

Constitution of River West Christian Church

Article 1 Name and Incorporation

- 1.1 The name of this religious society is River West Christian Church (“Church”).
- 1.2 The Church is registered as a religious society pursuant to the *Religious Societies’ Land Act*, R.S.A. 2000, c. R-15.

Article 2 Purposes

- 2.1 The purposes of the Church are:
 - 2.1.1 To maintain a house of worship with regular gatherings to benefit the congregation;
 - 2.1.2 To advance religious teachings and practice in accordance with the Christian faith; and
 - 2.1.3 To provide pastoral and missional services to the congregation and community.
- 2.2 The activities of the Church shall be carried on without the purpose of financial gain for its Members. Any profits to the Church shall be used in promoting its purposes.

Article 3 Affiliation

- 3.1 The Church is a member of the Alberta Conference of Mennonite Brethren Churches (“ABMB”) and the Canadian Conference of Mennonite Brethren Churches (“CCMBC”).
- 3.2 The Church shall give moral and material support to the ABMB and CCMBC

Article 4 Confession of Faith

- 4.1 The Confession of Faith of the CCMBC serves as the Confession of Faith for the Church.
- 4.2 The Church shall not pass or accept resolutions or engage in practices that are in conflict with this Confession of Faith.
- 4.3 The Holy Bible, as interpreted through a community hermeneutic described in this Confession of Faith, is the final authority in all matters of faith and conduct.

Article 5 Membership

- 5.1 The Members of the Church are those who have been accepted by the Church according to the processes set out in the Bylaws.

Article 6 Organization and Operations

- 6.1** The organizational structure of the Church shall consist of a Leadership Team comprised as set out in the Bylaws.
- 6.2** The members of the Leadership Team shall be elected by the Membership of the Church through the processes set out in the Bylaws.
- 6.3** The Church shall pass Bylaws to provide for its operations.

Article 7 Amendments

- 7.1** A two-thirds majority of Members present at a Members' meeting may amend the Constitution.
- 7.2** Proposed amendments to the Constitution must first be submitted to the Leadership Team, who shall give 30 days' notice to the Membership before presenting the amendment at a Members' meeting. The notice must contain the exact wording of the proposed amendment.

Article 8 Dissolution

- 8.1** A two-thirds majority of Members present at a Members' meeting may dissolve the Church.
- 8.2** The Leadership Team must give 30 days' notice to the Membership of any meeting to consider a proposal to dissolve the Church.
- 8.3** If any property remains after the Church has been dissolved and has satisfied its debts and liabilities, that property shall be transferred to the ABMB.

Bylaws of River West Christian Church

Article 1 Definitions

1.1 In these Bylaws, the following definitions apply:

- 1.1.1 “ABMB” means the Alberta Conference of the Mennonite Brethren Churches;
- 1.1.2 “Act” means the *Religious Societies’ Land Act*, R.S.A. 2000, c. R-15;
- 1.1.3 “Bylaw” means any Bylaw of the Church in force and effect;
- 1.1.4 “CCMBC” means the Canadian Conference of Mennonite Brethren Churches;
- 1.1.5 “Church” means the religious society registered under the Act named “River West Christian Church”;
- 1.1.6 “Confession of Faith” means the Confession of Faith of the CCMBC;
- 1.1.7 “Constitution” means the Church’s Constitution;
- 1.1.8 “Elder” means a person elected to the Leadership Team;
- 1.1.9 “Governance Manual” means the manual that describes the structure and processes of governance for the Church;
- 1.1.10 “Leadership Team” means the body described in Article 4 of these Bylaws;
- 1.1.11 “Member” means a person who has been accepted as a member of the Church according to these Bylaws;
- 1.1.12 “Membership” means collectively all the Members of the Church;
- 1.1.13 “Purposes” means the purposes of the Church as set out in the Constitution;
- 1.1.14 “Officer” means a person appointed as an officer of the Church.

Article 2 Membership

2.1 Acceptance of Members

- 2.1.1 A person may apply to become a Member by submitting an application to an Elder or a pastor of the Church.

- 2.1.2 The Leadership Team may require an applicant to participate in a membership class, attend an interview with the Leadership Team, or provide further information to the Leadership Team.
- 2.1.3 The Leadership Team may approve the applicant to become a Member if the applicant:
 - 2.1.3.1 has been baptized upon his or her confession of faith; and
 - 2.1.3.2 has made a commitment to further the Church's Purposes, to mutual accountability within the Membership, and to fulfilling the role of Members as set out in Article 2.2.
- 2.1.4 New Members shall be publicly welcomed into the Membership at a designated worship service of the Church.

