



EVANGELICAL MISSIONARY  
CHURCH OF CANADA

**Evangelical Missionary  
Church of Canada**

**Charitable Canada Corporation without share capital.**

**Bylaw #1**

**Amended May 4, 2005**

**Replaces existing Bylaw #1 and Bylaw #2 in their entirety.**

**Ratified: May 4, 2005**

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## **Bylaw #1 of the Evangelical Missionary Church of Canada**

### ***A Charitable Canada Corporation without share capital.***

***This Bylaw shall be known formally as Bylaw #1 of the Evangelical Missionary Church of Canada and replaces and supersedes former Bylaw #1 and Bylaw #2 in their entireties.***

#### **1. NAME**

This federally incorporated organization is named EVANGELICAL MISSIONARY CHURCH OF CANADA (hereinafter referred to as the “EMCC” or the “Corporation”).

#### **2. MISSION**

The EMCC is passionately committed to introducing people to Jesus Christ, discipling believers and facilitating the multiplication of healthy churches in Canada and worldwide.

#### **3. OBJECTIVES**

The principal objectives of the EMCC are as follows:

1. to call its churches and people to their biblical mission;
2. to train, equip and credential leaders;
3. to promote community among God’s people;
4. to organize and manage available resources for effective achievement of the mission of the church;
5. to support local churches in their Christian ministries by providing common vision, spiritual leadership, administrative oversight and a network of resources;
6. to stimulate the planting of new congregations through the most strategic means, facilitating cooperation of churches and other agents in this task; and
7. to establish such agencies and organizational structures as are profitable for the strategic advancement of church growth and multiplication and Gospel work generally in Canada and globally.

#### **4. MEMBERSHIP**

The membership of the EMCC consists of both corporate and individual members. The corporate members are local congregations which have met the conditions of membership and have been officially received in accordance with this bylaw. The corporate members are represented at meetings of members by delegates as defined hereafter. Such member congregations enter into an association with other member congregations and other EMCC entities in fulfilling the mission of the Corporation. The individual members are: ordained and licensed ministers of the EMCC; credentialed missionaries of the EMCC; the members of the Board of Directors of the EMCC, regional ministers of the EMCC, ministry directors of the EMCC, the President of Emmanuel Bible College; the President of Rocky Mountain College; as well as a delegate from each auxiliary agency approved by the EMCC as an official ministry.

#### **5. ARTICLES OF FAITH AND PRACTICE**

The members may from time to time make, amend, repeal or replace, in addition to this bylaw, a doctrinal statement outlining foundational beliefs and key principles for the guidance of its members and directors (the “Articles of Faith and Practice”). The making, amendment, repeal or replacement of any Articles of Faith and Practice shall require adoption by a two-thirds majority of the Voting Delegates at any General Assembly or Special Assembly (as defined hereafter) or by Alternative Measures Voting (as defined hereafter).

#### **6. BUSINESS OF THE EMCC**

##### **6.1. Head Office**

The head office of the Corporation shall be located in the City of Kitchener, in the Regional Municipality of Waterloo, in the Province of Ontario or at such location within Canada as the Board of Directors may determine from time to time.

The Corporation may establish and maintain, in addition to its head office, such other offices, places of business and agencies elsewhere as the Board of Directors determines from time to time.

## **6.2. Governance**

### **6.2.1 Governance by Board of Directors**

The affairs of the Corporation shall be governed by the Board of Directors.

### **6.2.2 Articles of Governance**

The members may from time to time make and amend, in addition to this bylaw, further articles of governance (the “Articles of Governance”) setting forth policies and procedures relating to the operation of the EMCC upon the adoption by a two-thirds majority of the Voting Delegates at any General Assembly or Special Assembly (as defined hereafter). Any such Articles of Governance may detail the duties and responsibilities of the Board of Directors and officers of the EMCC in greater detail and, upon ratification by the requisite vote of Voting Delegates, the directors and officers, the member congregations and other official EMCC entities shall be bound to comply with the terms thereof; provided, however, that in the event of any conflict between this bylaw and the Articles of Governance, the terms of this bylaw shall prevail.

