of the Board of Directors of the Denomination appointed in accordance with this By-law, who has all of the rights and duties associated therewith.

“BIC Canada Handbook on Faith and Life” means the Articles (including the Purposes and Articles of Faith and Doctrine), this By-law, all other By-laws and the Articles of Government adopted by the Denomination from time to time, and by which the Denomination and Member Congregation of the Denomination are called upon to carry out their charitable Purposes.

“Board” or **“Board of Directors”** shall mean the Board of Directors of the Denomination.

“By-law” or **“By-laws”** means this By-law and all other By-laws of the Denomination from time to time in force and effect, including the General Operating By-law herein.

“Chair” means the chair of the Board of Directors of the Denomination appointed in accordance with this By-law, who has all of the rights and duties associated therewith.

“Congregation” or **“Member”** means a local church congregation associated with the Denomination that has fulfilled the conditions to be and has been admitted as a Member in accordance with this By-law, and has the rights and duties associated therewith.

“Covenant Agreement” means the covenant agreement, once adopted or amended from time to time by the Denomination, the terms of which set out the relationship between the Denomination and the Congregations.

“Delegate” means a delegate who is appointed to represent and vote, with a single vote each, on behalf of a Congregation in person at a Meeting of Members in accordance with this By-law and any applicable Policies, and has the rights and duties associated therewith.

“Denomination” means Brethren in Christ Canada (currently known as the Canadian Conference of the Brethren in Christ Church), a federal non-share capital corporation, and any successor to such corporation, through which its Directors, Members, employees, volunteers and agents may associate and collectively work together in the fulfillment of the Purposes. Upon receipt of approval from Industry Canada of the new corporate name of the Denomination, all references to the previous corporate name, namely “Canadian Conference of the Brethren in Christ Church”, shall be deemed deleted from this General Operating By-law.

“Director” means a member of the Board of Directors.

“Executive Director” means the executive director of the Denomination appointed in accordance with this By-law, who has all of the rights and duties associated therewith.

“Family Members” means a Person’s Spouse, children, parents, siblings, or the Spouses of such children, parents or siblings, or the children or parents of such Person’s Spouse(s), who are living with and/or are financially supporting or supported by the Person.

“Leadership Cabinet” means those employees of the Denomination who, by virtue of their job responsibilities, are designated as executive staff within the Employee structure of the Denomination.

“Licensed Marks” means the marks licensed by the Denomination to the Congregations in accordance with Covenant Agreements.

"Meeting of Members" includes any annual general meeting or special meeting of Members.

"Member" or “Congregation” means a member of the Denomination.

"Members" or "Membership" or “Congregations” means the collective membership of the Denomination.

“Membership Date” means, in relation to an annual Meeting of Members, March 31st immediately prior to the start of the annual Meeting of Members and, in relation to a special Meeting of Members, the month-end date that is more than thirty-five (35) days prior to the start of a special Meeting of Members.

“Ministry Leaders” means ordained ministers and pastors, commissioned workers, chaplains and others who are credentialed by the Denomination from time to time.

"Officer" means an officer of the Denomination who is elected or appointed in accordance with this By-law, and has the rights and duties associated therewith.

“Official Membership” means the average number of attendees of a Congregation for the twelve (12) month period immediately preceding the Membership Date to be

utilized for the purposes of voting at Meetings of Members of the Denomination.

“Ordinary Resolution” means a resolution passed by a majority of the votes cast on that resolution.

"Person" means an individual in his personal capacity.

“Policies and Procedures” means any policies and procedures of the Denomination as set out in the Articles of Government, which have been adopted pursuant to this By-law from time to time concerning the means of pursuing the Purposes of the Denomination, including any agreements and/or licences provided for therein that Congregations may be required to enter into from time to time, which policies and procedures form part of the Articles of Government.

“Purposes” means the purposes of the Denomination set out in the Articles.

“Regulations” means the regulations made under the Act, as amended, restated or in effect from time to time.

“Secretary” means the secretary of the Denomination appointed in accordance with this By-law, who has all of the rights and duties associated therewith.

“Special Resolution” means a resolution passed by a majority of not less than two thirds (2/3rds) of the votes cast on that resolution.

“Spouse” means a Person’s spouse of the opposite sex who has been joined together by marriage with the Person.

“Treasurer” means the treasurer of the Denomination appointed in accordance with this By-law, who has all of the rights and duties associated therewith.

1.02 Interpretation

- (a) This By-law and any other By-laws of the Denomination shall be strictly interpreted at all times in accordance with and subject to the Purposes and Articles of Faith and Doctrine referenced in the Articles of the Denomination, which Purposes and Articles of Faith and Doctrine for purposes of this By-law are incorporated by reference and made a part hereof. If any of the provisions contained in this By-law are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.
- (b) In this By-law, all other By-laws and all resolutions adopted by the Denomination, unless the context otherwise requires, the following interpretations shall apply: (i) except where specifically defined herein (ii) all terms contained herein and which are defined in the Act shall have the meanings given to such terms in the Act; (iii) words importing the singular number include the plural and vice versa; and (iv) words importing the masculine gender include the feminine and neuter genders and vice versa.
- (c) The interpretation of the BIC Canada Handbook on Faith and Life, and whether there has been material compliance with its provisions, shall be determined in the sole discretion of the Board of Directors. Any decision by the Board of Directors in relation to interpretation of the BIC Canada Handbook on Faith

and Life shall continue to have force and effect until amended, repealed, or replaced by a subsequent Ordinary Resolution of the Members, which Members' resolution, if applicable, shall take priority over any conflicting resolution of the Board of Directors.

