

Bylaws of Celebration Church Inc.

REVISED JUNE 2023 – PROPOSED REVISIONS

Celebration Church
3130 RENFREW CRESCENT | REGINA, SK



The Bylaws of Celebration Church of Regina, Saskatchewan

Preamble

Since the Word of God requires that a Christian congregation shall conform to His Word in doctrine and practice (Mt 28:18-20, Gal 1:6-8) and that all things be done decently and in order (1 Cor 14:40), we, therefore, the members of Celebration Church Inc. accept and subscribe to the following Bylaws.

Interpretation

In these Bylaws, unless the context otherwise requires: "CC" means Celebration Church Inc.;

- "the congregation" means Celebration Church Inc.;
- "board" means the ~~elected~~ Board of Directors of Celebration Church Inc.;
- "director" means a member of the church Board of Directors;
- "elected directors" means a director that is elected in accordance with sections 7.0 and 11.0;
- "elders"; the directors are deemed to be elders of Celebration Church Inc. -means all those directors elected to the Board of Directors;
- "general meeting" is a meeting of the ~~voting~~ members of the congregation, duly called;
- "member", unless otherwise noted, means a ~~voting~~ member of Celebration Church Inc.;
- "non-members" are those who cannot vote but are regularly attending Celebration and who have either not sought or not yet completed membership requirements;
- "Act" means the Non-Profit Corporations Act, 1995-latest edition, of the province of Saskatchewan and all amendments to it;
- Any word or expression used but not defined has, unless the context otherwise requires, the same meaning as in the Act;
- Words importing the singular include the plural and vice versa;
- Words importing a male person include a female person and a corporation;
- "majority", unless otherwise specified, means 50% plus 1 of the ~~voting~~ members in attendance;
- "excommunication" refers to: removal from membership; denial of the sacraments of the church; removal from all leadership in the church; being subject to loss of relationships as determined by the individual members of the congregation;
- "consensus" refers to "coming to an agreement of harmony". Practically, it means agreeing to go along with a decision. Decisions are made, to which all parties can either "agree to, allow, concede to, acquiesce to, or yield to." (Does not mean "unanimity");

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- “ordinary resolution” means a resolution requiring a 50% plus 1 vote to pass;
- “special resolution” means a resolution requiring a 2/3 vote to pass.

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1.0 Name

The name of this congregation shall be Celebration Church Inc.

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2.0 Mission

"To be committed followers of Jesus Christ, carrying His love to the world"

3.0 Confessional Standard

This congregation acknowledges and accepts:

1. All the canonical books of the Old and New Testaments as the revealed Word of God and the only rule and norm of faith and of practice
2. Three Ecumenical Creeds: the Apostles' Creed; the Nicene Creed; and the Athanasian Creed

4.0 Membership

The membership of the congregation includes the following:

4.1. Steps to Becoming a Member

- Have a newcomer's class to review the **Minimum Expectations** in detail ~~(specifics of class/teachings still to be determined)~~
- Baptized in the name of Jesus Christ
- Have an ~~one-on-one~~ interview/conversation with an elder or pastor
- Have a public declaration of new members to the congregation (at a new membership Sunday) where the **Minimum Expectations** will be asked in a question format. (if new members want to give a testimony they can, but not required)

4.2. Minimum Expectations of a Member

- Credible profession of faith in Jesus Christ as Saviour and Lord

- Acceptance of the Bible as the authoritative Word of God
- Willingness/desire to continually grow into an intimate relationship with God
- Acceptance of/agreement with CC's mission, vision, values, belief statements
- Regular participation in the services and life of Celebration Church for at least one year immediately prior to being received as a member
- Willingness/desire to be involved in the life of the church

4.3. All members must be eighteen years of age or older.

4.4. **Restoration/Discipline:** Discipline is part of discipling, with the hope of bringing restoration and reconciliation to relationships with others and God. Healthy relationships involve respect, consideration of others, faithfulness, integrity, healthy boundaries, etc. Therefore, the disciplinary process may include reproof, correction, teaching, a restoration process, or removal from membership and/or ministry in order to bring people back into a healthy relationship with God and others. Disciplinary measures will be implemented when there is habitual and unrepentant disregard by a member or volunteer of Celebration Church for Biblical conduct. (2 Cor 2:6-8; 1 Peter 4:14-19, 1 Cor 5:13; Gal 6:1-2; Jude 1:23) Disciplinary measures will not be implemented on hearsay or assumptions but on personal disclosure or on the basis of two or three witnesses (Deuteronomy 19:15).