## **6.3. Meeting of Members**

### **6.3.1. Duties**

It shall be the duty of the meeting of the members to:

1. certify the membership roll, effect its organization, and determine its rules of procedure;
2. elect the President and members of the Board of Directors consistent with this bylaw and the Articles of Governance;
3. consider a report from the President on the state of the denomination, and reports from its other general officers on the activities of the denomination for which they are accountable;
4. consider a report from the Board of Directors indicating significant decisions taken since the last meeting of members;
5. consider recommendations from the Board of Directors, or Officers;
6. consider other reports as may be presented from the responsible officers of auxiliary agencies;
7. give direction to the Board of Directors;
8. appoint the auditor on recommendation of the Board of Directors;
9. review and approve the audited financial statements of the EMCC;
10. make, amend, repeal or replace the Articles of Faith and Practice, and/or the bylaws of the Corporation, and/or the Articles of Governance; and
11. transact all business not otherwise provided for.

### **6.3.2. Meetings- General Assembly**

General meetings of the members of the EMCC (a “General Assembly”) shall normally be held biennially at such time and place within Canada as the Board of Directors shall determine. The specific date of the convening of a General Assembly shall be at the discretion of the Board of Directors, provided that the

Board of Directors shall call a General Assembly no longer than 26 months after the last General Assembly; provided, however, that the Voting Delegates (as hereafter defined) may by resolution at any General Assembly extend the maximum time for holding the next General Assembly by an additional 12 months. A General Assembly may consider any resolution or item of business properly placed before the meeting. In addition to meeting in a single venue, a General Assembly can be held by means of simulcast or such other technology as allows all participants to always hear the person who has the floor.

### **6.3.3. Meetings- Special Assembly**

A special meeting of members of the EMCC (a “Special Assembly”) may be called by a majority of the Board of Directors at such time and place within Canada as the Board of Directors may designate to consider such items as the Board of Directors shall place before the meeting. The notice, form, membership, participation as advisors and other rules, procedure and provisions associated with a Special Assembly shall in all aspects correspond to a General Assembly.

### **6.3.4. Voting Members in the Meeting of Members**

The voting members at any General Assembly or Special Assembly shall be all individual members and the delegates of each corporate member (the “Delegates”) as referred to in Article 4. The number of Delegates to which each corporate member is entitled is determined according to the formula of one lay delegate for each 100 members of the congregation or major fraction thereof. Procedures for electing or appointing the Delegate(s) of each member church shall be governed in accordance with the procedures set forth in the constating documents of each member church or, in the absence of such provisions, by the convention of the member church. A person under discipline or not in good standing within the EMCC cannot be a voting member of General Assembly.

### **6.3.5. Advisors to Meetings**

The General Assembly may extend the privilege of attendance and limited (i.e. advisory) participation to: EMCC staff members and Officers who are not otherwise qualified as personal members; members of assembly-appointed committees; visitors; consultants; and official representatives from other national Missionary Churches and the Evangelical Church of North America.

### **6.3.6. Quorum**

A quorum at any meeting of members shall be the attendance in person of delegates representing at least 20% of the corporate members and at least 20% of individual members.

### **6.3.7. Notice and Contents**

**6.3.7.1.** A written notice stating the time and place of any meeting of members shall be sent to each member not less than sixty (60) days in advance of such meeting. Supplemental written documentation containing a proposed agenda, accompanied by whatever supporting material is deemed expedient or required from time to time by majority vote of the membership, shall be served either personally or by sending notice to each member (through the post in a prepaid wrapper or letter, by facsimile, or by email) at least fourteen (14) days (exclusive of the day of mailing and of the day for which notice is given) before the date of meeting. Notice of any meeting or any irregularity in any meeting or in the notice thereof may be waived by any member.

**6.3.7.2.** The accidental omission to give notice of any meeting or the non-receipt of any notice by any member shall not invalidate any resolution passed or any proceedings taken at any meeting of members.