SECTION II **MEMBERSHIP**

2.01 Classes and Conditions of Membership

Pursuant to the Articles, there shall be one (1) class of Members in the Denomination consisting of Congregations. Membership in the Denomination shall consist only of those Congregations recorded as Members as of the date of passing this By-law. Membership in the Denomination shall thereafter only be available to those prospective Congregations which meet the following conditions and have been accepted into Membership by the Board:

- (a) is an independent congregation that is either a legal entity or an unincorporated association of individuals, in whatever form or expression such a congregation may take from time to time, which has been granted charitable status in accordance with the *Income Tax Act* (Canada) and whose constating documents reflect the Denomination's requirements as set out in the Articles of Government and any applicable Policies and Procedures;
- (b) has submitted an application for Membership in the Denomination which indicates that: (i) it is in substantive agreement and will continue in

agreement with the BIC Canada Handbook on Faith and Life; and (ii) its constating documents are not and will not be contradictory to the BIC Canada Handbook on Faith and Life;

- (c) has entered into, and will at all times be in agreement, with the Covenant Agreement, the terms of which set out the nature of the relationship between the Denomination and the Congregation, together with any other agreements required to be entered into with the Denomination in accordance with the Articles of Government and any applicable Policies and Procedures; and
- (d) has satisfied any other applicable conditions as prescribed by the Board from time to time or as set out in the Articles of Government and any applicable Policies and Procedures.

2.02 Admission to Membership

Applications for Membership in the Denomination shall be made in such form, in such manner, and according to such procedures as the Board may, from time to time and in its sole discretion, establish in the applicable Policies and Procedures. If the Board is satisfied that the applicant satisfies all of the conditions of Membership set out in Section 2.01, the Board may, in its sole discretion, admit the applicant to be a Member. The Board may, from time to time, delegate the application review and acceptance duties to senior management of the Corporation to accept applications on a temporary basis, subject to ratification by the Board. All decisions by the Board shall be final and binding without the need to give any reasons for the acceptance or rejection of any application. Each applicant

shall promptly thereafter be informed in writing by the Executive Director of the decision of the Board.

2.03 Duties and Rights

Members of the Denomination shall have the following duties and rights:

- (a) the duty to further the Purposes and Articles of Faith and Doctrine of the Denomination;
- (b) the duty to respect and uphold the provisions and procedures of the Denomination as expressed in its BIC Canada Handbook on Faith and Life and to conduct its affairs in a manner that does not bring harm or disrepute to the Denomination and other Congregations;
- (c) the duty and right to voluntarily contribute their time, talent and treasure to the work of the Denomination, to the best of their ability;
- (d) the duty to uphold the covenants made through a Covenant Agreement, including observance of any applicable standards in place from time to time;
- (e) the duty to utilize the Denomination in relation to the recruitment, selection and placement of its senior pastoral staff;
- (f) the duty to enrol eligible employees in the group benefit and pension plans provided through the Denomination as well as to reimburse the Denomination for the expenses related thereto;

- (g) the duty to provide a written annual report and financial statements to the Denomination in a form provided to the Congregation by the Denomination;
- (h) the duty to support the compassionate and global ministries of the Denomination through engagement of their members and the provision of financial support to the best of their ability;
- (i) the right to receive notice of, attend, speak and participate at all Meetings of Members through its Delegates entitled to vote;
- (j) the right to vote at all Meetings of Members through Delegates appointed in accordance with this By-law;
- (k) the right to represent itself to the public as a Member of the Denomination and to use the name, copyrighted materials and other intellectual property of the Denomination to further the Purposes and Articles of Faith and Doctrine, as well as its own charitable Purposes, including any license or charter agreements required to be entered into by the Member, in the manner determined by the Board from time to time in its sole discretion and set out in the Articles of Government and any applicable Policies and Procedures;
- (l) the right to access and utilize the various ministers, resources, programs and services (including, but not limited to, pastoral relations, human resources, church governance and health/growth, leadership

development and conflict resolution) and ministry, governance/organizational and administrative expertise of the Denomination in order to better carry out its own ministry programs and activities, as may be more particularly set out in the Articles of Government;

- (m) the right to access and utilize financial resources of the Denomination including, but not limited to, loan funds and grants, either directly through the Denomination or the affiliated entities, such as the BIC Fund;
- (n) the right to participate in camping, youth or other ministries of the Denomination, both regionally and nationally;
- (o) the right to access resources and engaged in networking with the various Congregations of the Denomination, together with the Denomination's various related organizations including, but not limited, to the International Brethren in Christ Association, Mennonite Central Committee, Mennonite World Conference and the Evangelical Fellowship of Canada;
- (p) to have such additional rights and privileges as determined by the Board from time to time, as may be more particularly set out in the Articles of Government.

2.04 No Membership Fees or Dues

There shall be no membership fees or dues unless otherwise directed by the Board.

2.05 Suspension and Termination of Membership

- (a) The interest of a Member in the Denomination is non-transferable.
- (b) The suspension of any Congregation from Membership in the Denomination, including the delegation of certain aspects of the suspension process to the Leadership Cabinet of the Denomination, shall occur upon such grounds and in such manner as determined by the Board from time to time in its sole discretion and set out in the Articles of Government. Any decision by the Leadership Cabinet to suspend a Congregation shall be subject to ratification by the Board of Directors.
- (c) A Member may resign at any time from Membership in the Denomination for any reason, provided that such Member has provided the Denomination with ninety (90) days' written notice of its intention to seek the approval of its membership to resign at a duly called membership meeting by delivering written notification of the same to the Executive Director. The process to be followed by a Member which is seeking to resign from the Denomination shall be set out in the Articles of Government. The resignation of a Member shall be deemed to have been accepted as of the effective date stated in the resignation or ninety (90) days after the date of receipt of the resignation by the Executive Director, whichever is later. Receipt of such resignation will be acknowledged in the next minutes of the Board of Directors.