4.4.1 Requests for restoration of membership from those who have been removed from membership, or who have excluded themselves by apostasy, by conduct, by request, or by non- participation shall be considered by the pastoral staff and/or the elders, who will determine any conditions or requirements to be met prior to such restoration, with an aim to guarding the doctrine (2 Tim 4:2), unity (1 Cor 6:4, 5) and purity (1 Cor 5) of the congregation as well as ~~to~~ gently restoring (Galatians 6:1) and building up (2 Cor 13:10) the individuals concerned.

4.5. **Termination** of membership can occur for these reasons:

4.5.1 Death

4.5.2 Self-exclusion by request

4.5.3. The corporation is liquidated or dissolved under the Act.

4.5.4. Discipline according to 4.4.

- 4.6. Upon any termination of membership, the rights and responsibilities of the member automatically and immediately cease to exist.

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5.0 Authority of ~~Voting~~ Members

At any duly called meeting, each member in attendance shall have the right to vote. A ~~voter's~~ list of members shall be prepared ~~identifying all members of the congregation that are eligible to vote and~~ to register those members who are in attendance. Each member in attendance shall have the right to vote on the following matters:

- 5.1. The official call or removal of the Pastoral Team Leader/s
- 5.2. The adoption of the annual church budget
- 5.3. The acquisition or disposal of real property
- 5.4. The election or removal of members of the Board of Directors
- 5.5. The amending of the Articles of Incorporation and Bylaws of the church
- 5.6. Changes of affiliation or dissolution of the church

6.0 Pastoral Team Leader/s

Responsibilities and Duties of Pastoral Team Leader/s:

The Pastoral Team Leader/s shall be responsible for all day-to-day operations of the church, as outlined in the Pastoral Team Leader/s job descriptions.

- 6.1 The Pastoral Team Leader/s shall oversee all ministries of the church, and shall establish new ministries in order to achieve the strategic goals of the church. The Pastoral Team Leader/s shall oversee the operation, care, and maintenance of the church plant, properties, and equipment plus all other assets and interests, if any, in joint ventures or partnerships.
- 6.2 The Pastoral Team Leader/s shall carry out their duties within the general confines of the approved budget of the congregation. They shall make recommendations to the Board regarding the use of surplus funds to further the strategic goals and ministry of the church.
- 6.3 The Pastoral Team Leader/s shall not undertake any individual operating or capital financial transaction that exceeds 5% of the church's annual operating and capital

expense budgets respectively without the approval of the congregation at an extraordinary meeting called for that purpose, unless transactions have already been identified, approved, and included within the annual budgets.

- 6.4 This position or positions shall only be offered to individuals who have a personal relationship with Jesus Christ, profess and adhere to the confessional standard set forth in Article 3 of these Bylaws and who are well qualified for their work. Pastoral Team Leaders shall, in the call extended to and accepted by them, be pledged to this confessional standard.
- 6.5 The right of calling Pastoral Team Leaders shall be vested in the ~~members~~voters assembly and shall not be delegated otherwise.
- 6.6 Removal of the Pastoral Team Leader/s: will occur if they demonstrate persistent adherence to false doctrine, ungodly lifestyle, wilful neglect or abuse of their responsibilities, or inability to fulfill their responsibilities. Elected Directors/Elders will initiate consultation and a loving process with the goal of restoration. It is the intention of the congregation to protect the hearts of all involved in matters of pastoral discipline.
 - 6.6.1 The congregation reserves the right to remove a called Pastoral Team Leader upon investigation and substantiation of any of the following:
 - Persistent adherence to false doctrine
 - Ungodly life
 - Wilful neglect or abuse of their duties
 - Inability to perform their duties
 - 6.6.2 Upon review of all relevant information, the Elected Directors/Elders shall determine, by a 2/3 vote of Elected Directors/Elders, a plan of action that will either:
 - 6.6.2.1 prepare recommendation(s) to take to the congregation for vote
 - 6.6.2.2 mediate a settlement between the Pastoral Team Leader/s and the leadership team (no congregational vote)
 - 6.6.2.3 arbitrate a decision that will be binding upon the Leadership and the Pastoral Team Leader (no congregational vote).
 - 6.6.3 All such decisions and the results thereof will be reported to the congregation at an extraordinary meeting called for that purpose.