### **6.3.8. Votes Held by Alternative Measure**

**6.3.8.1.** In the event that the Board of Directors desires input on specific matters from constituent members of the EMCC and determines that it is impractical or unnecessary to convene a Special Assembly for such purpose, the Board of Directors may hold a vote of membership conducted via mail or such other means that facilitate the participation of the entire membership of the EMCC. In establishing

the procedure for such an alternative voting procedure, the Board of Directors shall ensure that all members receive sufficient information on procedure for such vote and the details of the proposed resolution to reach an informed decision on the resolution.

**6.3.8.2.** Delivery of the written background material for votes held by alternative measure shall be given to each member (through the post in a prepaid wrapper or letter, by facsimile, or by email) at least twenty-one days (exclusive of the day of mailing and of the day for which notice is given) before the deadline established by the Board of Directors for receipt of completed votes.

**6.3.8.3.** The provisions of Article 6.3.4 shall apply to all votes held by alternative measure with respect to the number and identity of eligible voters. For the purpose of tabulating the result of a vote, corporate member votes shall be counted in accordance with how many qualified votes are in fact received from that corporate member.

**6.3.8.4.** No vote by alternative measure shall be valid unless at least two-thirds of the members (whether corporate or individual) have exercised their right to vote by the date specified on the notice. For the purpose of quorum for an alternative measure vote, any votes received from a delegate of a corporate member shall qualify that corporate member as having voted.

**6.3.8.5.** In the event that, upon receiving notice of a proposed item to be voted upon by alternative measure, objections to holding the vote by alternative measure are received in writing by more than five percent (5%) of the members of the EMCC, the Board of Directors shall withdraw the proposed resolution until the next meeting of members. For the purpose described in this Article, an objection of a corporate member shall be given by resolution of the local church governing body.

#### **6.4. Administrative Organization**

The Board of Directors may, by resolution, create committees, ministries, auxiliary organizations or other such administrative units for development and maintenance necessary to achieve the objects of the Corporation.

#### **6.5. Fiscal Year**

The fiscal year shall be that of the calendar year, or as determined, from time to time, by resolution of the membership.

#### **6.6. Auditor**

The auditor shall be appointed by the membership until the next General Assembly. At least once in every fiscal year the accounts of the Corporation shall be examined and the correctness of the statement of income and expenditures and of the balance sheet ascertained by the auditor(s).

#### **6.7. Borrowing Bylaws**

The Corporation upon decision of the Board of Directors may from time to time:

1. borrow money upon the credit of the Corporation;
2. limit or increase the amount to be borrowed;
3. issue debentures or other securities of the Corporation. Such securities or debentures shall not be made as a public offering and shall be in compliance with applicable securities law.
4. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
5. secure any such debentures or other securities or any other present or future borrowing or liability of the Corporation by charge, mortgage, hypothec or pledge of all or any currently owned or subsequently

acquired real or personal, moveable and immovable, property of the Corporation, including book debts, rights, powers, franchises and undertakings and rights of the Corporation.

#### **6.8. Restriction on Distribution of Property**

It is especially provided that in the event of dissolution or winding-up of the Corporation all its remaining assets after payment of its liabilities shall be distributed to one or more recognized charitable organizations in Canada as designated by the members at a meeting called for that purpose.

#### **6.9. Banking Arrangements**

The banking business of the Corporation shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by or under the authority of the Board of Directors. Such banking business, or any part thereof, shall be transacted under such agreements, instruments and delegations of powers as the Board of Directors may from time to time prescribe or authorize.

#### **6.10. Cheques, Drafts, Notes, Etc**

All cheques, drafts or orders for payment of money and all notes and acceptances and bills of exchange shall be signed by such officer(s) or person(s), whether or not officers of the Corporation, and in such manner as the Board of Directors may from time to time designate by resolution.

#### **6.11. Voting Shares and Securities in Other Companies**

All of the shares or other securities carrying voting rights of any other company or corporation held from time to time by the Corporation may be voted at any and all meetings of shareholders, bondholders, debenture holders or holders of other securities, as the case may be, of such other company or corporation and in such manner and by such person(s) as the Board of Directors shall from time to time determine.