- (d) A Congregation's removal from Membership shall automatically occur upon the happening of any of the following: (i) the Congregation fails to maintain all of the conditions for Membership set out in Section 2.01; (ii) the Congregation is removed from Membership by the Board by Ordinary Resolution, provided that the Member is first offered the opportunity to be heard; (iii) the Congregation is liquidated or dissolved as a corporation or an unincorporated association of individuals, as applicable; or (iv) the Denomination is liquidated or dissolved under the Act. Subject to the Articles, upon any termination of Membership, all rights of the Congregation automatically cease to exist and any agreements entered into between the Congregation and the Denomination shall automatically terminate.

2.06 Delegates

- (a) A Member shall vote at all Meetings of Members by means of individual Delegates appointed on behalf of each Member.
- (b) Each Member shall be entitled to appoint at least one (1) Delegate. Each Delegate shall be entitled to one (1) vote. A Member shall be entitled to appoint additional Delegates in the following situations, as applicable:
 - (i) One (1) additional Delegate shall be appointed for each additional fifty (50) attendees over and above the first fifty (50) attendees or part thereof, with the number of attendees of the Congregation being determined by the average

attendance of all public worship services in the year prior.

- (ii) Where a Congregation has one (1) or more Active Members who are ministers that have been credentialed by the Denomination as of the Membership Date, then each of the said Active Members shall be eligible for appointment as additional Delegates by the Congregation;
 - (iii) Where a Congregation has one (1) or more Active Member who serve either as Directors, team members and/or committee members of the Denomination, then each of the said Active Members shall be eligible for appointment as additional Delegates by the Congregation; and
 - (iv) Where a Congregation has one (1) or more Active Members who are credentialed ministers of the Denomination that have retired in good standing after at least twenty (20) years of service in any Congregation of the Denomination, then each of the said Active Members shall be eligible for appointment as additional Delegates by the Congregation.
- (c) The clerk of each Member shall certify to the Denomination that the Delegates of the Congregation were duly appointed by the Member.

SECTION III
MEETING OF MEMBERS

3.01 Annual General Meeting at Annual Conference

The annual general Meeting of Members shall be held at the Annual Conference that is to take place as determined by the Board of Directors, provided that the annual general Meeting of Members shall be held fifteen (15) months from the holding of the last annual general Meeting of Members and not more than six (6) months after the end of the Denomination's fiscal year end. The annual general Meeting of Members shall be held for the purpose of considering the financial statements and reports of the Denomination required by the Act to be presented at the meeting, electing Directors from the slate of nominations presented by the Nominations Committee, appointing the public accountant and transacting such other business as may properly be brought before the meeting or is required under the Act. .

3.02 Special Meetings

The Board may, at any time, call a special Meeting of Members for the transaction of any business which may properly be brought before the Members or for any other reason in accordance with the requirements of the Act.

3.03 Place of Meeting

Subject to the Act, Meetings of Members may be held at any place within Canada as the Board may determine.

3.04 Notice of Meetings

- (a) Notice of any Meeting of Members shall be provided as follows:
 - (i) by mail, courier or personal delivery to each Congregation entitled to vote at the meeting, during a period of twenty-one (21) to sixty (60) days before the day on which the meeting is to be held; or
 - (ii) by telephonic, electronic or other communication facility to each Congregation entitled to vote at the meeting, during a period of twenty-one (21) to thirty-five (35) days before the day on which the meeting is to be held; or
 - (iii) at least once in a publication of the Denomination that is sent to all its Congregations, during a period of twenty-one (21) to sixty (60) days before the day on which the meeting is to be held.
- (b) Notice of a Meeting of Members shall also be given to each Director and to the public accountant of the Denomination during a period of twenty (21) to sixty (60) days before the day on which the meeting is to be held.
- (c) Notice of a Meeting of Members at which special business is to be transacted shall state the nature of that business in sufficient detail to permit a Member to form a reasoned judgment on the

business, and state the text of any Special Resolution to be submitted to the meeting.

3.05 Waiver of Notice

A Congregation and any other Person entitled to attend a Meeting of Members may in any manner and at any time waive notice of a Meeting of Members, and attendance of any such Congregation or Person at a Meeting of Members shall constitute a waiver of notice of the Meeting, except where such Congregation or Person attends a Meeting for the express purposes of objecting to the transaction of any business on the grounds that the Meeting of Members is not lawfully called.

3.06 Persons Entitled to be Present

The only Persons entitled to be present at a Meeting of Members shall be those entitled to vote at the meeting, the Directors, the public accountant of the Denomination and such other Persons who are entitled or required under any provision of the Act, Articles or By-laws of the Denomination to be present at the meeting. Any other Person may be admitted to a Meeting of Members in accordance with the Articles of Government or on the invitation of the chair of the meeting.

3.07 Quorum

A quorum for any Meeting of Members shall be constituted by the presence of a majority of Delegates who have been duly appointed by their respective Congregations, are entitled to vote at the meeting on behalf of their Congregations and have registered for such Meeting of Members in accordance with the

Denomination's Articles of Government, except where otherwise provided for in the Act or the Governing Documents of the Denomination. If a quorum is present at the opening of a Meeting of Members, the Members present may proceed with the business of the Meeting of Members even if a quorum is not present throughout the Meeting of Members.

3.08 Chair of Members Meetings

The chair of Member Meetings shall be: (i) the Executive Director; or (ii) if the Executive Director is absent or unable to act, then a member of the Leadership Cabinet or a Director who is appointed by the Board.

3.09 Votes to Govern

At any meetings of the Members, every question shall, unless otherwise provided by the Articles, the By-laws or by the Act, be determined by a majority of the votes cast on the question. In case of an equality of votes, the chairperson of the meeting, in addition to an original vote, shall have a second or casting vote.

3.10 Show of Hands

Subject to the Act, any question at a Meeting of Members shall be decided by a show of hands unless a ballot has been demanded by a Member entitled to vote at the meeting or otherwise required. Unless a ballot is demanded, a declaration by the chair of the meeting as to whether or not the question or motion has been carried and an entry to that effect in the minutes of the meeting shall, in the absence of evidence to the contrary, be evidence of the fact without proof of the number or

proportion of the votes recorded in favour of or against the motion.