~~6.6.4 — It is the intention of the congregation to protect the hearts of all involved in matters of pastoral discipline.~~

- 6.7 **Remuneration:** The remuneration to be paid to the Pastoral Team Lead/s shall be in such amount as the Directors may from time to time, determine. The remuneration paid to the rest of the church's employees shall be in such amount as the Pastoral Team Lead/s determines in keeping with market values and generally accepted human resources practices.

7.0 Directors/Elders

In order to meet the requirements of the *Non-Profit Corporations Act, 1995 latest edition*, CC shall elect Directors to oversee the activities and affairs of the Corporation. The legal Directors of the congregation will be the Board of Directors who will also serve in the capacity of Elders. The Board will be the governing body, and will consist of the Pastoral Team Leader/s (ex-officio) and all Directors duly elected by the voting members.

- 7.1 The Board of Directors shall consist of 7 to 9 Elected Directors plus the Pastoral Team Leader/s (ex-officio) with the intention of 9 Elected Directors if appropriate candidates can be found. All Elected Directors and PTL have equal votes on decisions of the board.
- 7.2 The members shall elect Directors, at the Annual Budget Meeting or the Annual General Meeting each year. Qualifications for Elected Directors will be based on scripture as set out in I Timothy 3 and Titus 1.
- 7.3 The Board may, by resolution, appoint someone for the unexpired term of a n Elected Director vacancy. That person, if elected to a board position at a future Annual Budget Meeting or future Annual General Meeting may fulfill a full term of office.
- 7.4 Each Elected Director shall be selected for a three-year term. To ensure successful succession of the chairperson, it is recommended that any Elected Director in the final year of their term not be selected as Board Chair.
- 7.5 **General Responsibilities of Directors**
- 7.5.1 The Directors shall oversee and monitor the activities and affairs of CC with reference to the guidelines of Policy Governance as contained in the Board Policy Manual.
- 7.5.2 Every Director and officer of CC shall act honestly and in good faith with a view to the best interests of CC and shall exercise the care, diligence and skill

that a reasonably prudent person would exercise in comparable circumstances.

7.5.3 The Directors of CC (or through delegation of authority to the Pastoral Team Leader/s) shall administer the business and affairs of CC, and may, without restricting the foregoing:

7.5.3.1 Make, or cause to be made, for CC in its name any kind of contract which CC may lawfully enter into and, same as in hereafter provided, exercise all such other powers and all such other acts and things as the CC is authorized by its bylaws or otherwise to exercise and do.

7.5.3.2 Purchase, lease or otherwise acquire, alienate, sell, exchange, or otherwise dispose of rights, warrants, options, and any other securities whatsoever, land, buildings, or other property whether it be movable or immovable, real or personal, or any right or interest therein owned by CC, for such considerations and upon such terms and conditions as they may deem advisable.

7.5.3.3 Raise or receive payment of money for CC in such manner as they deem appropriate.

7.5.3.4 For the purpose of carrying out the objectives of CC, by decision of the Directors, negotiate the borrowing of short-term funds for operating needs if necessary for cash flow purposes. Any funds so borrowed shall not exceed 3-months of the annual budget, and shall be for 3 years or less amortization terms. All long-term borrowing with amortizations in excess of 3 years shall require the approval of ~~members~~voters at a specially called ~~voters~~members' meeting.

7.5.3.5 Should the Directors choose to borrow money to facilitate the growth and/or work of the church, CC must first accumulate 25% of the total funds for the projects as a down payment. Two variables apply when determining whether sufficient funds have been accumulated. One, amounts previously expended on the project to be financed from the proceeds of such indebtedness will be deemed accumulated. Two, amounts previously expended as principle reduction payments above minimum required payments on pre-existing loans during the 12 months prior to incurring additional debt will be deemed accumulated and credited toward the down-payment.

7.5.3.6 Exercise all the powers for CC as fully and completely as CC could in general meeting, subject always, however, to the provisions of the Bylaws.

7.5.4 Maintain and model a godly, Christian lifestyle.

7.5.~~56~~ Provide a prayer shield for the pastoral team and the local church through prayer and fasting.