#### **6.12. Corporate Seal**

##### **6.12.1. Form of Corporate Seal**

The corporate seal shall be in such form as shall be prescribed by the Board of Directors of the Corporation and shall have the words "Evangelical Missionary Church of Canada" endorsed thereon. It shall be kept in the custody of the Secretary or such other officer as may be designated by the Board of Directors.

##### **6.12.2. Application of Corporate Seal**

The corporate seal of the Corporation may, when required, be affixed to contracts, documents or instruments in writing signed as aforesaid or by any officers, person(s), appointed as aforesaid by resolution of the Board of Directors.

#### **6.13. Execution of Instruments**

##### **6.13.1. Execution of Instruments by Officers**

Deeds, transfers, assignments, contracts, obligations, certificates, and other instruments may be signed on behalf of the EMCC by any two Officers of the Corporation subject to the policies of the Board. In addition, the Board may, from time to time, direct the manner in which, and the person(s) by whom, any particular instrument or class of instruments may be signed. All contracts, documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formality.

##### **6.13.2. Definition of Contracts, etc.**

The term "contracts, documents or instruments in writing" as used herein shall include deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property, real or personal, immovable or moveable, agreements, releases, receipts and discharge for the payment of money or other obligations,

conveyances, transfers and assignments of shares, bonds, debentures or other securities and all paper writings.

### **6.13.3. Authorized Signatories**

In particular, without limiting and generality of the foregoing, the President, together with the Secretary or the Treasurer, as authorized by the Board of Directors, may sell, assign, transfer, exchange, convert any and all shares, bonds, debentures, rights, warrants or other securities owned by or registered in the name of the Corporation and to sign and execute, under the corporate seal of the Corporation or otherwise, all assignments, transfers, conveyances, powers of attorney and other instruments that may be necessary for the purpose of selling, assigning, transferring, exchanging, converting or conveying any such shares, bonds, debentures, rights, warrants, or other securities.

## **7. OFFICERS AND DIRECTORS**

### **7.1. Qualifications**

Every officer and director shall be a member in good standing of a full member EMCC church.

### **7.2. Removal**

Officers or directors may be removed from their position by a two-thirds (2/3) majority vote of the membership or by an eighty percent (80%) majority vote of the whole Board of Directors.

### **7.3. Officers**

The Officers shall be the President, the Moderator, the Secretary and the Treasurer or, in lieu of a Secretary and Treasurer, the Secretary-Treasurer and such other officers as the Board of Directors may determine by resolution. An Officer may hold more than one office excepting the President who shall hold only the one office.

#### **7.3.1. President**

**7.3.1.1.** The President shall:

1. be elected by the EMCC membership from among the ordained ministers of the EMCC;
2. be the Spiritual Leader and Chief Executive Officer of the EMCC;
3. have general oversight of the entire work of the denomination, in keeping with the objectives, doctrines, and practice of this bylaw;
4. seek to coordinate the work of all agencies with a view to effecting harmonious relationships and be available to offer counsel to officers, administrative personnel, and heads of institutions;
5. be a member *ex officio* of all denominational boards without vote;
6. offer guidance and counsel to the Board of Directors, the meeting of members and to the General Assembly;
7. be charged with the general management and supervision of the affairs and operations of the EMCC;
8. be responsible to submit a comprehensive report of the work of the denomination to the meeting of members;
9. co-sign all bylaws and membership certificates together with the Secretary or other officer appointed by the Board for that purpose; and
10. be directly responsible to the Board of Directors and report to them regularly of the conduct of the office.

**7.3.1.2.** The President is elected from among the ordained ministers of the EMCC for a four (4) year term. For the purpose of clarity, the “four year term” shall extend from the date of the President’s installation until the second General Assembly after that installation.