3.11 Ballots

On any question proposed for consideration at a Meeting of Members, and whether or not a show of hands has been taken thereon, the chair of the meeting may require a ballot or any Member entitled to vote on such question at the meeting may demand a ballot. A ballot so demanded shall be taken in such manner as the chair shall direct. A demand for a ballot may be withdrawn at any time prior to the taking of the ballot. The result of the ballot so taken shall be the decision of the Members on the question.

3.12 Participation at Meetings by Electronic Means

If the Denomination chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the Act. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the Act, by means of any telephonic, electronic or other communication facility that the Corporation has made available for that purpose.

3.13 Meetings Held Entirely by Electronic Means

Meetings of members may not be held entirely by telephonic, an electronic or other communication facility.

3.14 Registration of Delegates

All Delegates shall be required to register as such at the Annual Conference in order to be eligible to vote at the annual Meeting of Members.

3.15 Rules of Order

Any questions of procedures at or for any meetings of the Members, which have not been provided for in this By-law or by the Act, shall be determined by the chairperson of the meeting and communicated to the Members in advance of any such meeting.

SECTION IV DIRECTORS

4.01 Powers

Subject to the Act and the Articles, the Board of Directors shall manage or supervise the management of the activities and affairs of the Denomination. The Board addresses its specific duties and responsibilities in the Articles of Government. Among its various duties and responsibilities, the Board shall be responsible to act as the nominating committee of the Denomination to recruit, screen and nominate candidates for election as Directors and other positions within the Denomination at the annual Meeting of Members.

4.02 Number of Directors

The Board shall consist of the minimum and maximum number of Directors specified in the Articles. The precise number of Directors on the Board shall be determined from time to time by the Members by Ordinary Resolution or, if the Ordinary Resolution empowers the Directors to determine the number of the Directors, by resolution of the Board.

4.03 Qualifications

Each Director shall be an individual who: (i) is an Active Member of a Congregation in good standing; (ii) is at least eighteen (18) years of age; (iii) is in full agreement with the BIC Canada Handbook on Faith and Life; (iv) has not been found by a court in Canada or elsewhere to be mentally incompetent (v) does not have the status of a bankrupt; and (v) is not an ineligible individual as defined in the *Income Tax Act* (Canada). Directors must not be employees of the Denomination. At least two (2) of the Directors must not be Officers of the Denomination or be officers or employees of the Denomination's affiliates.

4.04 Election and Term

(a) Subject to the Articles, Directors shall be elected by the Members by Ordinary Resolution at each annual Meeting of Members at which an election of Directors is required. The Directors' term of office shall be three (3) years calculated from the date of the meeting at which they are elected until the close of the third (3rd) annual meeting next following or until their successors are elected.

- (b) A Director not elected for an expressly stated term ceases to hold office at the close of the first (1st) annual Meeting of Members following the Director's election. If Directors are not elected at a Meeting of Members, the incumbent Directors shall continue in office until their successors are elected.
- (c) The Directors shall be elected and shall retire in rotation every three (3) years. At the first Meeting of Members immediately after passage of this By-law, one-third (1/3) of the Board shall be elected to hold office until the close of the third annual Meeting of Members next following, one-third (1/3) of the Board shall be elected to hold office until the close of the second annual Meeting of Members next following and one half (1/3) shall be elected to hold office until the close of the first annual Meeting of Members next following and subsequently at each annual Meeting of Members thereafter, Directors shall be elected to fill the position of those Directors whose term of office has expired and each Director so elected shall hold office until the close of the third (3rd) Meeting of Members after his or her election.
- (d) The maximum number of terms for each Director is three (3) terms of three (3) years. A Director will be eligible for re-election to the Board at the end of his or her term up to the maximum number of terms provided that such Director continues to meet the qualification requirements to be a Director. Upon the completion of the maximum term on the Board, a minimum of a one (1) year absence is required before eligibility for re-election to the Board is restored.

4.05 Appointed Directors

As contemplated in the Articles, the Board may appoint one or more Directors, who shall hold office for a term expiring not later than the close of the next annual general Meeting of Members, but the total number of Directors so appointed may not exceed one-third (1/3) of the number of Directors elected at the previous annual general Meeting of Members.

4.06 Consent

An individual who is elected or appointed to hold office as a Director is not a Director, and is deemed not to have been elected or appointed to hold office as a Director, unless:

- (a) the individual was present at the meeting when the election or appointment took place and did not refuse to hold office if such Person is present at the meeting when the election or appointment takes place,
- (b) the individual was not present at the meeting when the election or appointment took place and consented to hold office in writing before the election or appointment or within ten (10) days after it if such Person is not present at the meeting, or
- (c) the individual was not present at the meeting when the election or appointment took place and by acting as a Director pursuant to such Person's election or appointment is a Director.

4.07 Resignation

A resignation of a Director becomes effective at the time a written resignation is sent to the Denomination or at the time specified in the resignation, whichever is later. A Director who has resigned may not submit to the Denomination a written statement pursuant to section 131 of the Act.

4.08 Removal

The Members may, by Ordinary Resolution passed at a special Meeting of Members, remove any Director from office before the expiration of the Director's term and may elect a qualified individual to fill the resulting vacancy for the remainder of the term of the Director so removed, failing which such vacancy may be filled by the Board. A Director may also be removed if he no longer fulfils all of the qualifications to be a Director in accordance with Section 4.03 as determined by the Board. A Director who is being removed or has been removed may not submit to the Denomination a written statement pursuant to section 131 of the Act.

4.09 Filling Vacancies

Subject to the Act and the Articles, a quorum of the Directors may fill a vacancy in the Board, except a vacancy resulting from an increase in the number or the minimum or maximum number of Directors, or from a failure of the Members to elect the number of Directors required to be elected at any Meeting of Members. A Director appointed or elected to fill a vacancy holds office for the unexpired term of their predecessor.