2.2 Role of Members

- 2.2.1 Each Member shall:
 - 2.2.1.1 Respect the spiritual authority and direction of the Elders;
 - 2.2.1.2 Engage in mutual accountability and discipleship with other Members;
 - 2.2.1.3 Participate in ministries for which they are gifted;
 - 2.2.1.4 Participate in the Church's decision-making processes, including by attending Members' meetings;
 - 2.2.1.5 Regularly attend the Church's weekly worship service; and
 - 2.2.1.6 Contribute financially and materially to the Church in accordance with biblical principles.

2.3 Discipline of Members

- 2.3.1 Members may become subject to discipline by:
 - 2.3.1.1 Failing to fulfil the role of a Member as set out in Article 2.2; or
 - 2.3.1.2 Conduct inconsistent with the Confession of Faith, detrimental to the Church's Purposes, or likely to harm the testimony of the Church in the community.
- 2.3.2 Before disciplining the Member, the Leadership Team shall first attempt to restore the Member in accordance with biblical principles.

- 2.3.3 If the Member cannot be restored, the Leadership Team may discipline a Member including by:
 - 2.3.3.1 Suspending Membership privileges for a period not longer than one year;
 - 2.3.3.2 Terminating the Member's Membership.

2.4 Termination of Membership

- 2.4.1 Membership terminates by:
 - 2.4.1.1 The Member's resignation being communicated to the Leadership Team;
 - 2.4.1.2 The Member becoming a member of another church;
 - 2.4.1.3 The Member's death; or
 - 2.4.1.4 Decision of the Leadership Team under Article 2.3.3.2.

Article 3 Members' Meetings

3.1 Annual General Meeting

- 3.1.1 The Church shall hold an annual general meeting once a year at a time and place determined by the Leadership Team, but no later than three months after the end of the fiscal year, if possible.
- 3.1.2 The purpose of the annual general meeting is to receive reports from the Leadership Team, approve the upcoming budget, and to elect Elders as required.
- 3.1.3 At each annual general meeting, the Membership shall elect no less than two Members to be responsible for an audit of the Church's financial records. The results of the audit must be made available to the Membership when completed. Those Members elected must either:
 - 3.1.3.1 Undertake an audit of the Church's financial records; or
 - 3.1.3.2 Recommend the services of qualified external auditors to the Leadership Team, which may approve engaging such services.
- 3.1.4 The Leadership Team shall give notice of the annual general meeting and shall publish and distribute the agenda and proposed budget for the annual general meeting to the Membership at least two weeks before the meeting.

3.2 Special General Meeting

- 3.2.1 Special general meetings may be called by the Moderator or any two Elders other than the Moderator and shall be held at a time and place determined by the Leadership Team.
- 3.2.2 The Leadership Team shall give notice of the special general meeting and the reason for it to the Membership a minimum of one week before the meeting.

3.3 Notice

- 3.3.1 Notice may be given to Members by:
 - 3.3.1.1 Mail;
 - 3.3.1.2 Notice published in a regular newsletter sent to all Members individually, or
 - 3.3.1.3 Electronic means, such as e-mail.
- 3.3.2 The accidental omission to give notice or the failure of a Member to receive notice does not invalidate proceedings at a meeting.

3.4 Quorum

- 3.4.1 Quorum for any Members' meeting is met when the Members present at the meeting represent more than one-fifth of all Members.
- 3.4.2 If quorum is not met for any meeting, that meeting shall be adjourned for no more than 30 days to a place determined by the Leadership Team.

3.5 Decision-making at meetings

- 3.5.1 Only Members present at a meeting shall have the right to vote. Voting by proxy is not permitted.
- 3.5.2 Each Member is entitled to one vote.
- 3.5.3 Votes are determined by a simple majority of the Members present unless a greater number is otherwise required by the Constitution, Bylaws, or Act.

- 3.5.4 Procedure for conducting the meeting, is at the discretion of the Moderator, unless a Member objects, in which case Robert's Rules of Order must be followed.

Article 4 Leadership Team

4.1 General

- 4.1.1 The directors of the Church shall be known as the Leadership Team.
- 4.1.2 The Leadership Team, elected by the Membership, administers the affairs of the Church in all things. The Leadership Team may enter into any lawful agreement on behalf of the Church and authorize expenditures on behalf of the Church.

4.2 Structure

- 4.2.1 The Leadership Team shall consist of a minimum of four Elders and a maximum of twelve Elders.
- 4.2.2 The Lead Pastor is a non-voting ex-officio member of the Leadership Team.