**7.3.1.3.** The initial election of a President shall require the majority approval of votes cast at General Assembly or by alternative measures vote. There shall be no term limit for the President, provided that at the expiry of each term an incumbent President shall require the approval of two-thirds of votes cast for re-election to a subsequent term.

**7.3.1.4.** In case of death, incapacitation, resignation, or removal of the President, the Board of Directors shall make satisfactory arrangements to care for the work of the President (such as appointing an interim president) until an election can be held to fill the office.

**7.3.1.5.** In the event that an incumbent President standing for re-election does not receive the requisite number of votes, that individual shall continue to serve as President until a replacement has been named. Upon such an occurrence, the Board of Directors shall seek a replacement nominee for the President as expeditiously as practical and shall submit such nominee to the members for approval (requiring a majority of votes cast on the resolution) through the mechanism of an alternative measure vote established previously in this bylaw.

### **7.3.2. Moderator**

The Moderator shall be elected by the Board of Directors from among themselves and shall chair meetings of the Board of Directors and the meetings of members. The Moderator will prepare the agenda for meetings of the Board of Directors and meetings of the members in cooperation with the President.

### **7.3.3. Secretary**

#### **7.3.3.1. Election**

The Secretary shall be elected by the Board of Directors from among their number at the first meeting of the Board after each General Assembly. The incumbent shall hold office until a successor is elected.

#### **7.3.3.2. Duties**

The Secretary shall be *ex officio* clerk of the EMCC and is responsible to ensure that accurate and complete minutes are kept of all meetings of members and Board of Directors meetings. The Secretary shall give all required notices to members and to directors. The Secretary shall be the custodian of the corporate seal and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation which shall be delivered up only when authorized by a resolution of the Board of Directors to do so and to such person(s) as may be named in the resolution, and shall perform such other duties as may from time to time be determined by the Board of Directors.

### **7.3.4. Treasurer**

#### **7.3.4.1. Election**

The Treasurer shall be elected by the Board of Directors from among their number at the first meeting of the Board after election of such Board of Directors members. The incumbent shall hold office until a successor is elected.

#### **7.3.4.2. Duties**

The Treasurer shall cause to be kept full and accurate accounts of all receipts and disbursements of the Corporation and shall deposit all monies or other valuable effects in the name and to the credit of the Corporation in such bank or banks as may from time to time be designated by the Board of Directors. The Treasurer shall disburse the funds of the Corporation under the direction of the Board of Directors, taking proper vouchers therefore and shall render to the Board of Directors at the regular meetings thereof or whenever required, an account of all transactions as Treasurer, and of the financial position of the

Corporation. The Treasurer shall also perform such other duties as may from time to time be determined by the Board of Directors. The Treasurer shall provide annual audited financial statements to the membership.

## **7.4. Directors**

### **7.4.1. Duties**

In administering the affairs of the corporation, the Board of Directors are expected to:

1. provide for the continuity of the organization's existence both legally and in its mission;
2. provide the membership with considered recommendations for deliberation;
3. organize itself consistent with its objectives;
4. govern the organization by broad policies and objectives in accordance with the Articles of Faith and Practice, this bylaw; and the Articles of Governance;
5. arrange for the election of a President to whom responsibility for the administration of the organization is delegated;
6. acquire sufficient resources for the organization's operations;
7. approve annual budget;
8. account to the public for the work of the organization and expenditures of its funds.
9. report to the membership in a timely and transparent way;
10. oversee the affairs of World Partners Canada; and
11. be responsible for the formulation, revision, and articulation of the national vision which is to be commended to the membership.

### **7.4.2. Composition and Qualifications**

**7.4.2.1.** There shall be a minimum of seven (7) and a maximum of nine (9) directors each of whom, at the time of election, shall be a member in good standing of a full member congregation of the EMCC, shall be twenty-one or more years of age and shall be a resident of Canada. Should a director at any time fail to meet any one of these requirements, the office shall be forfeited.

**7.4.2.2.** Of the maximum nine directors, seven (7) shall be elected by the membership. The additional two (2) members of the Board of Directors may be appointed from time to time by unanimous consent resolution of the elected directors.