4.10 Remuneration of Directors

As required by the Articles, Directors shall serve without remuneration, and no Director shall directly or indirectly receive any profit from his or her position as such, provided that a Director may be reimbursed for reasonable expenses incurred in performing his or her duties.

4.11 Remuneration of Officers, Agents, Employees

Subject to the Articles, the Directors of the Denomination may fix the reasonable remuneration of the Officers, committee members and employees of the Denomination and may delegate any or all of this function as it determines to be appropriate. However, no Officer who is also a Director shall be entitled to receive remuneration for acting as a Director. Any Officer, committee member or employee of the Denomination may receive reimbursement for their expenses incurred on behalf of the Denomination in their respective capacities as an Officer, committee member or employee, subject to any policy in this regard that may be adopted by the Board from time to time.

4.12 Delegation to Committees

(a) Subject to the Act, the Board may appoint from their number a managing director or a committee of Directors (which may be referred to as an executive committee) and delegate to the managing director or committee any of the powers of the Board, except those which may not be delegated by the Board pursuant to subsection 138(2) of the Act. For greater

clarity, where an executive committee is in place, it may not:

- (i) submit to the members any question or matter requiring the approval of Members;
 - (ii) fill a vacancy among the Directors or in the office of public accountant or appoint additional Directors;
 - (iii) issue debt obligations except as authorized by the Directors;
 - (iv) approve any financial statements referred to in section 172 of the Act;
 - (v) adopt, amend or repeal By-laws; or
 - (vi) establish contributions to be made, or dues to be paid, by Members under section 30 of the Act.
- (b) The Board may, from time to time and in its sole discretion, also appoint any Board committee or other operational committee, as it deems necessary or appropriate, with such purposes and, subject to the Act, such powers as the Board shall set out in the Policies and Procedures. Any committee member may be removed by the Board. Unless otherwise determined by the Board, a committee shall have the power to fix its quorum at not less than a majority of its members, to elect its chair and to otherwise regulate its procedure. The Board may fix, by Ordinary Resolution, the remuneration to be paid to any committee member.

4.13 Board of Directors Meetings

(a) Regular and Special Meetings

Regular meetings of the Board shall be held at such time and place as shall be determined by the Chair or approved by the Board, but not less than once a year. Special meetings of the Board may be called by the Chair, or by the Secretary on advice of the Chair, or upon written request of a majority of the Directors to the Chair or the Secretary who shall then give notice of a special meeting of the Board to each Director.

(b) Notice of Meetings

All regular or special meetings of the Board shall be called with not less than a minimum of 24 hours' written, telephone or electronic, including facsimile transfer or email, notice to each Director before the Board meeting is to take place. Where the Board has appointed designated dates for regular meetings of the Board at an hour to be named, no notice needs to be given for such meetings. A Board meeting may be held without notice immediately before or following the annual Meeting of Members, provided that a quorum of Directors is present. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting. No notice of meeting need specify the purpose of or the business to be transacted at the meeting, save and except for those matters referred to in subsection 138(2) of the Act which are set out in Section 4.12(a) of this By-law.

(c) Waiving Notice

A Director may waive notice of a Board meeting, and attendance of a Director at a Board meeting is a waiver of notice of the meeting, except if the Director attends a Board meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

(d) Quorum

A majority of the number of Directors specified in the Articles constitutes a quorum at any meeting of the Board; provided that where there is a minimum and maximum number of Directors specified in the Articles, a quorum shall be a majority of the number of Directors determined in accordance with Section 4.02. For the purpose of determining quorum, a Director may be present in person, or, if authorized under this By-law, by teleconference and/or by other electronic means.

(e) No Alternate Directors

No Person shall act for an absent Director at a Board meeting.

(f) Chairperson of the Meeting

The chairperson of Board meetings shall be the Chair or, alternatively, the Assistant Chair if the Chair is absent or unable to act. In the event that the Chair and the Assistant Chair are absent, the Directors who are present shall choose one of their number to chair the meeting.

(g) Voting Rights

Each Director shall have one (1) vote on every question put to the meeting. All questions arising at any Board meeting shall be decided by an Ordinary Resolution of the Directors present and voting, unless the Act or the By-laws otherwise provide. A Director shall be considered to be present at a meeting of Directors if such Director attends the meeting of Directors either in person or, if authorized under this By-law, by teleconference and/or by other electronic means. In case of an equality of votes, the chairperson of the meeting in addition to an original vote shall have a second or casting vote.

(h) Participation at Meeting by Telephone or Electronic Means

If all of the Directors consent, a Director may, in accordance with the Regulations, participate in a Board meeting, by means of a telephonic, electronic or other communications facility that permits all participants to communicate adequately with each other during the meeting. A Director participating in the meeting by such means shall be deemed for the purposes of the Act to have been present at that meeting. A consent pursuant to this Section may be given before or after the meeting to which it relates and may be given with respect to all meetings of the Board and committees of the Board.

(i) Dissent at Meeting

Subject to the Act, a Director who is present at a Board meeting or a meeting of a committee of

Directors is deemed to have consented to any resolution passed or action taken at the meeting unless:

- (i) the Director requests a dissent to be entered in the minutes of the meeting; or
- (ii) the Director sends a written dissent to the Secretary of the meeting before the meeting is adjourned; or
- (iii) the Director sends a dissent by registered mail or delivers it to the registered office of the Denomination immediately after the meeting is adjourned;

provided that a Director who votes for or consents to a resolution may not dissent.

(j) Dissent of Absent Director

A Director who was not present at a meeting at which a resolution was passed or action taken is deemed to have consented to the resolution or action unless, within seven (7) days after becoming aware of the resolution or action, the Director:

- (i) causes a dissent to be placed with the minutes of the meeting; or
- (ii) sends a dissent by registered mail or delivers it to the registered office of the Denomination.