4.3 Role

- 4.3.1 The Leadership Team shall:
 - 4.3.1.1 Shepherd the Membership of the Church
 - 4.3.1.2 Exemplify the life that is worthy of the high calling in Christ;
 - 4.3.1.3 Provide leadership by discerning the Church's values, beneficiaries, services, vision, mission and priorities;
 - 4.3.1.4 Delegate and provide oversight and accountability for spiritual leadership and operational matters;
 - 4.3.1.5 Establish and maintain a Governance Manual to regulate relationships and processes within the Church;
 - 4.3.1.6 Ensure the development of strategic plans and annual strategic and tactical goals to further the Purposes of the Church;
 - 4.3.1.7 Provide Members with an annual report at the annual general meeting about the Leadership Team's activities; and

- 4.3.1.8 Evaluate the performance of the Lead Pastor and other key positions.

4.4 Authority

- 4.4.1 The Leadership Team has the powers of the incorporated congregation except as stated in the Act, Constitution, or Bylaws. These powers include:
 - 4.4.1.1 Entering into agreements on behalf of the Church, including authorizing an Elder or Officer to execute or give effect to such an agreement;
 - 4.4.1.2 Hiring employees or appointing agents to operate the Church, including through delegation to an Elder or Officer;
 - 4.4.1.3 Creating committees to oversee or assist in the operation of the Church, including appointing Elders, Officers, Members or other individuals to act on such committees;
 - 4.4.1.4 Regulating the duties and fixing compensation for employees, agents and committee members;
 - 4.4.1.5 Authorizing expenditures on behalf of the Church, including through delegation to an Elder or Officer;
 - 4.4.1.6 Creating policies and guidelines to manage the operation of the Church;
 - 4.4.1.7 Overseeing the drafting of an annual budget; and
 - 4.4.1.8 Raising or securing the payment or repayment of money on behalf of the Church for purposes authorized by the Church.

4.5 Eligibility

- 4.5.1 Elders must:
 - 4.5.1.1 be eighteen years of age or older;
 - 4.5.1.2 be a Member of the Church;
 - 4.5.1.3 not be an undischarged bankrupt;
 - 4.5.1.4 not be a person who has been convicted of an offense in connection with the promotion, formation, or management of a corporation within five years prior to becoming an Elder; and

- 4.5.1.5 not be a person who has been convicted of an offense involving fraud within five years prior to becoming an Elder.

4.6 Process of Election

- 4.6.1 Elders are elected as follows:
 - 4.6.1.1 The Leadership Team shall review the biblical qualifications for Elders, determine further skills and gifts needed on the Leadership Team, and develop recommendations based on their findings.
 - 4.6.1.2 The Leadership Team shall create an ad hoc search and discernment team composed of
 - 4.6.1.2.1 two Elders; and
 - 4.6.1.2.2 a minimum of two Members not on the Leadership Team elected by the Membership.
 - 4.6.1.3 The Leadership Team shall provide its recommendations for qualifications, skills and gifts to the search and discernment team and to the Membership.
 - 4.6.1.4 Members shall have 30 days to prayerfully nominate themselves or another Member to the search and discernment team for consideration as an Elder.
 - 4.6.1.5 The search and discernment team shall review the names of nominees. The search and discernment team may conduct interviews with a nominee and his or her spouse, if applicable, and may seek additional input from other Members.
 - 4.6.1.6 The search and discernment team shall submit its recommendations for new Elders to the Membership at the next annual general meeting for approval.
 - 4.6.1.7 The Membership may approve new Elders by a majority vote.
- 4.6.2 If the number of Elders is below four, the Leadership Team may, by majority vote, appoint as many Elders as necessary to ensure that the Leadership Team has four Elders. Any Elder appointed by this process must be approved by the Membership at the next annual general meeting to continue as an Elder. Any partial term served in order to fill such a vacancy shall not be counted as a full term.

4.7 Tenure

- 4.7.1 Elders are elected for a term of two years following the annual general meeting when the Membership approved that Elder.
- 4.7.2 An Elder may serve three consecutive full terms (six years). An Elder who has served three consecutive full terms may not be elected as an Elder again until one year has elapsed. The Membership may elect an Elder to consecutive terms by a majority vote.

4.8 Remuneration

- 4.8.1 An Elder shall not receive compensation for serving in that office other than reimbursement of reasonable expenses for attending any meeting of the Leadership Team or a committee.
- 4.8.2 An Elder may receive compensation for serving the Church in capacities other than the office of Elder.