~~7.5.6~~ Teaching, protection of scriptural doctrine, and carrying out church discipline.

7.5.~~76~~ Defend, protect and support the integrity of the pastoral team and the local church.

7.5.~~87~~ Pray for the sick.

7.5.~~98~~ Organize, implement and execute licensing and ordination requirements and procedures; commission or welcome para-church ministers under the covering of the congregation.

7.5.~~109~~ Mediate disputes among members and non-members.

7.5.~~110~~ Consider, deliberate, advise, or make written recommendations, reports, or presentations to the Pastoral Team Leader/s, congregation, or any external party such as government agencies.

7.5.~~124~~ Ensure follow-up on members who are no longer attending worship services.

7.6 Remuneration

7.6.1 Elected Directors may not receive any remuneration for their position with CC except reimbursement of any bona fide disbursement they may incur.

7.7 Conflict of Interest

7.7.1 A Director contracting with, or interested in a proposed contract or arrangement with CC shall declare his interest at the meeting of the Directors at which the question of entering into the contract or arrangement is first taken into consideration or, if the Director is not at the date of the meeting interested in the proposed contract or arrangement, at the next meeting of the Directors held after he becomes so interested and, in a case where the Director becomes so interested in a contract after it is made, the said declaration shall be made at the first meeting of Directors held after the Director becomes so interested. Said Director shall exclude himself from both

participating in and being present during discussion of any issue related to such conflict of interest.

- 7.7.2 In the event that a Director is being considered for any form of business transaction, the Directors shall consider competitive bids or comparable evaluations. In any business transaction with any Board member, the Directors shall act upon and demonstrate that the transaction is in the best interests of CC.
- 7.7.3 Any Elected Director who is hired as a staff worker, either as an employee or on contract basis, shall resign as a director of the corporation. Such resignation does not preclude nor restrict the directors from time to time requesting the participation of that individual in a non-voting capacity at future board meetings.

7.8 Indemnity

- 7.8.1 CC shall indemnify a Director or Officer, a former Director or officer, or a person who acts or acted at CC's request as a member or officer of a body corporate of which CC is or was a shareholder or creditor, and his heirs, executors, administrators and other legal representatives, from and against:
- 7.8.1.1 any liability and all costs, charges and suit or proceeding that is proposed or commenced against him for or in respect of the execution of the duties of his office; and
- 7.8.1.2 all other costs, charges, and expenses that he sustains or incurs in respect of the affairs of CC, except where such liability related to his failure to act honestly and in good faith with view to the best interests of CC.

- 7.9 **Resignation of Entire Board:** In the event that the entire Board should resign, at any given time, and for any reason, the Pastor Team Leader/s, or in the absence of any Pastoral Team Leader/s then a member, shall arrange a meeting of the voting members for the purpose of electing Directors.

- 7.10 **Accusations against a Director/Elder:** Should anyone in the congregation, including a staff member or another Director/Elder, bring accusation against a Director/Elder, charging that the person does not qualify for directorship/eldership, a panel consisting of the remaining Board of Directors and the Pastoral Team Leader/s shall hear the accusations and any response from the accused Director/Elder. The panel shall adhere to biblical resolution principles in a loving and restorative manner (Matthew 18).

7.11 Removal of Directors/Elders

- 7.11.1 The Board of Directors by 75% vote (~~6 of 8 remaining Directors~~) of the ~~entire remaining~~ board may remove any Elected Director if failing to perform duties. Notice of intent to move for such removal must be given to all Directors in writing, at least 5 days prior to the time scheduled for the meeting of the vote.
- 7.11.2 The congregation by a majority vote may remove any Elected Director(s) at a meeting called for that purpose.