(k) Meeting Policies and Procedures

The Board may establish Policies and Procedures from time to time in its sole discretion to address any other matters related to Board meetings.

4.14 Disclosure of Interest

(a) Prohibition

Save and except where specifically permitted by law and as approved by the Board, a Director and his or her Family Members shall not enter into a contract, business transaction, financial arrangement or other matter with the Denomination in which the Director or any of his or her Family Members has any direct or indirect personal interest, gain or benefit.

(b) Disclosure

(i) Pursuant to the Act, a Director of the Denomination shall disclose, at the time and in the manner required by the Act, in writing to the Denomination or request to have entered in the minutes of Board meetings, the nature and extent of any interest that the Director has in any material contract or material transaction whether made or proposed, with the Denomination if the Director:

- (1) is a party to the contract or transaction;
- (2) is a director or officer, or an individual acting in a similar capacity, of a party to the contract or transaction; or

(3) has a material interest in a party to the contract or transaction.

(ii) In addition to the disclosure made under Section 4.14(b)(i), any Director who has any material direct or indirect personal interest, gain or benefit in an actual or proposed contract, business transaction, financial arrangement or other matter with the Denomination as described in Section 4.14(a) above, whether permitted by law or not, shall declare their interest therein at the first opportunity at a meeting of the Board.

(c) Material Interest

In this Section, “material” shall mean that the Director in question, directly or indirectly, is personally receiving a material benefit or gain of some kind, either financially or otherwise, with the determination of materiality in such circumstances to be determined by the Board from time to time.

(d) Procedure Where Disclosure

The chairperson of Board meetings shall request any Director who has made a disclosure referred to in Section 4.14(b) to absent himself during the discussion of the matter, with such action being recorded in the minutes. The Director shall not vote on any resolution to approve such contract except as provided by the Act.

(e) Consequences of Contravention

In the event that the Board proceeds with a contract, business transaction, financial arrangement, or other

matter, in which a Director has a direct or indirect personal interest, gain or benefit in contravention of this Section, save and except where permitted by law and approved by the Board, such Director shall be required to immediately resign from the Board, failing which he shall be deemed to have resigned from the Board upon the passing of a Board resolution to that effect.

4.15 Confidentiality

Every Director, Officer, committee member, employee and volunteer, shall respect the confidentiality of matters brought before the Board or before any committee of the Board, or any matter dealt with in the course of employment or involvement of such person in the activities of the Denomination.

SECTION V OFFICERS

5.01 Appointment and Qualifications

The Board may designate the offices of the Denomination, appoint Officers on an annual or more frequent basis, specify their duties and, subject to the Act, delegate to such Officers the power to manage the affairs of the Denomination. A Director may be appointed to any office of the Denomination. An Officer may, but need not be, a Director unless this By-law otherwise provides. Two or more offices may be held by the same person, save and except for the Executive Director. Each Director shall be an individual who: (i) is an Active Member of a Congregation in good standing; (ii) is at least eighteen (18) years of age;

(iii) is in full agreement with the BIC Canada Handbook on Faith and Life; (iv) has not been found by a court in Canada or elsewhere to be mentally incompetent (v) does not have the status of a bankrupt; and (v) is not an ineligible individual as defined in the *Income Tax Act* (Canada). Additional qualifications for the Executive Director shall be set out in the Articles of Government of the Denomination. The Board will oversee the search process for the Executive Director and shall be responsible for his appointment.

5.02 Description of Offices

Unless otherwise specified by the Board (which may, subject to the Act, modify, restrict or supplement such duties and powers), the offices of the Denomination, if designated and if Officers are appointed thereto, shall have the following duties and powers associated therewith, as well as such other duties and powers as the Board may specify from time to time:

- (a) **Chair** - The Chair shall be a Director. The Chair shall, when present, preside at all meetings of the Board and committees of Directors, if any. The Chair, together with the Secretary, shall sign all By-laws of the Denomination.
- (b) **Assistant Chair** - The Assistant Chair shall be a Director. The Assistant Chair shall function in place of the Chair if he is absent or is unable to perform the duties of office. The Assistant Chair shall carry out such other duties, which may be assigned by the Chair from time to time

- (c) **Executive Director** - If appointed, the Executive Director shall be the chief executive officer of the Denomination and shall be responsible for implementing the strategic plans and policies of the Denomination. Except as permitted by law, the Executive Director shall not be a Director. The Executive Director shall, subject to the authority of the Board, exercise spiritual and theological leadership within the Denomination and have general supervision of its affairs. The Executive Director shall be entitled to receive notice of and to attend and speak at all meetings of the Board and of meetings of Members as a non-member thereof without the right to vote, save and except when the Board is discussing the position, salary or benefits of the Executive Director. The Executive Director shall, when present, preside at all Meetings of Members. The additional duties of the Executive Director shall be set out in the Articles of Government of the Denomination.
- (d) **Secretary** – The Secretary shall be a Director. The Secretary shall attend and be the secretary of all meetings of the Board, Members and committees of the Board. The Secretary shall enter or cause to be entered in the Denomination's minute book, minutes of all proceedings at such meetings. The Secretary shall give, or cause to be given, as and when instructed, notices to Members, Directors, the public accountant and members of committees. The Secretary shall be the custodian of all books, papers, records, documents and other instruments belonging to the Denomination. The

Secretary, together with the Chair, shall sign all By-laws of the Denomination.

- (e) **Treasurer** - The Treasurer shall be a Director. The Treasurer shall be responsible for the maintenance of proper accounting records in compliance with the Act as well as the deposit of money, the safekeeping of securities and the disbursement of funds of the Denomination; whenever required, the Treasurer shall render to the Board an account of all such person's transactions as treasurer and of the financial position of the Denomination.

The duties of all other Officers of the Denomination shall be such as the terms of their engagement call for or as the Board or the Chair require of them. The Board may from time to time and subject to the Act, vary, add to or limit the powers and duties of any Officer.