**7.4.2.3.** The Board of Directors shall at all times have the authority to fill any vacancies created on the Board of Directors. If the term of office being filled by a replacement director extends beyond a meeting of members, the appointment shall be subject to a ratification vote by the membership.

### **7.4.3. Term**

**7.4.3.1.** Each director's term is four (4) years and will expire at the second General Assembly after their election.

**7.4.3.2.** The terms of the elected directors will be staggered. On enactment of this bylaw, provision will be made for the staggering of terms that will result in the election of either three (3) or four (4) directors every two (2) years.

### **7.4.4. Election**

Directors shall be elected by the membership from qualified nominees presented by a nominating committee. The nominating committee, as appointed by the Board of Directors, shall be at least five (5)

persons with two (2) members of the Board of Directors as members. The nominating committee shall solicit and consider in good faith all nomination suggestions received from members.

#### **7.4.5. Tenure**

Directors may stand for re-election, provided that no director shall serve more than two (2) consecutive terms. A director who has served two (2) consecutive terms shall be eligible to stand for re-election at the second General Assembly after the expiry of his last term.

#### **7.4.6. Powers**

The Board of Directors of the Corporation may administer the affairs of the Corporation in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and save as herein provided, generally may exercise all such other powers and do all such other acts and things as the Corporation is authorized to exercise and do, without in any way derogating from the foregoing. The Board of Directors are expressly empowered from time to time to purchase, lease or otherwise acquire, alienate, sell, exchange, or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings, and other property, moveable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they may deem advisable.

#### **7.4.7. Meetings of the Board of Directors**

**7.4.7.1.** A majority of members of the whole Board of Directors constitutes a quorum. No business shall be transacted at any meeting unless the requisite quorum shall be present at the commencement of such business.

**7.4.7.2.** There shall be a minimum of two meetings per year at the call of the chair.

**7.4.7.3.** A written notice stating the time and place of meeting and a proposed agenda, accompanied by supporting material, shall be served either personally or by sending notice to each director (through the post in a prepaid wrapper or letter, by facsimile, or by email) at least ten days (exclusive of the day of mailing and of the day for which notice is given) before the date of meeting. A meeting may be held for any purpose at any date and time and at any place within Canada without notice if all the directors are present or if all directors who are absent signify their assent in writing to such meeting being held.

**7.4.7.4.** The accidental omission of notice of any meeting or the non-receipt of notice by any director shall not invalidate any resolution passed or any proceedings taken at any meeting of the Board of Directors.

**7.4.7.5.** Special meetings of the Board of Directors may be at the call of the chair or at the request of three (3) directors. In addition to meeting in person, a special meeting can be held by means of Conference Call, simulcast or such other technology as allows all participants to always hear the person who has the floor. Notice shall conform to the requirements for regular meetings.

#### **7.4.8. Indemnities**

**7.4.8.1.** Every director or officer of the Corporation or other person who has undertaken or is about to undertake any liability on behalf of the EMCC and its heirs, executors, and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless, out of the funds of the Corporation, from and against:

1. all costs, charges and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of office;
2. all other costs, charges and expenses which are sustained or incurred in or about or in relation to

the affairs thereof, except such costs, charges or expenses as are occasioned by willful personal neglect or default.

**7.4.8.2.** No director or officer for the time being of the Corporation shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee, or for joining in any receipt or act for conformity, or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation, or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Corporation shall be placed out or invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation with whom or which any monies, securities or effects shall be lodged or deposited, or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his respective office or trust or in relation thereto unless the same shall happen by or through his own wrongful and willful act or through his own wrongful and willful neglect or default.

**7.4.8.3.** The directors of the Corporation shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of the Corporation, except such as shall have been submitted to and authorized or approved by the Board of Directors. If any director or officer of the Corporation shall be employed by or shall perform services for the Corporation otherwise than as a director or officer or shall be a member of a firm or a shareholder, director or officer of a company which is employed by or performs services for the Corporation, the fact of his being a director or officer of the Corporation shall not disentitle such director or officer or such firm or company, as the case may be, from receiving proper remuneration for such services.