8.0 Amendments to the Bylaws

- 8.1 Amendments to the Bylaws may be adopted at a duly called ~~voter member~~'s meeting, provided:
 - 8.1.1 that the proposed amendment has been submitted in writing at a previous meeting of the ~~voters assembly~~members and published by posting in a conspicuous place in the church or by mail or by means normally used to communicate (i.e. eNews, church app, website, etc) prior to the meeting at which the proposed amendment will be acted upon.
 - 8.1.2 that an affirmative vote of a two-thirds majority of the voters present is secured.
- 8.2 In addition to the above requirements, proposals to amend Article 3 or Article 8 shall require that previous notice of such amendment and discussion of the same shall be presented at two duly called meetings of the ~~voters assembly~~members before the meeting at which the proposed amendment is to receive action. Due notice of the fact that a vote will be taken shall be given to all voting members of the congregation.
- 8.3 Every amendment shall state an effective date that shall not be more than 30 days from the day on which the amendment is made.
- 8.4 Every amendment shall be distributed to the membership electronically or by paper copies available at church before its effective date.
- 8.5 The Board may, by resolution, amend, repeal or make any bylaws that regulate the activities and affairs of CC. Amended Bylaws will be presented to the members for ratification by a majority at the next meeting of members.

- 8.6 The Board shall submit any bylaws, or any amendment or repeal thereof to the next general meeting of members and the members may, by ordinary resolution, confirm, reject, or amend the bylaws, amendment, or repeal.
- 8.7 Any bylaws, or an amendment or repeal thereof is effective from the day of the resolution of Directors until confirmed, confirmed as amended, or rejected by the members.
- 8.8 If any bylaws, or any amendment or repeal thereof is rejected by the members or is not submitted to the next meeting of members, the bylaws, amendment or repeal thereof ceases to be effective and no subsequent bylaw, amendment or repeal having substantially the same purpose or effect shall be effective until confirmed or confirmed as amended by the members.
- 8.9 Every bylaw, amendment or repeal thereof shall state an effective date, which shall not be more than 30 days from the day on which the bylaw, amendment or repeal is made.

9.0 Governance

- 9.1 The ~~voters assembly~~members elects Directors/Elders to oversee the church on its behalf and on recommendation of the Directors, wisely select the Pastoral Team Leader/s. The Directors delegate authority to the Pastoral Team Leader/s to develop and oversee the day-to-day ministry of the church including the authority and responsibility for hiring all other CC staff. The Directors also serve the church by assisting the Pastoral Team Leader/s in promoting spiritual health, engaging the congregation and other stakeholders in setting strategic direction and goals, monitoring areas of risk, and assessing achievement of the congregation's goals and Pastoral Team Leader/s' performance. These agreements are documented in further detail in the CC Governance Manual.

10.0 General Meetings

- 10.1 General meetings of the ~~voting~~ members of CC shall be held at the time and place that the Directors decide, and shall be held as often as the business of CC requires.
- 10.2 All meetings of members will be recorded in minutes, to be approved at the subsequent meeting of members. Minutes will be retained in the church office.
- 10.3 An Annual General Meeting shall be held at least once in every calendar year and not more than 15 months after the holding of the last preceding Annual General Meeting.

- 10.4 An Annual General Meeting shall be held not more than 4 months following the end of the fiscal year of CC.
- 10.5 Included in the business of every Annual General Meeting will be:
- 10.5.1 the consideration of the financial statements
 - 10.5.2 the report of the Directors
 - 10.5.3 the report of the auditor
 - 10.5.4 the election of Directors, *if necessary*
 - 10.5.5 the appointment of the auditor
- 10.6 The Directors must call a general meeting upon the written request of at least 50% of the members ~~eligible to vote~~.
- 10.7 Each Director is entitled to receive notice of and to attend and be heard at every meeting of members.
- 10.8 Notice of a general meeting shall be given in the eNews, pulpit announcements, and notices posted at the church and on the website not less than 15 days or more than 50 days before the meeting, to each member entitled to attend the meeting and to the auditor.
- 10.9 Notice of a general meeting shall specify the place, day, and hour of the ~~meeting~~, and, in case of special business, the nature of that business in sufficient detail to permit members to form a reasoned judgment thereon.
- 10.10 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 10.11 Any member shall submit to the Board Secretary, in writing, notice of any matter that he proposes to raise and discuss at a general meeting, and notice of the proposal shall be given with the notice of the next meeting of the members.
- 10.12 In order to submit any new item of business at a general meeting it must first be submitted to the Secretary in writing, at least ~~60-90~~ days before the anniversary of the last annual meeting. This is to permit time for analysis of the proposal, and to allow inclusion or exclusion of the proposal in the notice of meeting. (refer to *Non-Profit Corporations Act, 2022, Division 3 article 11-6-127*).

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10.13 Every general meeting, other than an Annual General Meeting, is an extraordinary general meeting.