5.03 Term of Office

Officers who are not employees of the Denomination shall hold their position for a period of one (1) year, or, in those cases where an Officer is appointed by the Board to fill a vacancy during the year, until the first meeting of the Board immediately following the annual general meeting. There is no maximum term of office for an Officer and as such, an Officer will be eligible for re-appointment on a consecutive basis. Officers who are employees of the Denomination shall hold office at the discretion of the Board.

5.04 Vacancy in Office

In the absence of a written agreement to the contrary, the Board may remove, whether for cause or without cause, any Officer of the Denomination. Unless so removed, an Officer shall hold office until the earlier of the Officer's term of office expires, the Officer's successor is appointed, the Officer resigns, the Officer ceases to be a Director (if a necessary qualification of this appointment), or the Officer dies. If the office of any Officer of the Denomination shall be or become vacant, the Board shall appoint a Person to fill such vacancy.

5.05 Remuneration of Officers

The remuneration of any Officers appointed by the Board shall be determined in accordance with Section 4.11.

5.06 Agents and Attorneys

Subject to the By-laws, the Board may authorize any Officer from time to time to appoint agents or attorneys for the Denomination in or out of Canada with such powers of management, administration or otherwise as the Board considers fit.

5.07 Disclosure (Conflict of Interest)

- (a) An Officer who is a Director shall have the same duty to disclose such Officer's interest in a material contract or transaction or proposed material contract or transaction with the Denomination, as is imposed upon Directors pursuant to the provisions of the Act and the By-laws set out in Section 4.14.

- (b) An Officer who is not a Director shall have the same duty to disclose such Officer's interest in a material contract or transaction or proposed material contract or transaction with the Denomination, as is imposed upon Directors pursuant to the provisions of the Act and the By-laws set out in Section 4.14(b)(i), Section 4.14(c) and Section 4.14(d).
- (c) In all cases, any such contract or proposed contract may be referred to the Board or Members for approval in accordance with the Act, even if such contract is one that in the ordinary course of the Denomination's affairs would not require approval by the Board or Members.

SECTION VI

PROTECTION OF DIRECTORS, OFFICERS AND OTHERS

6.01 Duties of Directors and Officers

Every Director and Officer in exercising such Person's powers and discharging such Person's duties shall act honestly and in good faith with a view to the best interests of the Denomination and shall exercise the care, diligence and skill that a reasonably prudent Person would exercise in comparable circumstances. Every Director and Officer of the Denomination shall comply with the Act, the Regulations and the BIC Canada Handbook on Faith and Life of the Denomination.

6.02 Indemnity of Directors and Officers

Subject to the Act, the Denomination may indemnify a Director or Officer of the Denomination, a former Director

or Officer of the Denomination or another individual who acts or acted at the Denomination's request as a Director or Officer or in a similar capacity of another entity, and such Person's heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by such Person in respect of any civil, criminal, administrative or investigative or other proceeding in which the individual is involved because of that association with the Denomination or other entity if:

- (a) the individual acted honestly and in good faith with a view to the best interests of the Denomination or, as the case may be, to the best interests of the other entity for which the individual acted as Director or Officer or in a similar capacity at the Denomination's request; and
- (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful.

The Denomination may indemnify such Person in all such other matters, actions, proceedings and circumstances as may be permitted by the Act or the law. Nothing in this By-law shall limit the right of any Person entitled to indemnity to claim indemnity apart from the provisions of this By-law.

6.03 Insurance

Subject to the Act, the Denomination may purchase and maintain insurance for the benefit of any Person entitled to be indemnified by the Denomination pursuant to the

immediately preceding Section as the Board may determine from time to time against any liability incurred by the individual: (i) in the Person's capacity as a Director or an Officer of the Denomination; or (ii) in the Person's capacity as a Director or an Officer, or in a similar capacity, of another entity, if the Person acts or acted in that capacity at the Denomination's request, provided that due consideration is first given to the requirements under the *Charities Accounting Act* (Ontario) for the purchase of directors and officers liability insurance.

6.04 Advances

The Denomination may advance money to a Director, an Officer or other individual for the costs, charges and expenses of a proceeding for which indemnity is provided by the Denomination pursuant to the Act or this By-law. The individual shall repay the money if the individual does not fulfil the conditions set out in Section 6.03.

SECTION VII POLICIES AND PROCEDURES

7.01 Policies and Procedures

(a) Establishing Policies and Procedures

In consideration of the ongoing need for the Denomination to provide policies, guidelines and directions to its Directors, Officers, Members, committee members, employees and volunteers in pursuing the Purposes and Articles of Faith and Doctrine, the Denomination may adopt Policies and Procedures on such matters as are deemed necessary from time to time by the Board and such

Policies and Procedures upon adoption as set out below shall be deemed to be part of this By-law and the BIC Canada Handbook on Faith and Life (as part of the Articles of Government).

(b) Adoption of Policies and Procedures

A Policy or Procedure may be proposed or amended by the Board or a committee so charged, but shall not become operative until first approved by a Special Resolution of the Board.

(c) Record of Policies and Procedures

The Board shall be responsible for maintaining an up-to-date file of all Policies and Procedures approved in accordance with this Section, which Policies and Procedures shall form part of the Articles of Government

SECTION VIII
FINANCIAL MATTERS

8.01 Financial Year End

Unless otherwise determined by the Board, the fiscal year end of the Denomination shall be the 31st day of December in each year.

8.02 Banking Arrangements

The banking business of the Denomination shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the Board may designate, appoint or authorize from time to time. The banking business or any

part thereof shall be transacted by any two (2) Officers of the Denomination and/or other Persons as the Board may from time to time designate, direct or authorize.