4.9 Officers

- 4.9.1 The Leadership Team shall appoint the following Officers from among the Elders:
 - 4.9.1.1 Moderator;
 - 4.9.1.2 Assistant Moderator; and
 - 4.9.1.3 Secretary.
- 4.9.2 The Leadership Team shall also appoint a Treasurer, who may not be an Elder.
- 4.9.3 No Elder may serve in more than one appointed capacity within the Leadership Team.
- 4.9.4 Each Officer shall serve a minimum two-year term, with the Moderator and Assistant Moderator's terms to be staggered from each other.
- 4.9.5 The Moderator shall:
 - 4.9.5.1 Lead the process of decision-making at meetings of the Leadership Team;
 - 4.9.5.2 Chair Members' meetings;

- 4.9.5.3 Act as the liaison between the Leadership Team and the Church or other individuals; and
- 4.9.5.4 Perform other duties established in the Governance Manual.
- 4.9.6 The Assistant Moderator shall assume the Moderator's duties in the event that the Moderator is unable to fulfill his or her duties and perform other duties established in the Governance Manual.
- 4.9.7 The Secretary shall keep a faithful record of all proceedings and meetings of the Leadership Team and the Membership and perform other duties established in the Governance Manual.
- 4.9.8 The Treasurer shall:
 - 4.9.8.1 Keep proper accounting records;
 - 4.9.8.2 Be responsible for depositing monies and other valuable effect of the Church in the name of the Church in a bank or other depository;
 - 4.9.8.3 Be responsible for the disbursement of the Church's funds;
 - 4.9.8.4 Render an account of the Church's financial position to the Leadership Team; and
 - 4.9.8.5 Perform other duties established in the Governance Manual.

4.10 Meetings of the Leadership Team

- 4.10.1 The Secretary shall convene a Leadership Team meeting upon the request of the Moderator or any three Elders. Meetings shall be held at a time and place determined by the Moderator.
- 4.10.2 The Secretary shall provide one week's notice of the meeting to all Elders.
- 4.10.3 A quorum is met when three Elders or a majority of the Leadership Team, whichever is greater, is present.
- 4.10.4 Each Elder is entitled to one vote.
- 4.10.5 An Elder may not vote by proxy
- 4.10.6 All Elders may agree to and pass a resolution in writing, including by email, but such resolution is only binding if ratified at the next meeting of the Leadership Team.

4.10.7 The Lead Pastor has the right to notice of and attendance at Leadership Team meetings.

4.11 Removal and Resignation from Office

4.11.1 An Elder may resign by delivering written resignation to the Moderator or Assistant Moderator.

4.11.2 An Elder ceases to be an Elder upon no longer meeting the criteria in Article 4.5.1.

4.11.3 An Elder may be removed from office if his or her behaviour or beliefs run counter to the Confession of Faith, Constitution or Bylaws of the Church. Such removal may be done by a majority vote of Members present at a Members' meeting.

4.12 Indemnification and Insurance

4.12.1 The Church shall indemnify every Elder, Officer and any other person acting on its behalf against all reasonable costs arising out of legal and administrative proceedings, including amounts paid to settle an action or satisfy a judgment. This indemnification only applies where the Elder, Officer or other person is a party to the proceeding because they were authorized to act on the Church's behalf.

4.12.2 This indemnification does not apply to costs arising out of the gross negligence or criminal conduct of the Elder, Officer, or other person.

Article 5 Lead Pastor

5.1 Role

5.1.1 The Lead Pastor leads the Church's ministries and is directly accountable to the Leadership Team for the functions of the Church's ministries.

5.2 Appointment of Lead Pastor

5.2.1 In the event of a vacancy in the Lead Pastor position, the Leadership Team shall create an ad hoc search and discernment team composed of

5.2.1.1 a minimum of two Elders; and

5.2.1.2 a minimum of two Members not on the Leadership Team elected by the Membership.

- 5.2.2 The search and discernment shall present candidates to the Membership at an annual or special general meeting.
- 5.2.3 A candidate for Lead Pastor is approved for such position when 85% of the Members present at the meeting vote in favour of the candidate.
- 5.2.4 Prior to the appointment of a Lead Pastor, the Leadership Team may appoint an interim Lead Pastor, who must be ratified by 85% of the Members present at an annual or special general meeting. The tenure of the interim Lead Pastor must not exceed one year from the time of appointment unless approved by the Membership.

Article 6 Amendments

- 6.1 A two-thirds majority of Members present at a Members' meeting may amend the Bylaws.
- 6.2 Proposed amendments to the Bylaws must first be submitted to the Leadership Team, who shall give 30 days' notice to the Membership before presenting the amendment at a Members' meeting. The notice must contain the exact wording of the proposed amendment.