10.14 Extraordinary meetings of the members ~~eligible to vote~~ may be called by one of the following:

- the Board of Directors
- the Pastoral Team Leader/s
- 50% of the members as stated in 10.6

10.15 All ordinary business requires a ~~majority vote~~ (50% + 1% vote of the members present to pass). All special business requires a 2/3 vote of the members ~~in~~ present to pass.

Ordinary business:

- approval or amendment of minutes
- approval of budget
- approval of auditor
- election of Directors
- ratification or rejection of bylaw changes made by Directors
- dismissal of a Director

Special business:

- all business at an extraordinary general meeting
- all business transacted at an annual general meeting, except:
 - the consideration of the financial statements
 - the report of the Directors
 - the report of the auditor
 - the election of Directors
 - the re-appointment of the incumbent auditor
 - calling or removal of Pastoral Team Leader/s
 - changes to bylaws other than those under 'ordinary business'
 - changes to Articles of Incorporation
 - any other specific matter as determined by the Directors

10.16 **Quorum:** The number of ~~voting~~ members present at a validly called meeting shall constitute a quorum.

10.17 Voting:

10.17.1 At every general meeting, each ~~voting~~ member is entitled to one vote on each question.

10.17.2 Excluding the election of Directors, voting at a meeting of members shall be by show of hands except where a ballot is requested by a member prior to a vote taking place.

10.17.3 Voting by proxy is not permitted.

11.0 Nominations of Directors/Elders

- 11.1 A nominating Committee, comprised of the three exiting Directors/Elders and a representative from the congregation appointed by the Pastoral Team Leader/s, shall present a list of candidates. The processes followed by the Nominations Committee are contained in the Board Policy Manual. Any changes to this manual will require approval by the Board of Directors.
- 11.2 The congregation has the right to submit nominations up to 5 weeks before the ~~Annual~~ General Meeting / Budget Meeting to allow for evaluation by Nomination Committee. Call for nominations shall be communicated to the congregation (eNews, pulpit announcements, website) at least 2 Sundays prior to the close of nominations.
- 11.3 No nominations for Director shall be taken from the floor during a ~~general~~ meeting.
- 11.4 The Nominations Committee shall have the approved list of candidates communicated to the congregation (eNews, pulpit announcements, website) for the perusal of the members at least 2 Sundays prior to the Annual General Meeting / Budget Meeting.
- 11.5 Election of Directors will be by secret ballot. Each member will have one vote for one nominee for each vacancy on the board. There shall be no cumulative voting. The candidates receiving the most votes shall be considered elected to the board (a minimum of 50% of valid votes cast to be elected). In the event that there are not enough candidates that have received a majority of the total votes cast to be elected in the first ballot, all candidates who have received a majority shall be considered elected and a second vote will be taken. All remaining candidates shall be included on the 2nd ballot.
- 11.6 In the event there are the same number of names (or fewer) put forward than positions to be filled, all candidates shall be required to receive at least 50% of valid votes cast to be elected. This precludes appointment to directorship by acclamation.
- 11.7 In the event that fewer than the required number of names are approved at the ~~Annual General Meeting~~ GM / Budget Meeting to fill the vacancies, additional Directors will be sought to fill the remaining positions immediately following the ~~annual~~ meeting.

11.8 In the event of extenuating circumstances or unforeseen events resulting in a failure to fulfill clauses 11.1 to 11.7 ~~of this section~~ due to any of the following:

- Vacancy of a pastor;
- Failure of pastor and/or Directors to secure a nominations committee;
- Failure of a nominations committee to procure a slate of candidates; ~~the Directors shall present a slate of candidates at the annual meeting for acceptance or rejection,~~

then the Directors in office shall immediately call a special meeting of members to fill the vacancies and, if they fail to call a meeting, or if there are no Directors then in office, the meeting may be called by any member ([refer to Non-Profit Corporations Act, 2022, Division 3 article 9-6 items 7 & 8](#)~~Taken from the Act 98.2~~).