8.03 Financial Statements and Annual Budget

Financial statements shall be approved by both the Board and the Members. The financial statements shall be forwarded to the Board for approval at least six (6) weeks prior to the annual Meeting of Members. After being approved by the Board, the financial statements, together with an annual budget for the upcoming fiscal year, shall be presented at the annual Meeting of Members for approval by the Members by Ordinary Resolution. The Denomination shall send copies of the annual financial statements and other documents referred to in subsection 172(1) of the Act to the Members between twenty (21) to sixty (60) days before the day on which an annual Meeting of Members is held or before the day on which a written resolution in lieu of an annual meeting is signed, unless a Member declines to receive them. Alternatively, the Denomination may publish a notice to the Members stating that such documents are available at the registered office of the Denomination and any Member may request a copy free of charge at the registered office or by prepaid mail.

8.04 Public Accountant and Financial Review

The Denomination shall be subject to the requirements relating to the appointment of a public accountant and level of financial review required by the Act. The public accountant, if one is appointed, must meet the qualifications in the Act, including being independent of the Denomination and its affiliates, as well as the Directors

and Officers of the Denomination and its affiliates. The Directors may fill any casual vacancy in the office of the public accountant to hold office until the next following annual meeting. The remuneration of the public accountant may be fixed by Ordinary Resolution of the Members or, if not so fixed, shall be fixed by the Board.

8.05 Borrowing

(a) Borrowing Powers

Subject to the limitations set out in the Act, the Articles and this By-law, the Board may:

- (i) borrow money on the credit of the Denomination;
- (ii) issue, reissue, sell, pledge or hypothecate debt obligations of the Denomination; and
- (iii) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Denomination, owned or subsequently acquired, to secure any debt obligation of the Denomination.

(b) Authorization

From time to time, the board may authorize any director or officer or other persons of the Denomination to make arrangements with reference to money borrowed or to be borrowed as to the terms and conditions of the loan thereof, and as to the security to be given therefor, with power to vary or modify such arrangements, terms and conditions and to give such additional security

as the board may authorize and generally to manage, transact and settle the borrowing of money by the Denomination.

SECTION IX

GENERAL PROVISIONS

9.01 Corporate Seal

The Denomination may have a corporate seal in the form approved from time to time by the Board. If a corporate seal is approved by the Board, the Executive Director of the Denomination shall be the custodian of the corporate seal.

9.02 Registered Office

The registered office of the Denomination shall be situated in the province or territory specified in the Articles at such address as the Board may determine from time to time. The Directors may change the registered office to another place within the province or territory specified in the Articles.

9.03 Execution of Documents and Cheques

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Denomination may be signed by any two (2) of its Officers and/or Directors. Notwithstanding the foregoing, the Board may from time to time direct the manner in which and the person or persons by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal thereto. Any signing Officer may certify a copy of any

instrument, resolution, By-law or other document of the Denomination to be a true copy thereof.

9.04 Books and Records

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

9.05 Method of Giving Notices

- (a) Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served), other than notice of a Meeting of Members or a meeting of the Board, pursuant to the Act, the Articles, the By-laws or otherwise to a Member, Director, Officer, member of a committee of the board, or the public accountant shall be sufficiently given: (i) if delivered personally to the Person to whom it is to be given or if delivered to such Person's address as shown in the records of the Denomination or in the case of notice to a Director to the latest address as shown in the last notice that was filed by the Denomination in accordance with the Act and received by Corporations Canada; or (ii) if mailed to such Person at such Person's recorded address by prepaid ordinary or air mail; or (iii) if sent to such Person by telephonic, electronic or other communication facility at such Person's recorded address for that purpose; or (iv) if provided in the form of an electronic document in accordance with the Act.

- (b) A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any facsimile, email or other electronic means, shall be deemed to have been given when it is received by the addressee or when the notice enters the information system designated by the addressee, whichever is earlier. The Secretary may change or cause to be changed the recorded address of any Member, Director, Officer, public accountant, or member of a committee of the board in accordance with any information believed by the Secretary to be reliable. The declaration by the Secretary that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice. The signature of any Director or Officer of the Denomination to any notice or other document to be given by the Denomination may be written, stamped, type-written or printed or partly written.

9.06 Omissions and Errors

The accidental omission to give any notice to any Member, Director, Officer, member of a committee of the Board or public accountant, or the non-receipt of any notice by any such Person where the Denomination has provided notice in accordance with the By-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

SECTION X
AMENDMENT OF ARTICLES AND BY-LAWS

10.01 Amendment of Articles

The Articles of the Denomination may only be amended if the amendment is sanctioned by a Special Resolution of the Members. Any amendment to the Articles is effective on the date shown in the certificate of amendment.

10.02 Amendment of By-laws

Subject to the Act, the Board may from time to time enact By-laws relating in any way to the Denomination or to the conduct of its affairs, and may from time to time by By-law amend, repeal or re-enact the By-laws but no By-law shall be effective until sanctioned by a Special Resolution of the Members. A Board resolution is not required to make, amend or repeal any By-law which is made pursuant to subsection 197(1) of the Act.

SECTION XI
IDENTIFICATION AND REPEAL OF FORMER BY-LAWS

11.01 Repeal of Former General Operating By-law

- (a) The Denomination's current articles of government, as amended, which constitute the Denomination's current general operating by-law (referred to as "Articles of Government" in this section), are hereby repealed and replaced by General Operating By-law herein effective immediately upon the issuance of certificate of continuance by the federal Government under the *Canada Not-for-Profit Corporations Act*.

- (b) The said repeal of the Denomination's Articles of Government shall not affect the previous operations of such Articles of Government so repealed or affect the validity of any act done or right, privilege, obligation or liability acquired or incurred under the validity of any contract or agreement made pursuant to any such Articles of Government prior to its repeal. All Officers and Persons acting under such Articles of Government so repealed shall continue to act as if appointed under the provisions of this Articles of Government. All Board or Members' resolutions, with continuing effect, passed under such repealed Articles of Government shall continue to be valid, except to the extent inconsistent with this By-law, and until amended or repealed.

Signed and executed copies of these documents can be requested from the office of the Canadian Executive Director.