#### **8. Effective Date, Repeal and Amendments of Bylaw**

All previous bylaws of the Corporation are repealed as of the coming into force of this bylaw. This Bylaw may be established, altered, amended or repealed by a favourable vote with at least a two-thirds majority of the members; provided that no repeal or amendment of bylaws not embodied in the letters patent shall be enforced or acted upon until the approval of the responsible Minister pursuant to the Canada Corporations Act has been obtained. Upon the effective date of an amendment or repeal, such amendment or repeal shall not affect the previous operation of such amended or repealed bylaw or affect the validity of any act done or right, privilege, obligation, or liability acquired or incurred prior to its amendment or repeal. Subject to obtaining the approval of these bylaws by the responsible Minister pursuant to the Canada Corporations Act, this bylaw shall come into force July 1, 2005.

**PASSED the 4th day of May, 2005.**

**WITNESS the corporate seal of the Corporation**

\_\_\_\_\_  
**President**

\_\_\_\_\_  
**Secretary**

Addendum to be filed as "Supplementary Letters Patent"

[Note: The objects are part of the “Letters Patent” which are filed with the government. Here are the revised objects for the EMCC. Legal counsel recommended that we include these as part of our application.]

## **EVANGELICAL MISSIONARY CHURCH OF CANADA**

### **OBJECTS**

April 19, 2005-D17

BE IT RESOLVED THAT the Objects of the Corporation contained in the Letters Patent issued on the ... be deleted and the following Objects of the Corporation be adopted:

1. to promote and facilitate the establishment of new congregations and the cooperation of existing churches in Canada which recognize affiliation with the Evangelical Missionary Church of Canada in its propagation of the Gospel of Jesus Christ among all people groups within Canada and worldwide;
2. to call the churches of the Evangelical Missionary Church of Canada to their Biblical Mission and to support local churches in their Christian ministries by providing common vision, spiritual leadership and a network of resources;
3. to foster the training and equipping of church leaders;
4. to promote community and harmony in and among the Evangelical Missionary Church and all of its congregations and ministries;
5. to advance the cause of the Gospel by support of humanitarian aid and action;
6. to promote the continuation and growth of the worldwide fellowship of the International Fellowship of Evangelical Missionary Churches through missionary endeavours and fraternal consultation and cooperation;
7. to administer and manage the property, and all available resources for the effective achievement of the mission of the church;
8. to set the standards for ministerial license and ordination for the Evangelical Missionary Church;
9. to support ministers by providing consultation, training, guidance, and development opportunities and by providing minimum guidelines for salary compensation packages;
10. to conduct ministries, programs, or services which can be done only, or done best, on a co-operative basis by/for the churches of the denomination, including without limitation, promotion, organization, establishment, maintenance, superintendence, and carrying on of branches and activities of the Corporation, including without limitation churches, Sunday Schools, Missions, Bible Camps, Conferences, theological training schools, seminaries, colleges, benevolent institutions such as children’s homes, and homes for the aged or needy, and other institutions for religious, congregational, educational and associated social and recreational purposes;
11. To collect and raise moneys by way of donations and fund raising campaigns or otherwise to fulfill the objects of the corporation;
12. To solicit, acquire and receive by purchase, lease, devise, bequest, gift or otherwise any property, real, personal or mixed, and to hold, use and dispose of the same to fulfill the objects of the corporation;
13. To invest the moneys of the Corporation not immediately required for the purposes of the corporation in such investments as may be permitted for insurance companies;
14. to promote the erection and purchase of houses of worship, parsonages and “any other buildings necessary to carry out the objects of the Corporation;
15. to publish and distribute Christian literature for the support of the doctrines and faith of the Corporation.
16. to assist with international development projects for the relief of poverty and demonstrating the love of Christ to those in need of assistance, by way of assisting in health initiatives, drinking water, shelter, micro-finance, agriculture, immigrant services and food assistance.