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12.0 Call Committee

- 12.1 Should the church need to fill a Pastoral Team Leader vacancy, the Board of Directors, along with congregational members shall complete a search and screening of candidates in order to bring a recommendation to the congregation.
- 12.2 The Board of Directors shall prescribe the terms of reference, the target timeline, the numbers of Directors and congregational members applicable to the Call Committee appropriate to the circumstances and need.
- 12.3 The Board of Directors shall endeavour to appoint Directors most appropriate to the task and to obtain congregational members who are not only willing but also qualified and competent to participate in the Call Committee.
- 12.4 The Board of Directors shall appoint one of the above Elected Directors as Chair of the Call Committee.

13.0 Financial Affairs

- 13.1 **Fiscal Year:** The fiscal year of CC shall end on the 31st day of August of each year.
- 13.2 **Budgets:** Each year, on or before the commencement of the new fiscal year, a budget setting forth details of the estimated revenues and both operating and capital expenditures of CC for the ensuing fiscal year shall be prepared and submitted to the ~~voting~~ members for approval.
- 13.3 **Signing Authorities:** All cheques, bills of exchange or other orders for payment of money, notes or other evidences of indebtedness issued in the name of CC shall be signed by any two of the authorized signing officers of CC in such a manner as shall

from time to time be determined by resolution of the Directors. Any one of such signing officers may alone endorse notes and drafts for collection on account of CC through its bankers and endorse notes and cheques for deposit with CC bankers for the credit of CC.

13.4 Financial Disclosure

13.4.1 The Directors shall place before the members at every annual general meeting the following:

- Audited financial statements for the year ended not more than 4 months before the annual meeting
- The report of the auditor
- Any further information respecting the financial affairs of CC

13.4.2 The Directors shall approve the financial statements and shall evidence their approval by the signature of one or more Directors.

13.4.3 No audited financial statement shall be released or circulated unless it has been approved by the Directors and is accompanied by the report of the auditor.

13.4.4 CC shall, not less than 15 days before each Annual General Meeting, distribute to each member financial statements and the report of the auditor, or may, in lieu thereof, publish a notice stating the documents are available at the office of CC and that any member may, upon request, obtain a copy free of charge by prepaid mail to his address or by calling at the office during usual office hours.

13.4.5 CC shall file its annual return to the Saskatchewan Corporate Registry in keeping with the requirements of the Act.

14.0 Auditor

14.1 **Appointment of Auditor:** The members shall, at each Annual General Meeting, appoint an auditor or auditors to hold office until the next general meeting.

14.2 If an appointment of auditors is not made at an Annual General Meeting, the Directors may appoint an auditor for CC for the current fiscal year, and fix the remuneration to be paid to the auditor by CC for his services.

14.3 **Auditor's Reports:** The auditor shall make a report to the members and Directors on the accounts examined by him and on every balance sheet and statement of income and expenditures laid before CC at any Annual Meeting during his tenure of office, and the report shall state:

14.3.1 whether or not the auditor has obtained all pertinent information and what explanations he has required, and

14.3.2 whether, in the auditor's opinion, the balance sheet referred to in the report is properly drafted so as to present fairly the state of CC's affairs as at the date of the balance sheet and the result of its operations for the year ended on that date.

14.4 **Rights of Auditors:** The auditors of the CC shall have a right of access to all records, documents, books, accounts, and vouchers of CC and are entitled to require from the Directors and officers of CC such information and explanations as may be necessary for the performance of the duties of auditor.

14.5 **Attendance at Meetings:** The auditors of CC are entitled to attend any meeting of members of CC at which any accounts that have been examined or reported on by them are to be laid before the members for the purpose of making any statement or explanation they desire with respect to the accounts.

14.6 **Term of Appointment:** The rights and duties of an auditor of CC shall extend back to the date up to which the last audit of CC's books, accounts, and vouchers was made.

15.0 Dissolution

In the event of dissolution of CC, all its remaining assets after payment of liabilities shall be disposed of:

15.1 as a majority of voting members decides or failing this;

15.2 to the association CC is a member of; and

15.3 property and monies will only go to qualified donees as defined in paragraphs 110 (1)(a) and (b) of the Income Tax Act of Canada.

16.0 Affiliation of Congregation

16.1 This congregation may hold membership in any association which conforms to Articles 3 of these bylaws.

16.2 A vote to change affiliation regarding association must be approved by a 2/3 majority of members voting at a Special Meeting called for that one purpose.

17.0 Parliamentary Procedure

17.1 CC shall use a recognized process of parliamentary procedure for governing itself during congregational meetings.